

Item 1 – Cover Page

Betterman Digital Wealth, Inc.

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August 2023

This Brochure provides information about the qualifications and business practices of Betterman Digital Wealth, Inc. If you have any questions about the contents of this Brochure, please contact us at (847) 440-1639 or via email at john@bdwinc.net. 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.

Betterman Digital Wealth, Inc. (“BDW”, “Adviser”) is a Registered Investment Adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information that you may use to determine whether to hire or retain them.

Additional information about BDW is also available on the SEC’s website at www.adviserinfo.sec.gov. You can search this site by using a unique identifying number, known as a CRD number. The CRD number for BDW is 158755. The SEC’s web site also provides information about any persons affiliated with BDW who are registered, or are required to be registered, as Investment Adviser Representatives of BDW.

Item 2 – Material Changes

Since our last annual amendment filing on May 23, 2023, we have amended the fees associated with our Betterment LLC sub-advisory relationship.

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 which is December 31st. We will provide other ongoing disclosure information about material changes as they occur. We will also provide you with information on how to obtain the complete Brochure. Currently, our Brochure may be requested at any time, without charge, by contacting John Betterman at (847) 440-1639.

Item 3 – Table of Contents

- Item 1 – Cover Page1**
- Item 2 – Material Changes1**
- Item 3 – Table of Contents3**
- Item 4 – Advisory Business Introduction6**
 - Our Advisory Business6
 - Services.....6
 - Asset Management.....6
 - Sub-Advisor Services9
 - Unison Advisors LLC.....9
 - Betterment Sub-Advisory Services9
 - ERISA Services10
 - Financial Consulting/Assessment10
 - Assets Under Management12
- Item 5 – Fees and Compensation12**
 - BDW Asset Management Fee Schedule12
 - Financial Assessment Fees14
 - Past Due Accounts and Termination of Agreement.....14
 - Third Party Fees14
- Item 6 – Performance Based Fee and Side by Side Management15**
- Item 7 – Types of Clients15**
- Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss.....15**
 - Methods of Analysis15
 - Charting15
 - Fundamental Analysis.....15
 - Technical Analysis15
 - Cyclical Analysis16
 - Sources of Information and Investment Strategies16
 - Risk of Loss16
 - Interest-Rate Risk.....17

Market Risk.....	17
Inflation Risk.....	17
Currency Risk.....	17
Reinvestment Risk.....	17
Business Risk.....	17
Liquidity Risk.....	17
Bond Fund Risk.....	17
Fundamental Analysis Risk.....	18
Cyclical Analysis Risk.....	18
Exchange Traded Fund (“ETF”) Risk.....	18
Mutual Funds Risk.....	18
Stock Fund Risk.....	19
Cryptocurrencies and Crypto Assets.....	19
Technical Analysis Risk.....	19
Overall Risks.....	19
Item 9 – Disciplinary Information.....	19
Item 10 – Other Financial Industry Activities and Affiliations.....	20
Other Financial Industry Affiliations.....	20
Item 11 – Code of Ethics, Participation or Interest in Client Accounts and Personal Trading.....	20
General Information.....	20
Participation or Interest in Client Accounts.....	20
Personal Trading.....	21
Privacy Statement.....	21
Conflicts of Interest.....	22
Item 12 – Brokerage Practices.....	22
Factors Used to Select Custodians.....	22
The Custodian and Brokers We Use.....	22
How We Select Brokers/Custodians.....	22
Your Brokerage and Custody Costs.....	23
Services Available To Us Via Betterment Institutional.....	23

Our Interest in Betterment Securities’ Services.....	24
Betterment for Advisors’ Trading Policy	24
Soft Dollars	24
Best Execution	24
Brokerage for Client Referrals.....	25
Directed Brokerage	25
Trading.....	25
Item 13 – Review of Accounts	25
Reviews.....	25
Reports	25
Item 14 – Client Referrals and Other Compensation.....	26
Item 15 – Custody.....	26
Standing Letter of Authorization	27
Item 16 – Investment Discretion	27
Item 17 – Voting Client Securities.....	28
Item 18 – Financial Information	28
Item 19 – Requirements for State-Registered Advisers.....	28
Principal.....	28
Other Business.....	28
Performance Fees.....	28
Disclosable Events	29

Item 4 – Advisory Business Introduction

Our Advisory Business

Betterman Digital Wealth, Inc. (“BDW” “Adviser” “we”, “us”, “our”) is a Registered Investment Adviser which offers investment advice regarding securities and other financial services to our clients. BDW is registered with the State of California.

We provide investment advice through Investment Adviser Representatives (“IAR”) associated with us. These individuals are appropriately licensed, qualified, and authorized to provide advisory services on our behalf. In addition, all advisors are required to have a minimum of a Bachelor of Arts or Bachelor of Science degrees.

BDW was founded in 2011 under the name of Madison Family Advisors, Inc. and changed its name in October 2020. During the time period from 11/30/2011 until 01/50/2012 the firm was registered as a state investment adviser in Illinois. From the time period 01/05/2012 until 06/13/2018 the firm was a federal covered investment adviser in the state of Illinois.

John J. Betterman serves as President and Chief Compliance Officer. We provide portfolio management services to individuals and high net worth individuals. BDW does not have a minimum account size for traditional investment accounts. There is no minimum account opening balance to invest with the BDW.

We are committed to the precept that by placing the client’s interests first, we will add value to the asset management process and earn the client’s trust and respect. We value long term relationships with our clients whom we regard as strategic partners in our business.

Services

BDW provides investment management services to individuals, high net worth individuals and retirement plans. We may also determine that the use of an outside money manager is in your best interest. We believe that we should assess each person’s financial situation and that we should be paid fees for investment management services. These fees are defined in *Item 5, Fees and Compensation*, and are charged to all clients. A complimentary financial assessment is available to clients and prospective clients and does not require a minimum net worth.

We do not participate in wrap fee programs.

Asset Management

Asset management is the professional management of securities (stocks, bonds and other securities) and assets (e.g., real estate) in order to meet your specified investment goals. We are available to meet with you to discuss your financial circumstances, investment goals and objectives, and to determine your risk tolerance. We will ask you to provide statements summarizing current investments, income and other earnings, recent tax returns, retirement assessment information, other assets and liabilities, wills and trusts, insurance policies, and other pertinent information.

The goals and objectives for each client are documented in our Investment Management Agreement.

Betterman Digital Wealth, Inc. uses model portfolios as a guide that supports our philosophy of being long term investors. The models are as follows:

- Capital Preservation: The primary goal is to preserve the initial investment of the client investing to have minimal loss of capital.
- Conservative: The primary goal is still to preserve capital with minimal risk to the principal. Slight volatility is acceptable.
- Income: Preservation of principal is important but providing income to the client is the primary goal. Slight volatility is acceptable.
- Conservative Growth: Preservation of capital is important with income. The portfolio would accept some volatility with investments in stocks to create a small hedge against inflation.
- Moderate Growth: The client is willing to take some risk for a higher return. Hedging inflation is becoming more important.
- Growth: The client is willing to take on more risk for a higher return. More volatility is acceptable.
- Aggressive Growth: The client is willing to take on higher risk for a higher return. Significant loss of principal is possible.

We believe in both active and passive management of assets. The size of the portfolio and risk tolerance of the client will assist BDW in determining the composition of the individual investments within each model portfolio. Our primary goal with all of our clients is to preserve capital with the goal of carefully growing their assets over time. BDW tends to take a contrarian view and strives to make decisions that are opposite of what the masses are doing. It is our goal to prepare our clients to invest when others are fearful and trim profits when most are greedy.

After selecting the appropriate guideline model portfolio, the investments to be made generally include stocks, bonds, no-load mutual funds, and exchange-traded funds but may also include:

- Warrants, corporate debt securities;
- Commercial paper;
- Certificates of deposit;
- Municipal securities;
- Investment company securities (variable life insurance, variable annuities, and mutual funds shares);
- U.S. government securities;
- Options contracts;
- Futures contracts, and;
- Interests in partnerships.

You shall have the ability to impose reasonable restrictions on the management of your account, including the ability to instruct us not to purchase certain mutual funds, stocks or other securities. These restrictions may be a specific company security, industry sector, asset class, or any other restriction you request.

Under certain conditions, securities from outside accounts may be transferred into your advisory account; however, we may recommend that you sell any security if we believe that it is not suitable for the current recommended investment strategy. You are responsible for any taxable events in these instances. Certain assumptions may be made with respect to interest and inflation rates and the use of past trends and performance of the market and economy. Past performance is not indicative of future results.

If you decide to implement our recommendations, we will help you open a custodial account(s). The funds in your account will generally be held in a separate account, in your name, at an independent custodian, and not with us. We recommend using TD Ameritrade Institutional ; however, you may use any custodian you wish.

You will enter into a separate custodial agreement with the custodian which authorizes the custodian to take instructions from us regarding all investment decisions for your account. We will select the securities bought and sold and the amount to be bought and sold, within the parameters of the objectives and risk tolerance of your account. You will be notified of any purchases or sales through trade confirmations and statements that are provided by the custodian. These statements list the total value of the account, itemize all transaction activity, and list the types, amounts, and total value of securities held. You will at all times maintain full and complete ownership rights to all assets held in your account, including the right to withdraw securities or cash, proxy voting and receiving transaction confirmations.

We may also provide you with a quarterly performance statement starting at the end of the first full calendar quarter after signing the Client Advisory Agreement. These statements give you additional feedback regarding performance, educate you about our long-term investment philosophy, and describe any changes in current strategy and allocation along with the reasons for making these changes.

We may manage your accounts on a discretionary or non-discretionary basis. We will only manage your account on a discretionary basis upon obtaining your consent. This discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account. Your consent is typically granted and evidenced in the investment management agreement that you sign with us. When we manage assets on a discretionary basis, it means you have given us the authority to determine the following with/without your consent:

- Securities to be bought or sold for your account
- Amount of securities to be bought or sold for your account
- Broker-dealer to be used for a purchase or sale of securities for your account
- Commission rates to be paid to a broker or dealer for your securities transaction.

When selecting securities and determining amounts, we observe the investment policies, limitations and restrictions of the clients for which we advise. For registered investment companies, our authority to trade securities may also be limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made.

If we manage your accounts on a non-discretionary basis it means we cannot trade in your account without your express permission.

Trading may be required to meet initial allocation targets, after substantial cash deposits that require investment allocation, and/or after a request for a withdrawal that requires liquidation of a position. Additionally, your account may be rebalanced or reallocated periodically in order to reestablish the targeted percentages of your initial asset allocation. This rebalancing or reallocation will occur on the schedule we have determined together. You will be responsible for any and all tax consequences resulting from any rebalancing or reallocation of the account. We are not tax professionals and do not give tax advice. However, we will work with your tax professionals to assist you with tax assessment.

We are available during normal business hours either by telephone, fax, email, or in person by appointment to answer your questions.

Sub-Advisor Services

Unison Advisors LLC

If BDW deems it to be in the best interests of the Client, they will recommend the use of Unison Advisors LLC as a subadvisor for certain client accounts. Unison Advisors LLC is registered through and regulated by the United States Securities and Exchange Commission (SEC). Unison Advisors LLC also complies with the Global Investment Performance Standards (GIPS). Fees are split evenly as outlined in Item 5: Fees and Compensation. Nir Kaissar is the founder of Unison Advisors LLC. See Below as to why Betterman Digital Wealth, Inc. used Unison Advisors LLC as a sub-adviser:

Nir Kaissar, CFA

Portfolio Manager and Managing Member

Nir Kaissar, Chartered Financial Analyst, is Unison's founder. Nir's passion is to improve portfolio management: smarter asset allocation, implemented more cost effectively, and accessible to every investor. Nir is also a columnist for Bloomberg Gadfly, writing about markets and investing.

Nir's work focuses on alternative approaches to multi-asset investing using quantitative methods such as valuation and momentum. With Unison's founding in 2005, Nir introduced one of the first multi-asset investment managers. Unison's Equity Bias strategy was twice ranked #1 by Lipper Marketplace in the multi-asset category (based on performance for 5 years ended December 31, 2013 (out of 30) and March 31, 2014 (out of 34)), in addition to numerous other appearances on Lipper Marketplace's list of Best Money Managers. Nir is a member of the CFA Institute, the CFA Society of Washington, DC and the American Finance Association.

Betterment Sub-Advisory Services

Betterment LLC ("Betterment"), a registered investment advisor, that may serve as the sub-advisor for your account if BDW deems it to be in the Client's best interests. MTG LLC, dba Betterment Securities ("Betterment Securities"), a registered broker-dealer and member of FINRA and the SIPC, serves as broker-dealer and custodian. The services provided by Betterment include:

- **Goal-Based Investment Management:** Betterment's goal-based investment platform allows advisors and Clients to identify multiple investment goals for each Client, each with specific portfolio allocations;

- Portfolio Construction Tools: Advisors and Clients have access to a set of portfolio strategies, each of which is comprised of low-cost, index-tracking exchange-traded funds or mutual funds (the latter only for advisors who are approved to construct portfolios with Dimensional Fund Advisors mutual funds), and are able to customize the risk-level for each investment goal;
- Automated Investment Management Services: Betterment’s algorithms automate back-office tasks such as trading, portfolio management, tax loss harvesting, and account rebalancing;
- Website and Mobile Application: Betterment’s website and mobile application provide a platform for account access and monitoring and delivery of account documentation and notices; and
- Advisor Dashboard: BDW will have access to a dashboard for purposes of monitoring and managing Client accounts;
- portfolios composed of digital assets (“crypto” or “crypto assets”).

You should read the ADV Part 2 disclosure document of the manager you select for complete details on the charges and fees you will incur.

ERISA Services

BDW also offers 401K services through our relationship with Betterment, serving as your 3(21) ERISA fiduciary. Betterment will serve as the Plan Sponsor’s full-service partner, helping with onboarding, ongoing administration, reporting and investment options. Betterment will provide all plan administrator services to employer sponsored retirement plans. Please refer to the Betterment documentation for a full description of services.

BDW will meet with participants of the sponsored plan for one-on-one consultations. These consultations will include a review of the participant’s entire financial picture, recommendations regarding the products available to the participant through the plan and general guidance.

Financial Consulting/Assessment

An evaluation of each client's initial situation is provided to the client. Periodic reviews, usually on a quarterly basis, are also communicated to provide reminders of the specific courses of action that need to be taken. More frequent reviews occur but are not necessarily communicated to the client unless immediate changes are recommended.

In performing financial assessment, we typically examine and analyze your overall financial situation, which may include:

- Identification of financial problems:
 - Learning from the client what their primary goals are which may include an assessment for retirement or educating their children and grandchildren, as examples.
- Cash flow management:
 - Ensuring that the client has enough monthly income during their working years and in retirement.
- Tax assessment:

- This entails working with the client's tax advisor to make sure that we are being tax efficient with how we are investing.
- Insurance review:
 - It is important to review their insurance needs to be sure that, in the event of death, there is enough money available to live on through the life expectancy of the living spouse or enough insurance to pay the estate tax for high net worth families.
- Investment management:
 - After understanding the entire balance sheet, cash flow needs and the risk tolerance of the client, we would work to create an asset allocation determining how much should be allocated to stock, bonds, cash and alternative investments (private equity, real estate and hedge funds).
- Education funding:
 - For each child and or grandchild, we model the expected cost of a college education.
- Retirement Assessment:
 - We work to calculate what the expenses will be in retirement and work to ensure that there is cash flow available to pay these expenses. We also work to understand what growth is needed so that the client does not outlive his/her assets.
- Estate Plan:
 - Structure is important to us. In other words, it is important that we understand the estate assessment to be sure we are investing in a way that is consistent with the estate assessment. Some structures will call for taxable investments while other structures will call for tax free investments. The same could be said for growth investments versus income investments. Some structures may be better suited for growth versus income. The reverse is true as well.

After completing the assessment, it is important to tailor the investment solutions to each client's needs. After reviewing and analyzing the client's situation through the financial assessment, BDW would then begin to construct the asset allocation; specifically, how much should be allocated to stock, bonds, cash and other investments (i.e. private equity, real estate and hedge funds).

It is essential that you provide the information and documentation we request regarding your income, investments, taxes, insurance, estate assessment, etc. We will discuss your investment objectives, needs and goals, but you are obligated to inform us of any changes. We do not verify any information obtained from you, your attorney, accountant or other professionals.

We obtain information from a wide variety of publicly available sources. We do not have any inside private information about any investments that are recommended. All recommendations developed by

us are based upon our professional judgment. We cannot guarantee the results of any of our recommendations.

Assets Under Management

As of December 31, 2022, we provide discretionary asset management services to 66 accounts, managing total assets of \$78,360,410.

Item 5 – Fees and Compensation

We provide asset management services for a fee.

Either party may terminate the relationship with a thirty (30) day written notice. Upon termination of any account, any prepaid fees that are in excess of the services performed will be promptly refunded to you. Any fees that are due, but have not been paid, will be billed to you and are due immediately.

BDW Asset Management Fee Schedule

BDW does not have a minimum account size at this time for traditional investment accounts. The fee charged is based upon the amount of money you invest. Multiple accounts of immediately related family members, at the same mailing address, may be considered one consolidated account for billing purposes. Our fees are charged quarterly in arrears. Payments are due and will be assessed on the last day of each quarter, based upon the average daily balance of the assets in the previous quarter as valued by the custodian and will be calculated as follows:

Less than \$1,000,000	.75%
\$1,000,000 +	.55%
More than \$10,000,000	Negotiable

The fees shown above are annual fees and, in certain circumstances, advisory fees may be negotiable based upon prior relationships as well as related account holdings. No increase in the annual fee shall be effective without prior written notification to you. We believe our advisory fee is reasonable considering the fees charged by other investment advisers offering similar services/programs.

Your account at the custodian may also be charged for certain additional assets managed for you by us but not held by the custodian (i.e. variable annuities, mutual funds, 401(k)s).

The fees we charge can be deducted directly from your account at the custodian. We will instruct the custodian to deduct the fees from your account at the beginning of each quarter. This fee will show up as a deduction on your next account statement from the custodian.

Unison Fees

For accounts managed by Unison Advisors LLC, the fees charged are exactly the same as the fees outlined above. Clients will pay this one asset management fee and BDW will pay the sub-adviser from

the fee received from you. Fees may be less if a client were to go directly to these managers without the assistance of BDW.

Betterment Fees

For the accounts managed by Betterment the fees are charged as outlined below. Betterment charges .12% as an asset-based wrap fee on amounts invested via the Betterment for Advisors platform that is tier based.

Tiered Fee Schedule

BDW + Betterment = Total Fee

- | | |
|--------------------------|----------------------|
| • Less than \$1,000,000 | • .63% + .12% = .75% |
| • \$1,000,000 + | • .43% + .12% = .55% |
| • More than \$10,000,000 | • Negotiable |

The services included for the wrap fee include all of the services provided by Betterment and Betterment Securities through the Betterment for Advisors platform, including advisory services, custody of assets, execution and clearing. Betterment collects wrap fees directly from Clients pursuant to the terms of the sub-advisory agreement between Betterment and each Client. Clients utilizing the Betterment for Advisors platform may pay a higher aggregate fee than if the advisory, custodial, trade execution, and other services were purchased separately. Clients will pay one asset management fee and Betterment will be paid from that fee charged to you. You will be billed on a monthly basis, in arrears, based on your average daily account balance for the prior quarter. The fees below include the platform fee charged by Betterment. Betterment will charge the client the full fee and pay BDW their share of the fee.

All documents will be completed via Betterment's electronic system: onboarding, trading, rebalancing, transferring funds, etc. All accounts will be linked to your bank account so that your advisory fee will be deducted automatically.

ERISA Services

BDW does not have a minimum account size at this time for plan sponsors to open an account with Betterment's 401(k) business services. The fee charged is based upon the value of the plan and the complexity of the services to be provided to the plan participants. Fees are charged quarterly, in arrears. Payments are due and will be assessed on the last day of each quarter, based upon the value of the plan as of the end of the previous quarter as reported by Betterment and will be calculated as follows:

<u>Plan Assets</u>	<u>Annual Fee</u>
• Up to \$10,000,000	• 0% - .25%

- \$10,000,000 +
- Negotiable

Betterment will charge the client the full fee and pay BDW their share of the fee.

Financial Assessment Fees

BDW does not charge an additional fee for the financial assessment.

Past Due Accounts and Termination of Agreement

We reserve the right to stop work on any account that is more than 90 days overdue. In addition, we reserve the right to terminate any engagement where a client has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in our judgement, to providing proper financial advice.

A client may terminate any agreements at any time by notifying Betterman Digital Wealth, Inc. in writing and paying the rate for the time spent on the investment management engagement prior to notification of termination.

The firm may terminate any agreements at any time by notifying the client in writing. The client will be billed for the time spent on the investment management engagement prior to notification of termination.

Clients may terminate the investment management agreement without penalty within five business days after signing, if the client was not furnished with the Form ADV Part 2 at least 48 prior to signing.

Third Party Fees

Our fees do not include brokerage commissions, transaction fees, and other related costs and expenses. You may incur certain charges imposed by custodians and other third parties. These include fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds, money market funds and exchange-traded funds (ETFs) also charge internal management fees, which are disclosed in the fund's prospectus. These fees may include, but are not limited to, a management fee, upfront sales charges, and other fund expenses. Certain strategies offered by us may involve investment in mutual funds and/or ETFs. Load and no-load mutual funds may pay annual distribution charges, sometimes referred to as "12(b)(1) fees". These 12(b)(1) fees come from fund assets, and thus indirectly from clients' assets. We do not receive any compensation from these fees. All of these fees are in addition to the management fee you pay us. You should review all fees charged to fully understand the total amount of fees you will pay. Services similar to those offered by us may be available elsewhere for more or less than the amounts we charge. Our brokerage practices are discussed in more detail under Item 12 – Brokerage Practices.

Item 6 – Performance Based Fee and Side by Side Management

We do not charge any performance-based fees for our normal asset management services. These are fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7 – Types of Clients

We provide portfolio management services to individuals and high net worth individuals.

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

Methods of Analysis

Our analysis methods may include charting, fundamental analysis, technical analysis and cyclical analysis as part of our overall investment management discipline; the implementation of these analyses as part of our investment advisory services to you may include any, all or a combination of the following:

Charting

Charting analysis seeks to identify resistance and support reference prices for decisions to buy (price hits the support) or sell (price hits the resistance).

Through charting, the analysis seeks to identify price patterns and market trends in financial markets. Charting may apply to long-term investing or be used as a market-timing strategy, depending on the time-frame of the price charts.

Fundamental Analysis

Fundamental analysis is a technique that attempts to determine a security's value by focusing on the underlying factors that affect a company's actual business and its future prospects. Fundamental analysis is about using real data to evaluate a security's value. It refers to the analysis of the economic well-being of a financial entity as opposed to only its price movements.

The end goal of performing fundamental analysis is to produce a value that we can compare with the security's current price, with the aim of figuring out what sort of position to take with that security (underpriced = buy, overpriced = sell or short).

Technical Analysis

Technical Analysis is a technique that attempts to determine a security's value by developing models and trading rules based upon price and volume transformation. Technical analysis assumes that a market's price reflects all relevant information, so the analysis focuses on the history of a security's trading behavior rather than external drivers such as economic, fundamental and news events. The practice of technical analysis incorporates the importance of understanding how market participants perceive and act upon relevant information rather than focusing on the information itself. Ultimately, technical analysts develop trading models and rules by evaluating factors such as market trends, market participant behaviors, supply and demand and pricing patterns and correlations.

As with other types of analysis, the predictive nature of technical analysis can vary greatly; models and rules are often modified and updated as new patterns and behaviors develop. Past performance is not an indicator of future return.

Cyclical Analysis

While we do not attempt to time the market, we may use cyclical analysis in conjunction with other strategies to help determine if shifts are required in your investment strategies depending upon long and short-term trends in financial markets and the performance of the overall national and global economy.

Sources of Information and Investment Strategies

The main sources of information we use to analyze these investment strategies include:

- Financial newspapers and magazines,
- Inspections of corporate activities,
- Research materials prepared by others,
- Corporate rating services,
- Annual reports,
- Prospectuses,
- Filings with the Securities and Exchange Commission, and
- Company press releases.

Other sources of information that we may use include:

- Morningstar Principia mutual fund information,
- Morningstar Principia stock information,
- Advisor Intelligence, and
- World Wide Web.

Investment Strategies

The primary investment strategy used on client accounts is strategic asset allocation. This means that we provide active management, passively- managed indexes and exchange-traded funds. Portfolios are globally diversified to control the risk associated with traditional domestic markets only.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time. Each client executes an Investment Policy Statement that documents their objectives and their desired investment strategy.

Other strategies may include long-term purchases, short-term purchases, trading, short sales, margin transactions, and option writing (including covered options, uncovered options or spreading strategies).

Risk of Loss

We cannot guarantee our analysis methods will yield a return. In fact, a loss of principal is always a risk. Investing in securities involves a risk of loss that you should be prepared to bear. You need to understand that investment decisions made for your account by us are subject to various market, currency, economic, political and business risks. The investment decisions we make for you will not always be profitable nor can we guarantee any level of performance. A general list of all risks associated with the strategies, products and methodology we offer are listed below:

Interest-Rate Risk

Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

Market Risk

The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's underlying circumstances. For example, political, economic and social conditions may trigger market events.

Inflation Risk

When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.

Currency Risk

Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's country. This is also referred to as exchange rate risk.

Reinvestment Risk

This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.

Business Risk

These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.

Liquidity Risk

Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.

Bond Fund Risk

Bond funds generally have higher risks than money market funds, largely because they typically pursue strategies aimed at producing higher yields of the risks associated with bond funds include:

- Call Risk - The possibility that falling interest rates will cause a bond issuer to redeem—or call—its high-yielding bond before the bond's maturity date.
- Credit Risk — the possibility that companies or other issuers whose bonds are owned by the fund may fail to pay their debts (including the debt owed to holders of their bonds). Credit risk is less of a factor for bond funds that invest in insured bonds or U.S. Treasury bonds. By contrast, those that invest in the bonds of companies with poor credit ratings generally will be subject to higher risk.

- Interest Rate Risk — the risk that the market value of the bonds will go down when interest rates go up. Because of this, you can lose money in any bond fund, including those that invest only in insured bonds or Treasury bonds.
- Prepayment Risk — the chance that a bond will be paid off early. For example, if interest rates fall, a bond issuer may decide to pay off (or "retire") its debt and issue new bonds that pay a lower rate. When this happens, the fund may not be able to reinvest the proceeds in an investment with as high a return or yield.

Fundamental Analysis Risk

Fundamental analysis, when used in isolation, has a number of risks:

- There are an infinite number of factors that can affect the earnings of a company, and its stock price, over time. These can include economic, political and social factors, in addition to the various company statistics.
- The data used may be out of date.
- It is difficult to give appropriate weightings to the factors.
- It assumes that the analyst is competent.
- It ignores the influence of random events such as oil spills, product defects being exposed, and acts of God and so on.

Cyclical Analysis Risk

Looking at market cycles in conjunction with other investment strategies can be useful when making investment decisions. However, market cycles are not always predictable. Each financial investment strategy has benefits and risks. Not every investment decision will be profitable, and there can be no guarantee of any level of performance.

Exchange Traded Fund ("ETF") Risk

Most ETFs are passively managed investment companies whose shares are purchased and sold on a securities exchange. An ETF represents a portfolio of securities designed to track a particular market segment or index. ETFs are subject to the following risks that do not apply to conventional funds:

- The market price of the ETF's shares may trade at a premium or a discount to their net asset value;
- An active trading market for an ETF's shares may not develop or be maintained; and
- There is no assurance that the requirements of the exchange necessary to maintain the listing of an ETF will continue to be met or remain unchanged

Mutual Funds Risk

The following is a list of some general risks associated with investing in mutual funds.

- Country Risk - The possibility that political events (a war, national elections), financial problems (rising inflation, government default), or natural disasters (an earthquake, a poor harvest) will weaken a country's economy and cause investments in that country to decline.
- Currency Risk -The possibility that returns could be reduced for Americans investing in foreign securities because of a rise in the value of the U.S. dollar against foreign currencies. Also called exchange-rate risk.

- Income Risk - The possibility that a fixed-income fund's dividends will decline as a result of falling overall interest rates.
- Industry Risk - The possibility that a group of stocks in a single industry will decline in price due to developments in that industry.
- Inflation Risk - The possibility that increases in the cost of living will reduce or eliminate a fund's real inflation-adjusted returns.
- Manager Risk -The possibility that an actively managed mutual fund's investment adviser will fail to execute the fund's investment strategy effectively resulting in the failure of stated objectives.
- Market Risk -The possibility that stock fund or bond fund prices overall will decline over short or even extended periods. Stock and bond markets tend to move in cycles, with periods when prices rise and other periods when prices fall.
- Principal Risk -The possibility that an investment will go down in value, or "lose money," from the original or invested amount.

Stock Fund Risk

Overall "market risk" poses the greatest potential danger for investors in stocks funds. Stock prices can fluctuate for a broad range of reasons, such as the overall strength of the economy or demand for particular products or services.

Cryptocurrencies and Crypto Assets

Please refer to the ADV Part 2A, Item 8 of the Betterment LLC ADV Part 2 for a full disclosure of the crypto products available through their sub-advisory services.

Technical Analysis Risk

- Technical analysis is derived from the study of market participant behavior and its efficacy is a matter of controversy.
- Methods vary greatly and can be highly subjective; different technical analysts can sometimes make contradictory predictions from the same data.
- Models and rules can incur sufficiently high transaction costs.

Overall Risks

Clients need to remember that past performance is no guarantee of future results. All investments carry some level of risk. You may lose some or all of the money you invest, including your principal, because the securities go up and down in value. Dividend or interest payments may also fluctuate, or stop completely, as market conditions change.

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. We do not have any information to disclose concerning BDW or any of our IARs. We adhere to high ethical standards for all IARs and associates.

Item 10 – Other Financial Industry Activities and Affiliations

Neither BDW nor any of its management persons are registered as a broker-dealer or registered as a representative of a broker-dealer, nor does it have any pending application to register. In addition, neither BDW nor its management persons are affiliated with any broker-dealer. Finally, neither BDW nor any of its management persons are registered, or have an application pending to register, as a futures commission merchant, commodity pool operator, or commodity trading advisor, or an associated person of foregoing entities.

Betterman Digital Wealth, Inc. Inc will make sure any other advisors that are recommended will be properly licensed.

Other Financial Industry Affiliations

Neither John Betterman nor Joe Petry participate in other business activities or have any outside affiliations at this time.

Conflicts

Betterment may offer us services intended to help us manage and further develop our business enterprise, such as access to webinars and advice about using the Betterment for Advisors platform to grow our business.

These services could create an incentive for us to recommend that our Clients invest through the Betterment for Advisors platform.

This is a potential conflict given that our interest in recommending Betterment could be influenced by our receipt of Betterment's and Betterment Securities' services to our business.

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

General Information

We have adopted a Code of Ethics for all supervised persons of the firm describing its high standards of business conduct, and fiduciary duty to you, our client. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts, the reporting of certain gifts and business entertainment items, and personal securities trading procedures. All of our supervised persons must acknowledge the terms of the Code of Ethics annually, or as amended.

Participation or Interest in Client Accounts

Our Compliance policies and procedures prohibit anyone associated with BDW from having an interest in a client account or participating in the profits of a client's account without the approval of the CCO.

The following acts are prohibited:

- Employing any device, scheme or artifice to defraud

- Making any untrue statement of a material fact
- Omitting to state a material fact necessary in order to make a statement, in light of the circumstances under which it is made, not misleading
- Engaging in any fraudulent or deceitful act, practice or course of business
- Engaging in any manipulative practices

Clients and prospective clients may request a copy of the firm's Code of Ethics by contacting the CCO.

Personal Trading

We may recommend securities to you that we will purchase for our own accounts. We may trade securities in our account that we have recommended to you as long as we place our orders after your orders. This policy is meant to prevent us from benefiting as a result of transactions placed on behalf of advisory accounts.

Certain affiliated accounts may trade in the same securities with your accounts on an aggregated basis when consistent with our obligation of best execution. When trades are aggregated, all parties will share the costs in proportion to their investment. We will retain records of the trade Order (specifying each participating account) and its allocation. Completed Orders will be allocated as specified in the initial trade order. Partially filled Orders will be allocated on a pro rata basis. Any exceptions will be explained on the Order.

BDW has a personal securities transaction policy in place to monitor the personal securities transactions and securities holdings of "Access Persons". The policy requires that an Access Person of the firm provide the Chief Compliance Officer or his/her designee with a written report of their current securities holdings within ten (10) days after becoming an Access Person. Additionally, each Access Person must provide the Chief Compliance Officer or his/her designee with a written report of the Access Person's current securities holdings at least once each twelve (12) month period thereafter on a date the Adviser selects; provided, however that at any time that the Adviser has only one Access Person, he or she shall not be required to submit any securities report described above.

We have established the following restrictions in order to ensure our fiduciary responsibilities regarding insider trading are met:

- No securities for our personal portfolio(s) shall be bought or sold where this decision is substantially derived, in whole or in part, from the role of IAR(s) of BDW, Adviser, unless the information is also available to the investing public on reasonable inquiry. In no case, shall we put our own interests ahead of yours.

Privacy Statement

We are committed to safeguarding your confidential information and hold all personal information provided to us in the strictest confidence. These records include all personal information that we collect from you or receive from other firms in connection with any of the financial services they provide. We also require other firms with whom we deal with to restrict the use of your information. Our Privacy Policy is available upon request.

Conflicts of Interest

BDW's Investment Adviser Representatives may employ the same strategy for their personal investment accounts as it does for its clients. However, they may not place their orders in a way to benefit from the purchase or sale of a security. The CCO monitors for this on a quarterly basis.

We act in a fiduciary capacity. If a conflict of interest arises between us and you, we shall make every effort to resolve the conflict in your favor. Conflicts of interest may also arise in the allocation of investment opportunities among the accounts that we advise. We will seek to allocate investment opportunities according to what we believe is appropriate for each account. We strive to do what is equitable and in the best interests of all the accounts we advise.

Item 12 – Brokerage Practices

Factors Used to Select Custodians

In recommending a custodian/broker-dealer, we look for a company that offers relatively low transaction fees, access to desired securities, trading platforms, and support services. We may recommend clients use TD Ameritrade Institutional or Interactive Brokers as the qualified custodians for their accounts when utilizing our asset management services.

The Custodian and Brokers We Use

We do not maintain custody of your assets on which we advise and, as such, although we may be deemed to have custody of your assets if you give us authority to withdraw advisory fees from your account (see Item 15- Custody). Your assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or bank.

We may recommend that our clients use MTG, LLC dba Betterment Securities ("Betterment Securities"), a registered broker-dealer, member SIPC, as the qualified custodian. BDW is independently owned and operated and is not affiliated with Betterment Securities. Betterment Securities will hold your assets in a brokerage account and buy and sell securities when we and/or you instruct them to. While we may recommend that you use Betterment Securities as custodian/broker, you will decide whether to do so and will open your account with Betterment Securities by entering into an account agreement directly with them. We do not open the account for you, although we may assist you in doing so. If you do not wish to place your assets with Betterment Securities, then we cannot manage your account on Betterment for Advisors.

How We Select Brokers/Custodians

We seek to recommend a custodian/broker that will hold your assets and execute transactions on terms that are, overall, most advantageous when compared with other available providers and their services. We consider a wide range of factors, including:

- Capability to execute, clear, and settle trades (buy and sell securities for your account) itself or to facilitate such services.
- Capability to facilitate timely transfers and payments to and from accounts.
- Availability of investment research and tools that assist us in making investment decisions.
- Quality of services.

- Competitiveness of the price of those services and willingness to negotiate the prices.
- Reputation, financial strength, and stability.
- Prior service to us and our other clients.

Your Brokerage and Custody Costs

For our clients' accounts that Betterment Securities maintains, Betterment Securities does not charge you separately for custody/brokerage services but is compensated as part of the Betterment for Advisors (defined below) platform fee, which is a percentage of the dollar amount of assets in the account in lieu of commissions. We have determined that having Betterment Securities execute trades is consistent with our duty to seek "best execution" of your trades. Best execution means the most favorable terms for a transaction based on all relevant factors, including those listed above (see "How we select brokers/custodians").

Services Available To Us Via Betterment Institutional

Betterment Securities serves as broker dealer to Betterment for Advisors, an investment and advice platform serving independent investment advisory firms like us ("Betterment for Advisors"). Betterment for Advisors also makes available various support services which may not be available to Betterment's retail customers. Some of those services help us manage or administer our clients' accounts, while others help us manage and grow our business. Betterment for Advisors' support services are generally available on an unsolicited basis (we don't have to request them) and at no charge to us. Following is a more detailed description of Betterment for Advisors' support services:

1. **SERVICES THAT BENEFIT YOU.** Betterment for Advisors includes access to globally diversified, low-cost portfolio of EFTs, execution of securities transactions, and custody of client assets through Betterment Securities. In addition, a series of model portfolios created by third-party providers are also available on the platform. Betterment Securities' services described in this paragraph generally benefit you and your account.
2. **SERVICES THAT MAY NOT DIRECTLY BENEFIT YOU.** Betterment for Advisors also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts, such as software and technology that may:
 - Assist with back-office functions, recordkeeping, and client reporting of our clients' accounts.
 - Provide access to client account data (such as duplicate trade confirmations and account statements).
 - Provide pricing and other market data.
 - Assist with back-office functions, recordkeeping, and client reporting.
3. **SERVICES THAT GENERALLY BENEFIT ONLY US.** By using Betterment for Advisors, we will be offered other services intended to help us manage and further develop our business enterprise. These services include:
 - Consulting (including through webinars) on technology and business needs.
 - Access to publications and conferences on practice management and business succession.

Our Interest in Betterment Securities' Services

The availability of these services from Betterment for Advisors benefits us because we do not have to produce or purchase them. In addition, we don't have to pay for Betterment Securities' services. These services may be contingent upon us committing a certain amount of business to Betterment Securities in assets in custody. We may have an incentive to recommend that you maintain your account with Betterment Securities, based on our interest in receiving Betterment for Advisors and Betterment Securities' services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Betterment Securities as custodian and broker is in the best interests of our clients. Our selection is primarily supported by the scope, quality, and price of Betterment Securities' services (see "How we select brokers/custodians") and not Betterment for Advisors and Betterment Securities' services that benefit only us.

Betterment for Advisors' Trading Policy

When using the Betterment for Advisors platform, we and you are subject to the trading policies and procedures established by Betterment. These policies and procedures limit our ability to control, among other things, the timing of the execution of certain trades (including in response to withdrawals, deposits, or asset allocation changes) within your account. You should not expect that trading on Betterment is instant, and accordingly, you should be aware that Betterment does not permit you or us to control the specific time during a day that securities are bought or sold in your account (i.e., to "time the market") Betterment describes its trading policies in Betterment LLC's Form ADV Part 2A. As detailed in that document, Betterment generally trades on the same business day as it receives instructions for you or us. However, transactions will be subject to processing delays in certain circumstances. In particular, orders initiated on non-business days and after markets close generally will not transact until the next business day. Betterment also maintains a general approach of not placing securities orders during approximately the first thirty minutes after the opening of any market session. Betterment also generally stops placing orders arising from allocation changes in existing portfolios approximately thirty minutes before the close of any market session. Betterment continues placing orders associated with deposit and withdrawal requests until market close. Betterment maintains a general approach of not placing orders around the time of scheduled Federal Reserve interest rate announcements. Furthermore, Betterment may delay or manage trading in response to market instability. For further information, please consult Betterment LLC's ADV Part 2A.

Soft Dollars

We do not receive any soft dollars from broker-dealers, custodians or third-party money managers.

Best Execution

We have an obligation to seek best execution for you. In seeking best execution, the determinative factor is not the lowest possible commission cost but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, commission rates, reputation and responsiveness. Therefore, we will seek competitive commission rates, but we may not obtain the lowest possible commission rates for account transactions.

Brokerage for Client Referrals

In selecting and/or recommending broker-dealers, we do not take into consideration whether or not we will receive client referrals from the broker-dealer or third party. We do not receive any client referrals from any broker-dealer.

Directed Brokerage

Clients are permitted to use the custodian of their choosing. Not all advisory firms permit you to direct brokerage. If you elect to select your own broker-dealer or custodian and direct us to use them, you may pay higher or lower fees than what is available through our relationships. Generally, we will not negotiate lower rates below the rates established by the executing broker-dealer or custodian for this type of directed brokerage account, unless we believe that such rate is unfair or unreasonable for the size and type of transaction. In all instances, we will seek best execution for you.

Trading

Transactions for each client account generally will be affected independently, unless we decide to purchase or sell the same securities for several clients at approximately the same time. We may (but are not obligated to) combine or "batch" such orders to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among our clients' differences in prices and commission or other transaction costs. Under this procedure, transactions will be price-averaged and allocated among our clients in proportion to the purchase and sale orders placed for each client account on any given day.

Item 13 – Review of Accounts

Reviews

Account reviews are performed quarterly by John J. Betterman, President and at least annually with the client. Account reviews are performed more frequently when market conditions dictate.

Clients receive periodic communications on at least an annual basis. Investment Management clients receive written quarterly updates. The written updates may include a net worth statement, portfolio statement, and a summary of objectives and progress towards meeting those objectives.

Other conditions that may trigger a review are changes in the tax laws, new investment information, and changes in a client's own situation.

Reports

Clients will be provided with account statements reflecting the transactions occurring in their account at least quarterly. These statements may be written or electronic depending upon what was selected when the account was opened. Clients will be provided with confirmations for each securities transaction executed in the account. Clients are obligated to notify us of any discrepancies in the account(s) or any concerns you have about the account(s).

Clients are urged to compare the account statements received directly from their custodians to the performance report statements provided by Betterman Digital Wealth, Inc.

Item 14 – Client Referrals and Other Compensation

We receive a non-economic benefit from Betterment for Advisors and Betterment Securities in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Betterment Securities. These products and services, how they benefit us, and the related conflicts of interest are described above (see Item 12—Brokerage Practices). The availability to us of Betterment for Advisors' and Betterment Securities' products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

For those account for which we have referred clients to an outside money manager, we may receive a portion of the fees charged by the outside manager for our work in reviewing and monitoring the performance of the money manager managing the client assets.

Item 15 – Custody

We do not have physical custody of client accounts or assets. However, we may be deemed to have custody of your account(s) if we have the ability to deduct your advisory fees directly from your account. We use TD Ameritrade Institutional and Betterment Securities as the custodians and/or broker-dealers for all your accounts. TD Ameritrade and Betterment Securities maintains actual custody of your assets. We do not debit the client fees directly from your advisory account. We send information to your custodian to debit your fees and to pay them to us. You authorized the custodian to pay us directly at the onset of the relationship.

Pursuant to California Code of Regulation, Section 260.237(b)(3), we will follow the following safeguards as a result of directly deducting advisory fees:

- A. We have custody of the funds and securities solely as a consequence of our authority to make withdrawals from client accounts to pay our advisory fee.
- B. We have written authorization from the client to deduct advisory fees from the account held with the qualified custodian.
- C. Each time a fee is directly deducted from a client account, we will concurrently:
 - a. Send the qualified custodian an invoice or statement of the amount of the fee to be deducted from the client's account; and
 - b. Send the client an invoice or statement itemizing the fee. Itemization includes the formula used to calculate the fee, the value of assets under management on which the fee is based, and the time-period covered by the fee.

You will receive at least quarterly statements from the broker-dealer or custodian that holds and maintains your investment assets. We concurrently send our custodian and our clients a statement describing how the fees were calculated and what the fee deduction should be on the custodial statement. We urge you to carefully review such statements and compare them. If you notice any discrepancies, please contact BDW.

Standing Letter of Authorization

BDW is deemed to have custody of client funds or securities as a result of maintaining standing letters of authorization (SLOA) for the purpose of distributing funds from a client's account. For those accounts in which we have the ability to initiate distributions from a client's account, via journal, ACH or wire to a third-party, which is an account held in the name of someone other than the client, we will ensure the following conditions have been met in order for us to be in compliance with SEC and State Custody Rules and ensure the safe keeping of our client's funds:

1. The client provides an instruction to the qualified custodian, in writing, that includes the client's signature, the third-party's name, and either the third-party's address or the third-party's account number at a custodian to which the transfer should be directed.
2. The client authorizes the investment adviser, in writing, either on the qualified custodian's form or separately, to direct transfers to the third-party either on a specified schedule or from time to time.
3. The client's qualified custodian performs appropriate verification of the instruction, such as a signature review or other method to verify the client's authorization and provides a transfer of funds notice to the client promptly after each transfer.
4. The client has the ability to terminate or change the instruction to the client's qualified custodian.
5. The investment adviser has no authority or ability to designate or change the identity of the third-party, the address, or any other information about the third-party contained in the client's instruction.
6. The investment adviser maintains records showing that the third-party is not a related party of the investment adviser or located at the same address as the investment adviser.
7. The client's qualified custodian sends the client, in writing, an initial notice confirming the instruction and an annual notice reconfirming the instruction.

Item 16 – Investment Discretion

We receive discretionary authority from you at the beginning of an advisory relationship to select the identity and amount of securities to be bought or sold. This information is described in the Advisory Agreement you sign with us as well as the custodial documents. In all cases, however, this discretion is exercised in a manner consistent with your stated investment objectives for your account.

When selecting securities and determining amounts, we observe the investment policies, limitations and restrictions you have set. For registered investment companies, our authority to trade securities may also be limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made.

Prior to assuming discretionary authority, clients must execute the Advisory Agreement. Execution of the Advisory Agreement grants us the authority to determine, without obtaining specific client consent, both the amount and the type of securities to be bought and sold to help achieve the client account objectives.

For non-discretionary account, the firm will properly secure the client's permission prior to effecting securities transactions in client accounts managed on a non-discretionary basis pursuant to California Code of Regulation, Section 260.237.2(f)(1).

Item 17 – Voting Client Securities

As a matter of firm policy and practice, we do not have any authority to and do not vote proxies on behalf of advisory clients. You retain the responsibility for receiving and voting proxies for any and all securities maintained in your portfolios. We may provide advice to you regarding your voting of proxies. The custodian will forward you copies of all proxies and shareholder communications relating to your account assets.

Item 18 – Financial Information

We are required to provide you with certain financial information or disclosures about our financial condition. The firm owes vendors about \$9,847. This should not have a financial impact on the firm which could impair the firm's ability to do business. John Betterman does not have any financial condition that is reasonably likely to impair his ability to meet contractual commitments to clients.

We have not been the subject of any bankruptcy proceedings.

In no event shall we charge advisory fees that are both in excess of five hundred dollars and more than six months in advance of advisory services rendered.

Item 19 – Requirements for State-Registered Advisers

Principal

There is one owner/principal of Betterman Digital Wealth, Inc., John Betterman. He is the President and Chief Compliance Officer and was born in 1962. His education information, business background, and other business activities can be found in the Form ADV Part 2B Brochure Supplement.

Other Business

As noted in Item 10 "Other Financial Industry Activities and Affiliations" above, John Betterman has no outside business activities and/or affiliations to disclose.

Performance Fees

BDW does not charge a performance-based fee (fees based on a share of capital gains on, or capital appreciation of, the assets of a client) for its asset management accounts.

Disclosable Events

Neither BDW nor John Betterman has any reportable events to disclose.