



PART 2A OF FORM ADV: FIRM BROCHURE

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Brochure Updated On

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This brochure provides information about the qualifications and business practices of A Smarter Way To Invest, Inc. also referred to as "ASWTI" or "Firm". If you have any questions about the contents of this brochure, please contact us at 1-844-893-6390 or by email at ron@asmarterwaytoinvest.com.

The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Using the term "Registered Investment Advisor" does not imply a certain level of skill or training.

Additional information about A Smarter Way To Invest, Inc. is available on the SEC's website at www.adviserinfo.sec.gov. You can search this site for more information about our Firm by using an unique identifying number, known as a CRD number. Our firm's CRD number is 166170.

Item 2 - Material Changes

This Brochure dated March 29, 2019 serves as an update to the Brochure dated March 29, 2018. While there have been no material changes to the Brochure, we have made certain routine updates.

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Item 4 - Third-Party Investment Advisory Services

A. Third-Party Investment Advisory Firm

A Smarter Way to Invest, Inc. (from herein referred to as “ASWTI”) was approved as a State Registered Investment

Advisory Firm on November 29 of 2012. ASWTI was then approved as a SEC Registered Investment Advisory Firm on June 26, 2017.

With over three decades of financial services experience, ASWTI was Co-Founded by its Chief Investment Strategist and Principal, Ronald J. Briggs Jr. and Co-Founder Adam Blocki, Senior Portfolio Manager, launched ASWTI to offer Clients access to various proprietary dynamic models that can be combined to create Dynamic Allocation strategies based on a Client’s goals, objectives, and risk tolerance (collectively herein referred to as “Models” and/or “Allocations”). ASWTI is a Third-Party Investment Advisor (herein referred to as “TPIA”) where its services are retained by Introducing Registered Investment Advisor(s) (herein referred to as “Firm(s)”). Additionally, ASWTI will engage

and manage Third-Party Portfolio Sub-Advisory Managers which will provide additional model selections and other services for ASWTI and Firm(s) Clients.

B. TPIA Services

Before enlisting any of ASWTI's services, the Firm(s) are required to enter into one or more agreements with ASWTI. ASWTI will work with the Firm's Investment Advisor Representatives ("IARs") that administers various advisory services directly to their Client(s). Such IARs services include recommending of a TPIA, such as ASWTI, for the sole purpose of investment management services of the Client's portfolio(s). This arrangement between ASWTI and the Firm is set forth the terms and conditions of the agreement whereas ASWTI renders its services solely as a TPIA (collectively the "Agreement").

ASWTI offers asset management services to Firms for their Clients, giving them access to Models by utilizing either Turnkey Asset Management Program ("TAMP") or through ASWTI's Separately Managed Account ("SMA"). The SMA can be managed on either Folio Institutional (a division of FOLIOfn, Investments, Inc.) or TD Ameritrade Institutional (a division of TD Ameritrade, Inc.) custodial platform, selected by the IAR's Client.

ASWTI acts as the TPIA for investment strategies. Individual Clients cannot hire ASWTI to manage their assets directly. The Firm will hire ASWTI to invest Client assets in one or more of ASWTI's Models. In this scenario, the IAR of the Firm will select strategies when working with their Clients and will hire ASWTI to manage the assets. Services offered by ASWTI provided to such Clients, using its models, may pay a higher or lower fee than using comparable TPIA services or Clients solely purchasing individual securities without the use of a TPIA.

Institutional Distribution Services:

ASWTI distributes investment management services of other TPIAs and/or Sub-Advisors to retail investment advisory firms alongside ASWTI's Proprietary Models. In consideration of ASWTI's distribution services, ASWTI receives compensation based on assets, it or its Sub-Advisor manage. The nature of ASWTI's payment for such services is described in Item 5, Fees and Compensation.

C. Individual Services

Investment management of accounts using ASWTI's Models are offered to Clients of Firm(s). In each case, the Firm(s) will properly establish a relationship between ASWTI and each Client according to the policies and procedures associated with either the TAMP or SMA structure between ASWTI and Firm.

In every case, the Firm(s) has the sole direct contact with the Client. Once the Firm(s) has determined an investment strategy that is appropriate for its Client, it may select among ASWTI's Models or Allocations for investment. The Firm(s) advises its Client concerning the allocation of his or her portfolio among ASWTI's models, strategies and portfolios and whether and when to reallocate funds to different models. For example, the Firm(s) could advise the Client to aggregate one or more pre-built Dynamic Allocations or to blend Models to create a custom Allocation. In each circumstance, no such advice is provided by ASWTI to the Firm's Client. All of ASWTI's communications are directed through the Firm(s) and, unless specifically requested, ASWTI does not have direct communications with the Firm's Clients, other than through monthly newsletters.

A Firm's Clients may impose reasonable restrictions on the management of their account, including the designation of specific securities or a specific category of securities, that should not be purchased for the account or that should be sold if held in the account, and may reasonably modify such restrictions from time to time. ASWTI reserves the right to decline to accept an account if it determines, in its sole

discretion, that the restrictions imposed by Client(s) are not reasonable. The Client understands and acknowledges that any restrictions placed on the management of the Account imposed by the Client or particular requirements of the account may cause account performance to deviate from the performance of ASWTI chosen securities within its core Model. The Client acknowledges and agrees that where the Client restricts a category of Securities that may be purchased for the account due to social screening, ASWTI will determine in its sole discretion the specific Securities in that category.

Once engaged and after the necessary investment decisions concerning the allocation among the Models have been made by the Firm's Client, ASWTI then makes the decisions necessary to buy, sell, or hold investments within the specified Models according to its discipline for each individual model. The products utilized in effectuating these models may include various leveraged exchange-traded funds, common stock, preferred stock, MLPs, BDCs, and REITs.

Clients grant to the Firm(s) the discretion over the assets to be managed by ASWTI. ASWTI will have such discretion to solely invest in such Clients' assets in Models or Allocations and in such proportions, and to liquidate all or any portion of such investments, from time-to-time as ASWTI deems appropriate in order to comply with the its proprietary discipline applied to its Model(s) and/or Allocation(s). Such discretion may specifically grant authority to reinvest dividends or authority to manage distributions for the Client. Such discretionary authority, however, is otherwise limited to the purchases or sales of securities within the models managed by ASWTI.

ASWTI will not be obligated to take action or offer any advice involving legal action on behalf of the Client with respect to securities or other investments held in the account(s), or the issuers thereof, which become the subject of legal notices or proceedings, including bankruptcies. ASWTI is not authorized to withdraw or transfer any money, securities or property out of the Client's account(s), whether in the name of the Client or otherwise. Only the Firm or its IAR with written permission of the Client(s) can affect such transactions. ASWTI cannot and will not ever take custody of the Client's funds, securities, or accounts.

Model Management

Any Firm wishing to engage ASWTI's portfolio management services in a TAMP or SMA capacity must enter into a formalized TPIA written contract with ASWTI. Upon successful completion and establishment of such a relationship with Firm, Firm will be granted access to the available ASWTI models and allocations in accordance with the structure established therein to use in servicing their retail Clients' asset management needs.

Turnkey Asset Management Program:

When using a TAMP, the duties of ASWTI will include assisting IARs in training and understanding of investment models, allocations, use of risk analysis software (for determination of Client's financial risk tolerance), setting up custodial accounts for Clients, portfolio strategies and transactions, and answering or addressing IAR general questions, comments, and concerns. TPIA services are customarily included in a Wrap Fee Program. Wrap Fee Programs are made available to the Client(s) by the Firm.

ASWTI receives a portion of this fee as compensation for its advisory and affiliated services including affiliated third-party sub-advisor models and allocations in the TAMP structure.

Separately Managed Account:

ASWTI's Separately Managed Account ("SMA") platform provides access for Firms to ASWTI's Models and affiliated third-party sub-advisor models. The ASWTI SMA enables advisors to select ASWTI Models or Allocations as an investment vehicle for their Clients' which match Clients' financial needs.

When using the SMA structure, ASWTI receives an investment management fee based on assets under management per the Firms SMA Agreements. The SMA management fees charged by ASWTI are not inclusive of underlying ETF charges, fund fees, advisory fees, or custodial fees. The ASWTI investment management fee will be paid directly by the Client's chosen custodian as per the Firms Investment Advisory Agreement.

Retirement Plans services:

ASWTI makes available TPIA services to Firms working with qualified retirement plan sponsors and their plan assets. These services may include a proprietary design of Dynamic Allocations using low cost ETF's made available through the custodian administering the retirement plan itself on behalf of the Plan Sponsor and its plan participants. These Allocations are specifically designed and weighted with various asset class ETF's then Dynamically managed using the same methodology and process as provided on the retail side. See Item 8 (A) Methods of Analysis/Investment Strategies

ERISA Qualified Plans:

ASWTI is required to provide certain information regarding its services and compensation to assist fiduciaries and plan sponsors of those retirement plans that are subject to the requirements of ERISA in assessing the reasonableness of their plan's contracts or arrangements with ASWTI, including the reasonableness of our compensation in accordance with Department of Labor regulations under Section 408(b)(2) of ERISA. The ASWTI advisory contract lists services we provide, including fees, to the Firm at the onset of your relationship with ASWTI.

Wrap Fee Program:

ASWTI does not sponsor a wrap fee program but receives a pre-determined percentage-based fee of the Firms Wrap Fee Program.

D. Assets Under Management

As of December 31, 2018, there are approximately \$54,855,111 in discretionary assets under management and \$0.00 in non-discretionary assets under management.

Item 5 - Fees and Compensation

A&B. TPIA Compensation & Fee Deduction

For its portfolio management services, ASWTI is entitled to receive a fee based on assets under management. ASWTI's fee is calculated as a per annum fee described in the fee table below. In either structure, Turnkey Asset Management Program ("TAMP") or Separately Managed Account ("SMA"), fees shall be billed in advance for the quarter based on the prior quarter's ending by direct payment from the Custodian of the Client's Investment Account in accordance with the completed forms formalizing the TPIA relationship between the Firm and each of its Client and ASWTI. This is also considered to be a form of limited or indirect custody which is further described in Item 15-Custody. Such billing shall occur within 15 days after the quarter ends.

Turnkey Asset Management Program [TAMP]:

ASWTI participating in shared percentage of the Firms Wrap Fee Program, the percentage shall range between 40% and 60% of the total Wrap Fee determined by the complexity of services and/or affiliated services being provided to the Firm by ASWTI and its back-office support staff. The Client is made aware of these fees per the Firm’s Investment Advisor Agreement.

Separately Managed Accounts:

The Firm participating in the ASWTI SMA program, the fees shall be as follows:

| Managed Assets | Percentage of Assets |
|-------------------------------|-----------------------------|
| Less than \$25,000,000 | 0.75% |
| \$25,000,001 - \$75,000,000 | 0.70% |
| \$75,000,001 - \$150,000,000 | 0.65% |
| \$150,000,001 - \$250,000,000 | 0.60% |
| \$250,000,001 and greater | 0.55% |

In accordance with the structure of the SMA between ASWTI and each Firm, the fees for the SMA will either be paid by the Firm on behalf of their Client or be paid directly by the Firm’s Client’s chosen custodian for assets under management. Responsibility for such payment shall be determined by the completed forms formalizing the relationship between each Firm and ASWTI. It is the sole and complete authority of ASWTI to determine the appropriateness and applicability of negotiating the SMA fee structure listed above. The SMA management fees charged by ASWTI are not inclusive of underlying ETF charges, fund fees, advisory fees, custodial fees or affiliated fees thereof.

The Management Fees will be calculated for the SMA as follows:

Total amount of assets per Client account at end of calendar quarter x annual percentage of assets charged to Client ÷ 4 quarters = quarterly amount deducted from Clients account.

Retirement Plan Asset Management Services:

ASWTI participating in the Firms Wrap Fee Program, will receive a flat fee of 55bp or (.55%) for the TPIA services it provides as described above in Item 4 section D above. This is regardless of plan assets or type. Additionally, it is also regardless of the total Wrap Fee charged by the Firm. The Client is made aware of these fees per the Firm’s Investment Advisor Agreement or Plan disclosure documents provided by the Firm and/or it’s Advisor working with the plan sponsor.

Additional fees and/or Expenses:

Self-Regulating Organization (“SRO”), SRO & SEC Fees are listed on the Folio Institutional statement of invoice. These fees are paid by all Client(s) but are only listed distinctly on the Folio Institutional platform. The entire nominal fee is paid to the relevant SRO & SEC organization; none of these fees are paid to ASWTI or the Custodian. Self-Regulatory Organization (“SRO”) is a non-governmental organization that has the power to create and enforce industry regulations and standards. The priority is to protect investors through the establishment of rules that promote ethics and equality.

Comparable services may be available in the broader marketplace, and higher or lower fees for comparable services may be available from other sources.

Any charges of underlying holdings, such as those for ETFs or for Advisory fees, may be found in the corresponding prospectus or ADV made available to each Client. These fees would be in addition to and separate from the ASWTI Management Fees described herein.

AWSTI Models are available on two custodians: Folio Institutional and TD Ameritrade (“TDA”). The Client will establish a discretionary trading account at a custodian. Client(s) assets will be held in his or her name by the custodian of the account. In each case, the Client appoints the custodian as his or her agent for purposes of calculating and paying the TPIA Fee. This form of fee-based billing may be interpreted as a form of indirect or limited custody of Client accounts. AWSTI does not take custody of Clients’ assets or securities therein. Further, any and all fee-based billing shall be in accordance with the fee schedules agreed upon by each Client in the Firm’s Solicitor’s Disclosure Statement, Wrap Fee Program, or Investment Advisory Agreement.

The TPIA contract between ASWTI and the Firm may be modified upon such terms as may be mutually agreed upon in writing. The TPIA contract may be terminated by either party, with or without cause, at any time by giving the other party written notice of termination no less than thirty (30) days prior to the date of termination. The Client may with or without cause, at any time, immediately terminate TPIA services being rendered by ASWTI in their account by written notice to the ASWTI or through the Firm’s IAR.

Once a Firm’s Client account has been closed, the Firm shall be responsible for unsubscribing from ASWTI’s Models and causing any necessary liquidation of securities managed under such models. The Firm’s Client has ten (10) business days to contact the Firm, including the time for the Firm to contact ASWTI to procure a pro rata fee refund. Once a refund has been approved, ASWTI will refund to the applicable Custodian (for deposit into the Client’s custodial account) a pro rata portion of the fees paid to ASWTI for the calendar quarter in which such termination occurs.

The refund amount will be calculated as follows:

Fees paid to ASWTI during the calendar quarter ÷ 90 days x number of days remaining until the end of calendar quarter = amount to be refunded.

The Client may incur additional custodial fees as a result of any such termination, such as, for example, account closing fees, liquidation fees and other fees or charges which may be described in either the investment advisory contract between the Firm and the Client or the custodial agreement with the Custodian.

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

ASWTI fees charged are calculated as described in Item 5 and are not charged on the basis of a share of capital gains or capital appreciation of the funds, or Models, or any portion of the Models or funds in a Client’s account. (known as a performance-based fee).

ASWTI does not accept or charge performance-based or side by side management fees at this time.

Item 7 - Types of Clients

ASWTI’s Clients are Clients of other (RIA) Registered Investment Advisory firms. Such Clients include individuals, families, businesses, trusts, retirement plans and estates with traditionally a \$250,000.00 minimum account size. ASWTI, in its sole discretion, may accept Clients through the Firm with smaller portfolios based upon criteria such as but not limited to; additional Client’s related accounts, consideration based total dollar amount of assets to be managed, Client’s ability for earning capacity, Client’s anticipated additional assets, etc.

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

ASWTI and its Sub-Advisors currently manages various models and allocations allowing for a Firm(s) Client to be diversified over various asset classes and risk tolerances.

A. Methods of Analysis

Investing in securities involves risk of loss which our Clients should be prepared to bear. No amount of analysis or diversification can wholly account for or eliminate market volatility and systematic risk. Portfolio Models may be subject many methods of analysis by ASWTI including those described herein.

Investing in securities involves risk of loss which our Clients should be prepared to bear. No amount of analysis or diversification can wholly account for or eliminate market volatility and systematic risk. Portfolio models may be subject many methods of analysis by ASWTI including those described herein.

Generally, our proprietary models are primarily comprised of individual securities and a handful of ETFs that trade on the NYSE and/or NASDAQ. Our analysis and methodology of choosing these individual securities, while proprietary in nature, is comprised of both fundamental and technical analysis among other factors. ASWTI determines which individual equity securities and ETFs, if any, look attractive within each individual model's objective. The decision comes down to the fundamentals of each security analyzed along with an appraisal of recent price and volume trends. The primary risk in using technical analysis is that spotting historical trends may not help to predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that ASWTI will be able to accurately predict such a re-occurrence. The primary risk in fundamental analysis is that the balance sheet and income statement data used may change, in some cases abruptly. Additionally, securities deemed to meet the fundamental requirement for inclusion to portfolios may not result in positive performance for investors and therefore could result in loss of invested capital.

ASWTI's current models are broken down among the following asset classes:

(3) Equity Income Models

(3) Fixed Income Models

(11) Sector Motifs

(4) Capital Appreciation Models

ASWTI will invest in the securities and ETFs ranked highest, as determined by its analysis. When the stock market is in a positive intermediate or long-term trend, the firm expects the strategies to be highly correlated to either the U.S. or international equity markets, as well as either the U.S. or international income markets.

To manage downside risk exposure, ASWTI utilizes 3 algorithms – Alpha, Omega, and CIGNX which performs an overall equity market risk assessment.

This assessment seeks to identify periods of high risk by studying both technical trends and factors along with economic data of the U.S. economy. Based on the results of the assessment and whether our algorithms are positive or negative, ASWTI may move the strategies to cash or other asset classes with a low correlation to equity markets in an attempt to reduce risk. Depending upon the severity of the risk signals, the firm seeks out opportunities for growth through securities that are less correlated to equity market conditions, such as bonds, commodities, or alternative asset classes.

When any two of our algorithms turn negative, we may begin to reduce equity exposure in our portfolios; when all three do, we may reduce it even further. These changes have historically been infrequent in nature as we only aim to step aside during larger cyclical downturns, not every short-term correction.

Third-Party Portfolio Manager Review:

Third-Party Portfolio Managers providing sub-advisory services to ASWTI are reviewed periodically via the receipt of monthly newsletters, quarterly performance reporting, and updated ADV(s). Furthermore, in accordance with the criteria described below, ASWTI, may consider their ongoing utility to represent its services for ASWTI Firm(s). ASWTI in its ongoing review will emphasize the criteria relating to underlying expenses, relative performance, limitations of strategies, and correlations to other Third-Party Portfolio Managers. ASWTI will continually seek to offer Firm(s) with a suite of diversified Portfolio Management.

Each Third-Party Portfolio Manager employs their own methods of analysis in providing sub advisory services; each Third-Party Portfolio Manager's specific methods of analysis may be found in their Form ADV 2 Brochure or Prospectus which is made available to our Clients via our website www.asmarterwaytoinvest.com or in a paper version if requested.

B. Investment Strategy:

Analyze the type of investment strategy each Third-Party Portfolio Manager provides, determining whether their strategy is an effective vehicle to achieve particular investment objectives and if the strategy is within the broad risk tolerances of our Firm(s) Clients.

Performance History:

Evaluate the relative and absolute performance history of each prospective Third-Party Portfolio Manager to examine performance during various market conditions. ASWTI will only work with Third-Party Portfolio Managers with established portfolio management experience.

Investment Cost:

Examine the cost of underlying holdings, where applicable, in order to determine if a given Third-Party Portfolio Manager has any conflicts of interest or if a Third-Party Portfolio Manager has an excessively expensive strategy. ASWTI evaluates opportunities to minimize any expense which cannot be reimbursed such as ETF and mutual fund expenses.

Total Assets Under Management:

Evaluate the level of assets managed by each Third-Party Portfolio Manager and within each strategy offered by each Third-Party Portfolio Manager. This is to determine the long-term viability and limitations of each strategy which may arise from either insufficient capital or excess capital being associated with each strategy.

B. Material Risk

Past performance is not a guarantee, or an implied guarantee, of future results. Current performance may vary from the past performance history. Investment returns and principal value will fluctuate. There is no guarantee that any investment model will achieve its stated investment objectives. An investment is subject to the risks listed above, including the possible loss of the principal amount invested. Investments are not FDIC insured, may lose value, and have no bank guarantees.

Investment Risk

An investor should consider the investment objective, risks, charges, and expenses carefully before investing. Investing, including into the strategies and analyses detailed above, involves exposure to risks. These may include the following:

- Interest Rate Risk
- Geopolitical Risk
- Political Risk
- Default Risk
- Regulatory Risk
- Civil or Criminal Action Risk
- Liquidity Risk
- Manager Error
- Business Cycle Risk
- Macroeconomic Risk
- Systematic Risk
- Risk of Loss of Principal
- Other Nonsystematic Risks

Any and all performance data quoted represents past performance from actual accounts selected on the basis of the longest holding period. Past performance is not a guarantee, or an implied guarantee, of future results. Current performance may vary from the performance quoted. Investment returns and principal value will fluctuate. There is no guarantee that any investment model will achieve its stated investment objectives. An investment is subject to the risks listed above, including the possible loss of the principal amount invested. Investments are not FDIC insured, may lose value, and have no bank guarantees. ASWTI does not recommend a particular type of security that involves significant or unusual risks.

Item 9 - Disciplinary Information

There is no material disciplinary information to disclose in this section.

Item 10 - Other Financial Industry Activities and Affiliations

ASWTI is required to disclose any relationship or arrangement that is material to its portfolio managed business, Firm, and/or to its Clients with certain related persons.

A. Broker-Dealer Affiliation

ASWTI does not have anyone registered or pending to register as a broker-dealer or a registered representative of a broker-dealer.

B. Commodity Affiliation

ASWTI does not have anyone registered or pending to register as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

C. Relationship/Conflicts

Ronald J. Briggs, Jr. is the Co-founder of ASWTI, Chief Executive Officer, Chief Compliance Officer, and Chief Investment Strategist.

Ronald J. Briggs Jr. is CIO, CCO, Co-Founder and Co-Owner of Guardian Pointe Private Wealth Management, LLC ("GP"). Guardian Pointe is a SEC Registered Investment Advisor Firm. GP offers financial planning and investment advisory services. Guardian Pointe utilizes ASWTI as a TPIA for its Client's investments. Therefore, a conflict of interest exists with Ronald J. Briggs Jr. recommending its Firm and Advisors to utilize ASWTI. This conflict of interest is mitigated by allowing IARs of GP to offer their Clients' money management services through AWSTI among other TPIA(s) available on either custodial platforms, Folio Institutional or TD Ameritrade. IARs are not under any obligation to introduce

their Clients to ASWTI and may use other investment vehicles and asset classes accordingly to goals, objectives, and risk tolerance of their Clients.

Ronald J. Briggs Jr. is the Owner, Principal, CCO, Chief Investment Strategist and Investment Advisor Representative for Caitlin John, LLC (“CJ”). CJ is a SEC Registered Investment Advisor Firm. CJ offers financial planning and investment advisory services. CJ utilizes ASWTI as a TPIA for its Client’s investments. Therefore, a conflict of interest exists with Ronald J. Briggs Jr. recommending its Firm and Advisors to utilize ASWTI. This conflict of interest can be mitigated by allowing IARs of CJ to offer their Clients’ money management services through ASWTI among other TPIA(s) available on either custodial platforms, Folio Institutional or TD Ameritrade. IARs are not under any obligation to introduce their Clients to ASWTI and may use other investment vehicles and asset classes accordingly to goals, objectives, and risk tolerance of their Clients.

D. Advisor Recommendations

ASWTI does not recommend/select other investment advisors for their Clients. ASWTI does not receive compensation directly or indirectly from outside advisors.

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

A. Code of Ethics

Employees and Investment Advisory Representatives shall conduct themselves in a manner consistent with the highest ethical and fiduciary standards. They shall avoid any action, whether for personal profit or otherwise, that results in a conflict of interest with ASWTI or its Client accounts, or which may be otherwise detrimental to the interests of Clients of ASWTI. They will not attempt to improperly use influence for their personal benefit.

ASWTI has aligned itself with a code of ethics that sets forth the standards of conduct expected of its associated persons and requires compliance with applicable securities laws (“Code of Ethics”). In accordance with Section 204A of the Investment Advisers Act of 1940 (the “Advisers Act”), its Code of Ethics contains written policies reasonably designed to prevent the unlawful use of material non-public information by ASWTI or any of its associated persons. The Code of Ethics also requires that certain of ASWTI’s personnel (called “Access Persons”) report their personal securities holdings and transactions and obtain pre-approval of certain investments such as initial public offerings and limited offerings.

ASWTI’s Portfolio Managers taking any investment actions, shall exercise diligence and thoroughness, and shall have a reasonable basis for any such action. Portfolio Managers will disclose personal trading and discuss if any conflicts are present, such as investments in same securities that are also being held by their Clients. These would be disclosed on their Annual Certification of Compliance with the companies’ personal Securities Transactions Disclosure and Code of Ethics form. They will also be subject to existing supervisory procedures of ASWTI. A copy of the Code of Ethics will be provided to a Client or a prospective Client upon request.

ASWTI, its officers, directors, employees or other Access Persons, shall not disclose any non- public information relating to a Client account’s portfolio or transactions of ASWTI. Nor shall any officers, directors, employees or other Access Persons disclose any non-public information relating to the business or operations of ASWTI unless properly authorized to do so.

ASWTI, its officers, directors, employees or other Access Persons may purchase the same or similar securities at the same time as it affects transactions for other Clients. A conflict of interest could arrive

should ASWTI or the persons listed above trade before other ASWTI Clients. ASWTI has written policies and procedures to address this conflict of interest. At no time, will ASWTI or any associated person of ASWTI, transact in any security to the detriment of any Client. In every situation, Client's needs are considered first.

Item 12 - Brokerage Practices

AWSTI does not recommend Custodial services to any Clients of Firm(s). AWSTI currently has implemented its TPIA services through Folio Institutional or TD Ameritrade.

Soft Dollar Benefits

ASWTI does not receive research as a soft dollar benefit for Client assets under management with any Custodian. Because ASWTI does not receive such soft dollar benefits, ASWTI does not have an incentive to select or recommend a particular broker dealer based on interest in receiving such research. The method of how the Client chooses a Custodian is solely the responsibility of the Firm(s) and their Clients.

Brokerage for Client Referrals

ASWTI's engages Firms that use Folio Institutional or TD Ameritrade as their Client' chosen Custodians due to existing knowledge and processes that works seamless with ASWTI's business practices. However, ASWTI may work with a Firm where their Clients have chosen another custodian other that Folio Institutional or TD Ameritrade. Pending factors may include but not limited; the account size, anticipated additional assets in the future, etc. The Firm and their Client selects the Custodian (brokerage firm) of their choosing mitigating potential conflicts of interest of Client referrals between ASWTI and a Custodian.

Brokerage Selection

ASWTI does not recommend any broker-dealers. ASWTI works with Firms that have an established Client and custodial relationship with Folio Institutional or TD Ameritrade. ASWTI prefers these two qualified custodians based on ASWTI's evaluation of the following factors, among others; Reputation, Reporting capabilities, and Execution capabilities.

Aggregate of Client Trades

ASWTI intends to aggregate Client orders whenever possible, using omnibus trading (block trades) for all purchase and sales inside of each model. Folio Institutional and TD Ameritrade allow for the aggregation of such orders, and ASWTI intends to take advantage of such aggregation to obtain competitive pricing on all transactions.

In certain circumstances, ASWTI may, to best serve Clients, place non-aggregate individual trading orders. Non-Aggregated orders may be placed on an individual Client basis in order to meet Client needs, including, but not limited to, distributions, unusual/extraordinary circumstances, or at the request from a Client. Clients may incur additional costs by not aggregating their trade orders.

Item 13 - Review of Accounts

Models and allocations managed by ASWTI will be reviewed by Ronald J. Brigg, Jr and/or the Portfolio Management team of ASWTI on a periodic basis. Reviews may include the following: daily share or investment prices, determining how, or if, price change may affect asset allocation strategies, determining whether specific assets should be maintained, increased or sold.

The Client can go online at any time to www.advisorclient.com or www.folioClient.com to review securities held and managed by ASWTI. This provides the means for 100% transparency of all daily trades, transactions and valuations.

ASWTI does not provide reports to Clients other than its monthly newsletter which includes performance reporting. Clients may obtain various detailed reports directly from their selected custodian as stated above.

Item 14 - Client Referrals and Other Compensation

ASWTI does not receive compensation from any person, custodian, and/or broker-dealer for Client referrals. ASWTI employees Sub-Advisors in which Sub-Advisors receive fixed or variable compensation based on various services and/or assets which they directly manage. ASWTI may benefit based on the negotiated institutional pricing as it relates to the pricing that ASWTI charges to Firm(s) as stated above in Item 5 – Fees and Compensation. The amount paid by retail Clients for such services, are consistent with or lower than the fees which would be paid for the same services without ASWTI's distribution of Sub-Advisor services.

Item 15 - Custody

Client's account assets will be held by either Folio Institutional or TD Ameritrade ("Custodian"). ASWTI will not have custody of any securities or assets in the Client's account, but a form of indirect or limited form of custody as it relates to only the authority to deduct ASWTI management fees by the custodian and authorized by the Client.

Item 16 - Investment Discretion

ASWTI accepts discretionary authority to manage securities accounts on behalf of the Firm(s) Clients. ASWTI has the authority to determine, without obtaining specific Client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. Discretionary trading authority allows for the efficient placing of trades for the various model managed by ASWTI in Client accounts on the Clients' behalf. Certain Clients may put restrictions on their accounts, such as excluding a particular class of securities, retaining a particular security and/or tax consideration. In accounts with such restrictions, performance may be dissimilar to performance of ASWTI composite performance. Investment restrictions or limitations by a Client should be provided to ASWTI in writing by the Firm or its IAR.

ASWTI is to be granted unlimited discretionary trading authority to supervise all investments managed by ASWTI, as well as affiliate Third-Party Sub-Advisors.

The Client also authorizes ASWTI to reinvest dividends and other distributions from securities held in the portfolio. In all such purchases and sales, the Custodian is authorized to follow the instruction of ASWTI in every aspect concerning the asset management process of the account. Except as herein otherwise provided, ASWTI is authorized to act for the Client in the same manner and with the same force and effects as the Client might or could do with respect to such purchases and sales, and all other things necessary or incidental thereto, including exchanges or redemptions, or other similar actions with respect to the securities held in the account.

ASWTI will not be obligated to take action or offer any advice involving legal action on behalf of the Client with respect to securities or other investments held in the account(s), or the issuers thereof, which become the subject of legal notices or proceedings, including bankruptcies. ASWTI is not

authorized to withdraw or transfer any money, securities, or property out of the Client account(s), either in the name of the Client or otherwise. ASWTI nor any of its personnel cannot and will not ever take custody of any of the Client's funds or securities except for the deduction of authorized management fees.

Item 17 - Voting Client Securities

ASWTI does not accept authority, take any action or render any advice with respect to voting Client proxies. Clients retain the authority to vote proxies and are responsible for ensuring that proxy materials are sent directly to them or the third-party they may assign.

Item 18 - Financial Information

ASWTI does not require or solicit more than \$1,200.00 in fees per Client paid more than six (6) months in advance.

No financial condition exists that would impair our ability to meet our contractual commitments to our Clients. ASWTI has not been subject to a bankruptcy petition at any time.

A balance sheet of ASWTI is not required to be provided because ASWTI does not serve as a custodian for Client funds or securities.