WealthWise Asset Management, LLC

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PART 2A OF FORM ADV: FIRM BROCHURE
June 1, 2026

WealthWise

Asset Management

This brochure provides information about the qualifications and business practices of WealthWise Asset Management, LLC. If you have any questions about the contents of this brochure, please contact us. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority. Additional information about WealthWise Asset Management, LLC (CRD# 337518) is also available on the SEC's website at www.adviserinfo.sec.gov. Registration does not imply a certain level of skill or training.

Per the California Code of Regulations, this document discloses any and all material conflicts of interest.

Item 2 – Summary of Material Changes

The date of our last Brochure was September 18, 2025. This revised Brochure contains updates regarding the following items:

- Wealthwise Asset Management's website is www.wealthwiseassetmgmt.com
- The contact email address for Patrick Scott Powers is pspowers@wealthwiseassetmgmt.com

We will ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge. Currently, our Brochure may be viewed on our website.

Additional information about WealthWise Asset Management, LLC is available via the SEC's website www.adviserinfo.sec.gov. The SEC's website also provides information about any persons affiliated with WealthWise Asset Management, LLC who are registered, or are required to be registered, as investment adviser representatives of WealthWise Asset Management, LLC.

Item 3 – Table of Contents

Item 4 – Advisory Business

WealthWise Asset Management, LLC. (WAM) is a California Limited Liability Company founded in 2025. It is an investment adviser registered under the State of California. WAM is committed to meeting the needs of individual investors and primarily provides non-discretionary investment advisory services.

Principal Owner

The principal owner of WAM is Patrick Scott Powers.

Assets Under Management

WAM is a Limited Liability Company organized under the laws of California. As of June 1, 2026, we have no clients. WAM only provides advice to clients and does not place trades for clients or have custody of client funds. Therefore, WAM will not have any clients in the future for which we provide discretionary account management. As of 06/01/26, the number of clients we manage is as follows:

Non-discretionary:	0
Discretionary:	0

Account Management

We are fiduciaries and when we provide investment advice to you, we are legally required to act with the degree of diligence, care, and skill that a prudent person rendering similar services would exercise under similar circumstances. Fiduciaries must act in your best interest and not put their interests ahead of yours.

It is important to understand the difference between discretionary and non-discretionary accounts. With a discretionary investment account, sometimes known as a managed account, a broker has the authority to make trades in your portfolio without seeking your approval. They have the discretion to buy or sell assets on their own.

With a non-discretionary account, a broker has no independent authority to execute trades. They can only buy and sell assets at their client’s instructions and have a duty to do so at the best price possible based on when their client gives those instructions. The broker does not have any discretion over which investments to make, and they have no discretion over when to make any given trade.

WealthWise Asset Management is not a broker-dealer and is not affiliated with any custodian. We do not have discretionary authority over your account, and we do not place trades on your behalf. We will advise you of what securities to purchase or sell, but you will issue the trade information to the brokerage firm you select to execute transactions on your behalf. We do not maintain physical custody of your assets.

We offer the following advisory services. We may suggest one, or many of the services depending on your specific needs, combined as necessary.

a. Educational seminars and workshops: We offer free educational seminars and workshops to educate those interested in various financial topics such as debt reduction and saving for retirement.

b. Financial planning: We analyze your financial situation and build a specific financial plan to reach your goals. Please note that:

   1. Neither WAM nor any investment adviser representative, affiliate or associated person of WAM will receive commissions from the sale of insurance or real estate or will receive fees or other compensation from the sale of securities or other products or services recommended in the financial plan or otherwise have a conflict of interest.

   2. You are under no obligation to act on the WAM's, or any associated person's recommendation.

   3. You are under no obligation to make any transaction or purchase any product through WAM or any associated person when such person is employed as an agent with a licensed broker-dealer or is licensed as a broker-dealer or through any associate or affiliate of such person.

c. Retirement planning: We help you determine your retirement goals and suggest actions to reach those goals using retirement and non-retirement accounts you have access to.

d. Investment management: We suggest an investment portfolio and develop investment strategies using specific asset allocations matched to your specific situation and risk tolerance.

e. Portfolio construction: We assist you with the process of strategically combining a diversified mix of assets to achieve specific investment goals within an acceptable level of risk.

f. Comprehensive wealth management: We develop a holistic approach to nurturing and preserving wealth for high-net-worth individuals, investors, and families. This goes beyond the scope of traditional investment advice and asset management, aiming to include a broader spectrum of financial services for more comprehensive management of your financial life. Services often include investment management, financial planning, risk management, estate planning, tax strategies, retirement planning, charitable giving and education funding.

Generally, we help to develop a financial plan to meet your goals and suggest an overall investment mix ("asset allocation"), then suggest general and/or specific securities to fulfill the desired mix of assets (*e.g*., stocks, exchange-traded funds, exchange-traded notes, mutual funds, bonds, cash-equivalents, commodities, and other instruments). To accomplish this, we consider your current financial position, goals, assets, savings plan, and risk tolerance.

We typically aid in defining and quantifying your goals and priorities, evaluation of your needs with respect to cash flow, tax and retirement planning, education funding alternatives, and risk management. We prepare financial plans and analyses as well as financial statements reflecting net worth, cash flow, and income tax projections. We then develop models that test how your desired expenses match your projected financial resources including asset depletion analysis in retirement to model the different ways your asset level and income may behave with time.

We consider your personal situation, and that of the beneficial owners (*e.g*., beneficiaries), income and liquidity needs, time horizon, legal and tax constraints, risk tolerance, inter-generational issues, and special circumstances. We also provide advice on matters beyond investments when overseeing the complex financial lives of families with substantial assets, including educating multi-generations within families, about living with their wealth. We sometimes make recommendations with respect to the purchase or sale of specific securities as appropriate to address tax or estate planning objectives.

Recommendations are determined from your goals, and tax, cash flow, diversification, risk tolerance, and estate planning considerations. We do not benefit in any way from any of the securities we recommend.

Investment advisory services include many or all of the following:

- Evaluation of your financial goals and risk tolerance.
- Evaluation of your current portfolio and investment strategies.
- Creation of an investment plan to meet specific financial goals.
- Helping you to draft an Investment Policy Statement (the policies and guidelines that govern the management of your portfolio) which you review and approve.
- Developing an overall portfolio (your overall investment mix) and providing guidance in the selection of asset classes that are consistent with your stated investment objectives, risk tolerance, and overall financial goals.
- Recommending assets to purchase (or select in a retirement plan).
- Periodically (typically annually) reviewing your plan and portfolio to identify changes that may be necessary.
- Advising you on rebalancing your assets among investments in keeping with your investment policy statement and chosen asset allocation.

If desired, we can implement individualized investment guidelines and restrictions, including if applicable, restricting certain securities, types of securities, and implementing client preferences with respect to environmental, social, or corporate governance (ESG) factors. Note that such imposed limitations may impact your account's performance.

It is your responsibility to promptly notify us if there are significant changes in your financial situation or investment objectives. This is necessary for the purpose of reviewing, evaluating, and/or revising our previous recommendations to you in relation to either investment advisory or wealth planning services.

We have an ethical and legal responsibility to be in periodic contact with our clients, therefore if we are unable to contact and receive a response from you for over a year, it is generally our policy to terminate the relationship.

Other Services

Real Estate: Patrick Scott Powers, Ph.D. is a licensed California real estate broker (DRE #01703906) and can provide general advice concerning the real estate portion of client portfolios (as required). WAM does not offer real estate brokerage services.

Small Business: Patrick Scott Powers, Ph.D., is a seasoned entrepreneur and small business owner (President of Newport Thin Film Laboratory, Inc. and President of PowersTech, Inc.) that has started, purchased, and managed small businesses and can provide general advice to small business owners. WAM does not provide business consulting services.

Precious Metals: WAM is experienced with the mechanics of the purchase, sale, and storage of precious metals (*e.g.,* gold, silver, and platinum coins and bars), as well as the purchase and sale of precious metal exchange-traded trusts. WAM does not buy, sell, hold, or custody precious metals.

Estate Planning: WAM can provide general advice concerning estate planning strategies (*e.g.,* trusts) to optimize asset transfers to beneficiaries.

Investments Not Recommended

WAM does not recommend any of the following as we feel that they are not in the best interests of most individual investors:

- Time shares
- Mortgage insurance
- Whole life insurance (infinite banking)
- Leveraged (2x or 3x) ETF's
- Private placements
- Hedge funds
- Penny stocks
- Futures contracts
- 0DTE options
- Gemstones
- Numismatic coins
- Crypto alt coins
- Non-fungible tokens

Wrap Fee Programs

WAM does not participate in wrap fee programs.

Item 5 – Fees and Compensation

Fees for Planning, Wealth Management, and Investment Management

We charge a flat hourly fee of $150/hour, billable in 15-minute minimum increments. This fee arrangement is applied to any wealth planning or investment service we provide, and the hourly fee is the same even if multiple services are performed. No planning or investment management services will be provided prior to signing an agreement. The number of hours required for client needs will depend on the services desired and the complexity of the situation. Each client will be provided an estimate for the number of hours required for services prior to signing an agreement.

Service	Cost	Typical time required
Educational seminars and workshops:	No charge	1 – 2 hours
Initial discovery meeting:	No charge	30 – 60 minutes
Budgeting/Cash Flow Planning:	$150/hr	1 – 2 hours
Net worth Analysis:	$150/hr	1 – 2 hours
Financial Planning:	$150/hr	1 – 8 hours
Insurance Planning:	$150/hr	1 – 2 hours
Retirement Planning:	$150/hr	1 – 3 hours
Investment Management:	$150/hr	1 – 3 hours
Portfolio Construction:	$150/hr	1 – 6 hours
Educational Funding:	$150/hr	1 – 2 hours
Estate Planning:	$150/hr	1 – 3 hours

The typical time required listed above is for the service listed (one-time). Any desired ongoing monthly monitoring will be agreed to and billed separately.

The fee arrangement is non-negotiable and any or all services can be cancelled in writing (mail or email) by you at any time. You will only be invoiced for services provided prior to receipt of cancellation instructions. Clients are only billed for completed work and cannot receive a refund for any work completed. Note that lower fees for comparable services may be available from other sources.

Many advisory firms charge fees for portfolio management based on Assets Under Management (AUM). This creates a situation where the fees generated by small accounts are not sufficient to cover the costs associated with providing service. WAM is a fee-only planner and extends the fee-only structure to all services in order to provide individuals and families with small asset bases with professional financial services, as well as to provide a lower cost structure to individuals and families with more significant assets.

We may rely on a variety of third-party software applications to perform financial calculations related to asset allocation and wealth planning projections. We review the quality of the applications, but there can be no guarantee the calculations will be accurate. Therefore, we carefully review the results of any software outputs to ensure that the recommendations we make to clients are accurate. Any software used by WealthWise Asset Management, LLC is an internal tool and does not result in any additional charge to clients.

Note that we are not compensated by any third-party arrangements, nor by any of the investments we recommend. This means that we do not receive any fees or compensation related to the sale or purchase of securities or other investment products. Neither we nor our employees receive any commissions from sponsors of investments products.

Our fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses charged by others [typically your brokerage account(s)], which are paid by you. Note that mutual funds and exchange traded funds charge internal management fees, which are disclosed in each fund's prospectus. Such charges, fees, and commissions are exclusive of, and in addition to, our fees. We do not receive any portion of these commissions, fees, and costs.

We intend to invoice clients by mail or email, based on each individual client's preference. Generally acceptable forms of payment are check, credit card or Zelle. For each individual client, the way we charge investment management fees is established in your written agreement with us. We bill our investment management fees monthly, in arrears. There are no monthly or annual minimums required. After completion of any service, clients can choose to terminate or continue services. If you choose to continue services, the amount of time you will be billed for will depend on what services you require. We will provide an estimate of the time required per month for your approval before beginning any continuing service. For financial planning clients that choose to continue services, after completion of a financial plan, WAM will contact clients (as appropriate) to confirm completion of any specific action items, as well as monitor investment portfolios. For clients that WAM has provided a financial plan and clients WAM provides investment management, the monthly amount billed will depend on your specific needs and the complexity of the portfolio. For most clients, we expect the time required will not exceed one hour per month.

It is important for clients to advise WAM as to any changes in their goals, any sales or purchases of investments, or any substantial change in their income or debts. WealthWise Asset Management will contact clients to set up an appointment to review their current plan annually.

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

We don’t charge any performance-based fees (fees based on a share of capital gains or capital appreciation of your assets) nor do we offer side-by-side management (charging performance-based fees and another type of fee such as hourly or asset based).

Item 7 – Types of Clients

We provide investment advisory and wealth planning services to individuals and families, ranging from those just starting out to those with substantial wealth, including corporate executives, business owners, affluent individuals, and family partnerships. We also provide investment management and consulting services to revokable and irrevocable trusts (*e.g*., Living Trusts) designed to manage and distribute assets according to your preferences during your life and after your death. We do not have a minimum account size.

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

Methods of Analysis and Investment Strategies.

When we begin our work together, we meet with you to determine your current financial position, understand your financial goals, and determine your tolerance for changes in the prices of assets. The next step is to use that information to design a personalized investment program, a personalized retirement asset withdrawal program, or other related strategies as required. In many cases, we will create a suggested portfolio of different assets personalized to your unique situation.

Our process involves the following items:

1. Gaining an understanding of your current financial position. We will create and review with you an income statement and a net worth statement.
2. Gaining an understanding of your tolerance for various investment risks and helping you select and restrict various asset classes based on your risk tolerance.
3. Review average and expected returns, as well as risks, for various asset classes, such as stocks, bonds, and real estate.
4. Review market risk and inflation risk.
5. Construct an investment plan if you are working and in the wealth accumulation phase of your life.
6. Construct an income and asset withdrawal plan if you are nearing or in retirement.
7. Construct a portfolio of assets for your unique situation, detailing specific recommended investments.
8. Discuss portfolio dynamics, such as rebalancing between asset classes.

The investment advice given to you is based on many factors, including your investment objectives and financial goals, risk tolerance, asset class choices, investment time horizon, cash needs, taxes, historical returns, expected returns, and general economic conditions. We use various types of reviews pertaining to capital markets, investment strategies, and individual investments when providing investment advice. Those reviews usually include historic, current, and anticipated: economic, sector (*e.g.*, energy, technology), industry, company, financial market, and investment return information. Regardless of the methods we use in providing investment advice, investing in securities involves risk of loss that you should be prepared to bear.

Portfolios that target the lowest risk will generally be more heavily weighted in fixed income (money market funds and bonds), while portfolios that target higher risk will generally focus on stocks and other asset classes which tend to have a higher expected return over the forecasted horizon. Within each asset class, the allocations and implementation (specific securities) are often the same for portfolios with different risk/return targets. However, the overall asset allocations or weighting of those allocations may differ.

The design and implementation of an investment program is divided into three steps:

1. Allocation among asset classes (*e.g*., stocks, bonds, real assets, commodities)
2. Investment vehicle selection within each asset class
3. Execution of the program

We actively review and monitor the investments chosen for you to ensure that they meet our expected performance objectives. Investments are typically made using mutual funds and exchange traded funds. Note that WAM does not select third-party sub-advisors for clients and cannot offer recommendations. We may make recommendations regarding certain individual securities (*e.g*., individual stocks and bonds) that you would purchase in your brokerage account or using a third-party share plan service provider.

Depending on your unique situation and plan, we may periodically recommend rebalancing your portfolio. Rebalancing generally increases returns and/or lowers risk over the long term. Rebalancing involves trading securities (buying some and selling others) to bring your portfolio back to a target asset allocation. This is necessary because, over time, your portfolio may otherwise become misaligned with your investment goals. You will experience additional transaction costs due to this rebalancing and may also suffer lower returns if the assets sold have higher returns in the future than those being purchased.

Our approach to portfolio construction is based on capital market research. The portfolio we design will be appropriate to your unique situation. However, there are risks that you should understand. The largest risk for clients involves forecasting errors in our expectations for long-term capital market performance. In the event our expectations are significantly different than actual long-term experiences, clients could be substantially disadvantaged, since these estimates help to guide our portfolio construction recommendations and wealth planning efforts.

We use many sources of information (both public and private), and utilize economic, financial and market data from third-party sources we believe to be reliable (*e.g*., the U.S. Federal Reserve, International Monetary Fund, and the U.S. Bureau of Labor Statistics). We generally do not seek to independently confirm the accuracy of such information. We may rely on a variety of third-party software applications to perform financial calculations related to asset allocation and wealth planning projections (*e.g*., RightMoney, eMoney, Envestnet, IncomeLab, Boldin). We review the quality of the applications, but there can be no guarantee the calculations will be accurate. The results of these applications tend to be highly dependent on inputs such as investment returns and inflation projections, and there is a risk that the results, especially over long periods of time, will diverge significantly from the originally expected result. Therefore, it is important to review and re-compute the results of any given plan annually. It is common to make changes to plans over time.

Investments are made across a wide range of markets and strategies. You should carefully read the prospectus, statement of additional information, and periodic shareholder reports for further detail on specific risks associated with investing in any of these securities.

Material Risks

1. Prices of investments, such as stocks and bonds, in capital markets are unpredictable and variable. We cannot predict price swings (volatility), nor can we predict future investment returns. Investment return projections are never guaranteed.
2. All investments can lose value and certain asset classes and/or specific securities which we choose may have poor returns for an extended period.
3. A focus on long-term returns will likely cause WAM to be unconcerned with near-term economic or market events.
4. Specific investments could underperform their benchmarks, resulting in a worse return than investing in a single index fund or a portfolio of index funds.
5. While we attempt to minimize taxes, the portfolio we recommend may incur higher taxes than an index fund, exacerbating the underperformance versus a benchmark.

The following is a summary of various risks any portfolio may be exposed to (in alphabetical order):

Accounts investing in Mutual funds and Exchange Traded Funds (EFTs): Risks associated with investment in any mutual funds or EFTs are described in the applicable disclosure document (Prospectus) for each fund (a copy of which is provided to each client prior to investment of an account's assets).

Active Management Risk: An account is subject to risk that judgments about the attractiveness, value, or potential appreciation of the account's investments may prove to be incorrect. If the selection of securities or strategies fails to produce the intended results, the account can underperform other accounts with similar objectives and investment strategies.

Asset Allocation Risk: An account's risks directly correspond to the risks of the asset classes in which it invests. Investing in multiple asset classes (either directly or indirectly) can facilitate diversification but also create exposure to the risks of many different areas of the market. The direct or indirect allocation of an account's assets among various asset classes and market sectors could cause the account to underperform other accounts with a similar investment objective.

Capital Market Assumptions: Capital market assumptions are forecasts which involve known and unknown risks, uncertainties, and other factors which may cause the actual results to differ materially and/or substantially from any future results, performance, or achievements expressed or implied by those projections. Past performance does not guarantee future results.

Counterparty Risk: Transactions involving a counterparty are subject to the credit risk of the counterparty and to the counterparty's ability or willingness to perform in accordance with the terms of the transaction. The counterparty may fail to fulfil its contractual obligations such as failing to make required payments or comply with certain terms of their agreement with the investor. If a counterparty becomes insolvent, the account could lose the total value of its contracted investment with that counterparty. If a counterparty defaults or becomes insolvent, there may be a delay or increased cost in accessing collateral for the benefit of the client account and the value of collateral received may not insulate the account from incurring a loss.

Credit risk: An account could lose money if the issuer or guarantor of a security, the counterparty to a derivatives contract, repurchase agreement or a loan of portfolio securities, or the issuer or guarantor of collateral, is unable or unwilling, or is perceived (whether by market participants, rating agencies, pricing services or otherwise) as unable or unwilling, to honor its obligations. The value of a debt instrument is likely to fall if an issuer or borrower suffers an adverse change in financial condition that results in a payment default, ratings downgrade, or inability to meet a financial obligation. The risk of default is much greater for emerging market bonds and securities rated below investment-grade. An account investing in emerging markets and/or high yield debt is exposed to greater credit risk than other bond accounts because the companies and governments that issue such debt are usually not as strong financially and their debt carries a higher risk of default.

CSDR Risk: The European Union has adopted a regulatory framework (CSDR) to reduce the number of settlement failures that occur in European Economic Area (EEA) central securities depositories (CSDs). The CSDR requirements apply to transactions in certain securities and instruments that are to be settled via an EEA CSD and impose penalties for noncompliance. Penalties imposed due to failed settlement of an in-scope transaction may be imposed on the client account that experienced the failure.

Currency Risk: If an account invests directly in non-U.S. currencies or in securities that trade in, and receive revenues in, non-U.S. currencies, or in derivatives that provide exposure to non-U.S. currencies, it will be subject to the risk that those currencies will decline in value relative to the U.S. dollar. Currency rates in foreign countries may fluctuate significantly over short periods of time for several reasons, including changes in interest rates, intervention (or the failure to intervene) by U.S. or foreign governments, central banks, or supranational entities such as the International Monetary Fund, or by the imposition of currency controls or other political developments in the United States or abroad. As a result, an account's investments in non-U.S. currency- denominated securities may reduce the returns of the account.

Cyber Security Risk: As the use of technology has become more prevalent in the ordinary course of business, accounts have become potentially more susceptible to operational and other risks through breaches in cyber security. In general, cyber incidents can result from intentional and unintentional events for the purpose of misappropriating assets or sensitive information, corrupting data, or causing operational disruption. Cyber security breaches may involve unauthorized access to the digital information systems that support an account (*e.g.*, through "hacking" or malicious software coding), but may also result from outside attacks such as denial-of-service attacks (*i.e.*, efforts to make network services unavailable to intended users)

Deflation Risk: When inflation or expectations of inflation are low, the value and income of an account's investments in inflation-linked securities could fall and result in losses for the account.

Derivatives Risk: Derivatives are financial contracts where the value depends on, or is derived from, the value of an underlying asset, reference rate or index. A variety of derivatives may be available to an account, depending on the type of account and the applicable investment guidelines (*e.g.,* Exchange Traded Notes). To the extent that an account uses options or other derivatives, it is exposed to additional volatility and potential losses resulting from leverage.

Emerging Markets Risk: The risks of foreign investing are heightened for securities of companies in emerging market countries. The economic and political structures of emerging market countries, in most cases, do not compare favorably with the U.S. or other developed countries in terms of wealth and stability, and their financial markets often lack liquidity. In addition to all the risks of investing in foreign developed markets, emerging market securities are susceptible to governmental interference, local taxes on investments, restrictions on gaining access to sales proceeds and less efficient trading markets. These factors can make emerging market investments more volatile and less liquid than investments in developed markets.

ESG Risk: Sustainable investing is the practice of incorporating environmental, social and/or governance (ESG) considerations into the portfolio construction and monitoring process. Sustainable Investing or Sustainability are terms that are often used synonymously with ESG investing, socially responsible investing, mission-related investing, or impact investing and screening. *Environment* focuses on themes including but not limited to climate impact and greenhouse gas emissions, energy efficiency, air and water pollution, water scarcity, biodiversity, sustainability practices, and site restoration issues. *Social* focuses on themes including but not limited to human rights, local community impact and employment, child labor, working conditions, health and safety, and anti-corruption issues. *Governanc*e focuses on themes including but not limited to the alignment of stakeholders' interests, executive compensation, board independence and composition, and other shareholder rights issues. The use of ESG factors could result in selling or avoiding investments that subsequently perform well or purchasing investments that subsequently underperform. As a result, accounts that take ESG factors into account could underperform similar accounts that do not consider ESG factors.

Foreign Investing Risk: Investing in the securities of non-U.S. issuers involves risks not typically associated with investing in U.S. issuers. Foreign securities may be more volatile and less liquid than investments in the U.S. and may lose value because of adverse local, political, social, or economic developments overseas. In addition, foreign investments may be subject to uncertain tax laws, regulatory standards for accounting, reporting, trading, and settlement that differ from those of the U.S. Some jurisdictions may impose unique obligations on clients because of their investment in non-U.S. issuers. Enforcing legal rights can be difficult, costly, and slow in certain foreign countries, and can be particularly difficult against foreign governments. Changes in currency exchange rates can affect the U.S. dollar value of foreign currency investments and investments denominated in foreign currencies. Further, in certain foreign countries, investments are only permitted indirectly through participatory notes which have certain restrictions on transferability and may be more illiquid than direct investments.

Geographic Concentration Risk: If an account concentrates its investments in a particular geographic region or country, the account's performance is closely tied to the market, currency, social, political, economic, environmental, and regulatory conditions within that country or region. These conditions include anticipated or actual government budget deficits or other financial difficulties, levels of inflation and unemployment, fiscal and monetary controls, and political and social instability in such countries and regions. As a result, the account is likely to be more volatile than an account with more geographically diverse investments.

Income Projections: Income projections are based on hypothetical performance data and do not represent actual or guaranteed results.

Industry or Sector Risk: An account that focuses its investments in specific industries or sectors is more susceptible to developments affecting those industries and sectors than a more broadly diversified fund.Issuers in a single industry can react similarly to market, economic, industry, social, political, regulatory, and other conditions.

Interest Rate Risk: Interest rate risk is the risk that fixed income securities will decline in value because of changes in interest rates.Bond prices and interest rates usually move in opposite directions. Prices fall because the bonds and notes in the account's portfolio become less attractive to other investors when securities with higher yields become available. Interest rate changes can be sudden and unpredictable. Fixed income securities with longer durations tend to be more sensitive to changes in interest rates, usually making them more volatile than securities with shorter durations. Generally, the longer the maturity of a security or the longer an account's weighted average maturity, the greater its interest rate risk. If an account purchases longer-maturity bonds and interest rates rise unexpectedly, the account's market value could decline. In addition, short-term and long- term interest rates and interest rates in different countries do not necessarily move in the same direction or by the same amount.

Investment Style Risk: Different investment styles tend to shift in and out of favor, depending on market conditions and investor opinion.

Issuer Concentration Risk: If a significant amount of the account's assets is in any one issuer, poor performance by that single large holding would adversely affect the account's performance more than if the account invested a lesser amount in that issuer.

Liquidity Risk: Liquidity risk exists when investments are difficult to purchase or sell (*e.g.*, not publicly traded and/or no market is currently available or may become less liquid in response to market developments). Less liquid investments may be difficult to value and can change prices abruptly.

Market Capitalization Risk: Investing primarily in issuers within the same market capitalization category carries the risk that the category may be out of favor due to current market conditions or investor opinion. For example, securities issued by large-cap companies tend to be less volatile than securities issued by smaller companies. However, larger companies may not be able to attain the high growth rates of successful smaller companies, especially during strong economic periods. Also, these larger companies may be unable to respond as quickly to industry changes and competitive challenges and may suffer sharper price declines because of earnings disappointments.

Monte Carlo Simulations: Monte Carlo simulations used in financial software model future uncertainty. In contrast to tools generating average outcomes, Monte Carlo analyses produce outcome ranges based on probability thus incorporating future uncertainty. Monte Carlo simulations are generally single-variable, and projections are hypothetical in nature. Therefore, results do not reflect actual investment results and are not guarantees of future results. Actual results are unknown therefore the actual results may be better or worse than the simulated scenarios.

Municipal Securities Risk: Municipal securities are issued by or on behalf of states, territories and local governments and their agencies and other instrumentalities. An account that invests primarily in municipal securities will be significantly impacted by events that affect such markets, which could include unfavorable legislative or political developments and adverse changes in the financial conditions of municipal securities issuers. Municipal securities backed by current or anticipated revenues from a specific project or specific assets can be negatively affected by the inability to collect revenues for the project or from the assets. Income from municipal securities held by the account could be declared taxable because of changes in tax laws or interpretations by taxing authorities, or non-compliant conduct of a municipal security issuer. In addition, a portion of the account's otherwise tax-exempt dividends may be taxable to those clients subject to the alternative minimum tax. The secondary market for certain municipal securities tends to be less developed, transparent, and liquid than many other securities markets.

Operational Risk: In some instances, an account can suffer a loss arising from shortcomings or failures in internal or external processes, people, or systems, or from external events. Operational risks can arise from factors such as processing errors, human errors, inadequate or failed processes, fraud, failure in systems and technology, changes in personnel and errors caused by third-party service providers.

Prepayment Risk and Extension Risk: Many types of debt instruments, including mortgage-backed securities, commercial mortgage-backed securities, asset-backed securities, certain corporate bonds, and municipal housing bonds, and GNMA funds are subject to the risk of prepayment and/or extension. Prepayment risk is the risk that, during periods of falling interest rates, borrowers will refinance their mortgages or other underlying assets before their maturity dates, leading debt instruments to be repaid more quickly than expected. As a result, the holder of the debt instrument may not be able to reinvest the proceeds at the same interest rate or on the same terms, reducing the potential for gain. In addition, prepayment rates are difficult to predict and the potential impact of prepayment on the price of a debt instrument depends on the terms of the instrument. Extension risk is the risk that during periods of rising interest rates, prepayments of the underlying mortgages or other underlying assets will occur at a slower than expected rate, thereby lengthening the average life of the mortgage-backed, asset-backed, or other callable fixed income securities and making them more volatile.

Reinvestment Risk: Payments from a debt obligation will not necessarily be reinvested at rates which equal or exceed the interest rate of the original debt obligation. Reinvestment risk is more likely when market interest rates are declining.

Risk of Cash Reserves Investing: It is possible to lose money by investing in a custodian's money market mutual fund or common trust fund. An investment in money market mutual funds is not insured or guaranteed by the United States Federal Deposit Insurance Corporation (FDIC) or any other government agency. In the past, certain money market funds have experienced significant pressures from shareholder redemptions, issuer credit downgrades, and illiquid markets. Although money market funds (government and retail money market funds) seek to preserve the value of their investments at $1.00 per share, it is possible that a money market fund may not be able to do so. Other money market funds (institutional money market funds) operate with a floating net asset value (NAV), which means that their share price will fluctuate and may decrease in value. Retail and institutional money market funds may impose a fee upon the sale of fund shares or may temporarily suspend redemptions if the fund's liquidity falls below required minimums because of market conditions or other factors. A money market fund's sponsor has no legal obligation to provide financial support to the fund.

Risks of Stock Investing: Stocks generally fluctuate in value more than bonds and may decline significantly in price over short time periods. Stock prices overall may decline because stock markets tend to move in cycles, with periods of rising prices and falling prices. The value of a stock may also decline due to general weakness in the stock market or because of factors that affect a particular company or industry.

Risk of Unregistered Securities/Private Placements: Investments through private placements are not immediately tradable on an exchange or in the over-the-counter (OTC) market and may be subject to restrictions on resale including significant holding or "lock- up" restrictions for designated time periods.

Short Position Risk: Short positions are subject to special risks. An account may enter into a short position, for example, through an inverse ETF. If the price of the underlying security or derivative has increased during this time, then the account will incur a loss corresponding to the increase in price from the time that the short position was entered into plus any premiums and interest paid to the third-party. Also, there is the risk that the third-party to the short position fails to honor its contract terms or force the account to close the transaction under unfavorable conditions, causing a loss to the account. Short selling losses are theoretically unlimited.

Tax Risk: Tax laws and regulations applicable to an account are subject to change, and unanticipated tax liabilities could be incurred by investors because of such changes. Investors should consult their own tax advisors to determine the potential tax-related consequences of investing.

Unforeseen Market Events: Unpredictable events such as environmental or natural disasters, war, terrorism, pandemics, and similar public health threats may significantly affect the economy and the markets, as well as individual issuers. Certain events may cause instability across global markets, including reduced liquidity and disruptions in trading markets, while some events may affect certain geographic regions, countries, sectors, and industries more significantly than others, and exacerbate other pre-existing political, social, and economic risks.

Valuation Risk: The process of valuing securities for which reliable market quotations are not available involves uncertainties and judgmental determinations. A disruption in the secondary markets for an account's investments may limit the ability to obtain accurate market quotations for purposes of valuing the investments of an account. In addition, material events occurring after the close of a principal market upon which a portion of the securities or other assets of the account are traded may require the determination of the effect of a material event on the value of the securities or other assets traded on the market for purposes of determining the value of the account's investments.

Risk Reduction

Investing in stocks, bonds, and other types of investments inherently involves a certain level of risk. No matter how well designed a portfolio is, it has the potential to lose value. We therefore employ certain techniques in assisting clients to manage that risk, such as:

• Investing in a variety of asset classes which we expect to react differently to the irregular, unpredictable up and down movements in the economy, both in the US and internationally.
• Allocating assets across asset classes which we expect to react differently to the business cycle (an ongoing cycle of growth, decline, recession, and recovery in the economic activity of a particular economy), rather than relying completely on statistical measures of risk (like correlation).
• Using derivatives, a contract whose value is derived from another asset, such as stocks, bonds, currencies, interest rates or indexes. Our use of derivatives is typically for hedging and trying to protect against a decline in the value of our clients' investments. Derivatives are not used in all client portfolios and are only recommended to clients whose circumstances are appropriate for such types of investments.

Despite these techniques to reduce risk, investing in securities involves risk of loss that clients should be prepared to bear.

Business Continuity

WAM has established an internal Business Continuity Plan which does the following:

- Provides a framework for crisis management and business continuity.
- Provides for the safety and welfare of personnel during an interruption or crisis.
- Ensures the proper maintenance of business and technology recovery plans for the recovery of essential activities and vital services.
- Establishes external recovery options when internal resources are not available or feasible.
- Ensures compliance with regulatory obligations and guidelines.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of us, or the integrity of our management.

Neither WAM nor its management persons have been the subject of legal or regulatory findings or are the subject of any pending criminal proceedings.

If we become aware of any regulatory matters or litigation that we believe would be material to an evaluation of our advisory business, we promptly notify all clients or prospects affected by those events, subject to applicable law and regulation. It is conceivable that we could choose to disclose a regulatory matter or litigation to one client but not another based on the materiality of the matter relative to the services we provide to a particular client.

Item 10 – Other Financial Industry Activities and Affiliations

In addition to providing investment advisory services, we also provide non-investment advisory services commonly referred to as wealth planning. These services may include budgeting and cash flow planning, estate planning, retirement planning, educational funding, insurance planning, and net worth analysis.

Neither we nor any of our employees are registered as a broker-dealer or have any plans to register. Additionally, none of these parties are registered or plan to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

WealthWise Asset Management, LLC does not recommend or select other investment advisors, and receives no compensation, directly or indirectly, from any other advisor.

Patrick Scott Powers is a licensed real estate broker in the state of California (DRE 01703906) and can therefore provide general advice to clients as it relates to real estate matters affecting their individual financial situation. However, neither WealthWise Asset Management LLC nor Patrick Scott Powers provide real estate services (*e.g.,* purchase or sale of real estate).

Patrick Scott Powers is the President/CEO of the following private companies:

Newport Thin Film Laboratory, Inc.	(www.newportlab.com)
PowersTech, Inc.	(www.powerstechinc.com)

Both companies are technology companies in the area of vacuum-deposited thin film coatings. The participation of Patrick Scott Powers in the above entities does not directly affect the clients of WealthWise Asset Management, LLC.

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

WAM maintains a Code of Ethics (Code). The Code addresses many areas of conduct, such as conflicts of interest, personal securities transactions, the acceptance and provision of gifts and entertainment, political contributions, material non-public information, safeguarding information, and the reporting of Code violations. A copy of the Code is available to any client or prospective client upon request. Compliance with the Code of Ethics is a condition of employment for all personnel.

Our Code of Ethics requires employees to:

1. Act with integrity, competence, diligence, respect, and in an ethical manner with the public, clients, prospective clients, employers, employees, colleagues in the investment profession.
2. Place the integrity of the investment profession, the interests of clients, and the interests of the firm above one's own personal interests.
3. Not take inappropriate advantage of their position.
4. Avoid any actual or potential conflict of interest.
5. Use reasonable prudent care and exercise independent professional judgment when conducting investment analysis, making investment recommendations, and engaging in other professional activities.
6. Practice and encourage others to practice in a professional and ethical manner that will reflect credit on oneself and the profession.
7. Uphold the rules governing capital markets.
8. Maintain and improve one's professional competence.
9. Comply with applicable provisions of the federal securities laws.

Neither WealthWise Assset Management nor employees of WAM recommend to clients securities in which WAM or any related person has a material financial interest.

It is possible that a investment advisor representative employed by WAM recommends securities to clients at or about the same time that they buy or sell the same securities for their own (or the related person's own) account or are already invested in the same security. To avoid any conflict of interest, this is only allowed in the event that the securities are either Exchange Traded Funds (ETFs) or mutual funds in asset sectors that have other ETF's or mutual funds with similar investment objectives, and that the security in question is only one of at least two other securities with similar investment objectives that are recommended.

Our employees and associates are required to follow our Code of Ethics. Subject to satisfying this policy and applicable laws, our officers, directors and employees and affiliates may trade for their own accounts in securities which are recommended to our clients. The Code of Ethics is designed to assure that the personal securities transactions of employees will not interfere with making decisions in the best interest of advisory clients, as well as restricting trading ahead of client trading activity. Employee trading is regularly monitored under the Code of Ethics to reasonably prevent conflicts of interest between us and our clients.

Item 12 – Brokerage Practices

Custodian and Brokers

We are not a broker-dealer and are not affiliated with any custodian. We do not have discretionary authority over your account, and we do not place trades on your behalf. We will advise you of what securities to purchase or sell, but at your discretion, you will issue the trade information to the brokerage firm you select to execute transactions on your behalf. We do not maintain physical custody of your assets.

Your Brokerage and Custody Costs

The Custodian (brokerage) you choose generally does not charge you separately for custody services but is compensated by charging you commissions or other transaction-related fees for securities trades that it executes or that settle into your account.

Soft Dollars

Section 28(e) of the Securities Exchange Act of 1934 provides a “safe harbor” to investment advisers who use “commission dollars” of their advised accounts to obtain investment research and brokerage services that provide lawful and appropriate assistance to the adviser in performing investment decision-making responsibilities. Conduct outside of the safe harbor of section 28(e) is subject to the traditional standards of fiduciary duty under state and federal law. WAM does not receive services provided free of charge from custodians or other third parties.

Valuation

We value securities in your account(s) that are listed on a national securities exchange or on NASDAQ at the last quoted sales price on the principal market where the securities are traded. We receive this information from custodians and/or independent third-party pricing services.

Conflicts of Interest

WealthWise Asset Management, LLC is not aware of any material conflicts of interest which could affect the advisory relationship. Per our Code of Ethics, WAM will not tolerate any situation where the interest of an advisor or related party competes with the interest of any client. Currently, we have no material conflicts of interest to disclose.

Item 13 – Review of Accounts

WAM strives to ensure compliance with clients' investment guidelines and goals consistent with our fiduciary responsibility. We review your account quarterly based on our review of market conditions and your specific situation to assess the continued appropriateness of the investments for your goals. These reports will not be provided to you. However, if the review indicates a recommended change to your portfolio, we will contact you to discuss our findings and recommendations.

We continually monitor general conditions in the stock and bond markets. Factors triggering a review of your accounts in addition to a quarterly review include a change in your specific situation of which we are made aware, a significant change in the general conditions of the stock and bond markets and a significant change to an investment you own. Accounts are reviewed by the investment advisory personnel responsible for your account. There are no set minimum or maximum number of accounts that an investment advisor representative may be responsible for.

Item 14 – Client Referrals and Other Compensation

We may receive referrals from our existing clients, as well as from other professional service providers, such as lawyers and accountants. While this can provide an incentive for us to discount fees for clients who refer business to us or provide other compensation such as gifts or gratuities in exchange for the referrals, it is our strict policy not to do so. Referrals from other professional service providers can cause us to want to return the referrals, however we are careful to refer our business, and that of our clients, in as unbiased a way as possible. We therefore frequently provide multiple names when asked for referrals to professional service providers. Clients have no obligation to engage the services of any such introduced professionals, however, these individuals or firms may benefit financially if the referrals result in additional client engagements.

Item 15 – Custody

WAM does not act as a custodian for client assets and does not have physical custody of client funds or securities at any time. WAM cannot and does not withdraw client fees from client accounts.

You will receive statements, typically quarterly by mail or electronically, from the broker dealer, bank, or other qualified custodian that holds and maintains your investment assets. We urge you to carefully review such statements.

Item 16 – Investment Discretion

Discretionary Investment Management

A discretionary account is an investment account that allows an authorized broker to buy and sell securities without the client's consent for each trade (also known as a managed account). Discretionary accounts often require client minimums and clients must sign a discretionary disclosure with the broker as documentation of the client's consent.

WAM recommends purchases and sales of assets in regular course of designing client portfolios, maintaining portfolios, and modifying portfolios based on changes in a client's changing situation or goals. However, WAM does not have discretionary authority over client accounts.

Item 17 – Voting Client Securities

Since WAM does not have discretionary authority of client accounts, we do not vote proxies on behalf of clients.

Item 18 – Financial Information

WAM generally bills clients monthly in arrears. WAM does not require or solicit pre-payment of $500 or greater more than six months in advance.

Registered investment advisers are required, under certain conditions, to provide you with financial information or disclosures about their financial condition. WAM does not meet the required conditions for disclosure. Note that we have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to our clients and have not been the subject of a bankruptcy proceeding.

WAM is registered as an investment advisor with the California Department of Financial Protection and Innovation.

Item 19 – Requirements for State Advisors

A. Educational Background and Business Experience of Principal Officer

Refer to Form ADV 2B for background information about our Managing Director (Powers, Patrick Scott), management personnel and those giving advice on behalf of WealthWise Asset Management, LLC. WealthWise Asset Management, LLC is not aware of any material conflicts of interest which could affect client advisory relationships.

B. Other Business Activities of Principal Officer

WealthWise Asset Management, LLC (WAM) is only actively engaged in the business of giving investment advice. However, the Managing Director of WAM is the President of the following other active businesses:

1. Newport Thin Film Laboratory, Inc. (NTFL)
   NTFL designs and manufactures vacuum-deposited thin film coatings.

2. PowersTech, Inc.
   PowersTech is an Intellectual Property company that holds intellectual property developed by Patrick Scott Powers and receives royalties for the use of intellectual property.

Patrick Scott Powers' employment in the above entities created no conflicts of interest and will not affect WealthWise Asset Management, LLC's clients.

C. Performance Fee Calculations

Neither WealthWise Asset Management, LLC, nor any persons associated with WAM are compensated for advisory services with performance-based fees. Refer to the Performance-Based Fees and Side-By-Side Management (Item 6, page 9) above for additional information.

D. Disciplinary Information

There are no legal, civil or disciplinary events to disclose regarding WealthWise Asset Management, LLC or Patrick Scott Powers, Ph.D. Neither WAM, nor any of our management persons have any reportable arbitration claims, civil, self- regulatory organization proceedings, or administrative proceedings.

E. Material Relationships with Issuers of Securities

Neither WealthWise Asset Management, our Managing Director, nor any other management person has a material relationship or arrangement with any issuer of securities.