

**Item 1: Cover Page**

Part 2A of Form ADV: Firm Brochure

WEALTHMEUP ADVISORS LLC



475-287-8035

[www.wealthmeup.ai](http://www.wealthmeup.ai)

March 2, 2025

This brochure ("Brochure") provides information about the qualifications and business practices of WealthMeUp Advisors LLC ("WealthMeUp Advisors" or the "Firm"), a registered investment adviser. Registration does not imply a certain level of skill or training. For any questions about the contents of this Brochure, please contact the Firm at [hello@wealthmeup.ai](mailto:hello@wealthmeup.ai). The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.

Additional information about WealthMeUp Advisors also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).



## **Item 2: Material Changes**

This Item discusses material changes to the Brochure since the last annual amendment to the Firm's annual amendment to Form ADV. WealthMeUp has no changes to disclose in relation to this Item.

Pursuant to the SEC's requirements and rules, Clients (as defined below) will receive a summary of any material changes to this Brochure within one hundred twenty (120) days of WealthMeUp's fiscal year end.

WealthMeUp's current Brochure is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). It can also be requested, free of charge, by contacting the Firm at [hello@wealthmeup.ai](mailto:hello@wealthmeup.ai).



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## Item 4: Advisory Business

WealthMeUp Advisors LLC ("WealthMeUp Advisors" or the "Firm") was formed in January 2025. The Firm is principally owned by Feli Oikonomopoulou and Anna Francesca Maria Misley through their ownership of the Firm's parent company, WealthMeUp Inc. ("WealthMeUp").

The Firm offers web-based, discretionary investment advisory services to clients ("Clients") who are users of the WealthMeUp mobile application ("the "WealthMeUp App"), which is operated by WealthMeUp. The WealthMeUp App allows users to earn cash-back rewards for daily purchases, which they may use to invest through WealthMeUp Advisors. The Firm provides its investment advisory services to Clients exclusively through the WealthMeUp App. The Firm does not provide investment advice in person, over the phone, in live chat, or in any manner other than through the WealthMeUp App. WealthMeUp maintains a website, [www.wealthmeup.ai](http://www.wealthmeup.ai), for informational purposes only.

To receive WealthMeUp Advisors' investment advisory services, Clients must provide certain personal and financial information through one or more questionnaires (together, the "Client Profile"). The Client Profile collects, among other information, the Client's employment status, income, investment goals, risk tolerance, reasons to invest, time horizon and net assets (together, "Investment Needs"). WealthMeUp Advisors does not verify the information it receives from Clients for accuracy, and it will rely on the information Clients provide. It is each Client's responsibility to promptly update his or her Client Profile and Investment Needs in the event of a change in circumstances.

To receive WealthMeUp Advisors' investment advisory services, Clients must also enter into a sub-advisory relationship with Betterment LLC ("Betterment") and open a securities brokerage account (an "Account") with MTG LLC, dba Betterment Securities ("Betterment Securities"), a registered broker-dealer and member of FINRA and SIPC, which serves as broker-dealer and custodian for WealthMeUp Advisors. The funds and securities of Clients are held in separate Accounts in the name of each Client. Clients enter sub-advisory agreements with Betterment and open their Accounts with Betterment Securities by interacting with the application programming interface ("API") made accessible through the WealthMeUp App.

WealthMeUp Advisors directs the recommendation of model portfolios to Clients by Betterment based on Clients' individual Investment Needs, as determined by their Client



Profiles. WealthMeUp and Betterment then implements the recommended model portfolio in Clients' Accounts on a discretionary basis. The model portfolios recommended to Clients include equities, exchange-traded funds ("ETFs"), fixed income securities, mutual funds, and cash (collectively, the "Assets"). Additional information on the model portfolios recommended to Clients and implemented by Betterment is set forth in Item 8, below. Clients can influence the discretionary management of their Account by turning on or off several automated portfolio management features through the WealthMeUp App.

WealthMeUp Advisors' advisory services should not be considered comprehensive financial or tax planning or legal advice, and Clients are advised and afforded the opportunity to seek the advice and counsel of the Client's own tax, financial, and legal advisers. Neither WealthMeUp Advisors nor any of its affiliates are responsible for establishing or maintaining any Client's compliance with the requirements of the Internal Revenue Code for a Traditional IRA or Roth IRA, or any other type of account that may be managed by WealthMeUp Advisors or determining any Client's individual tax treatment regarding such account. Furthermore, neither WealthMeUp Advisors nor any of its affiliates are responsible for withholding any tax penalties that may apply to Client Accounts or for any state or federal income tax withholding, except as may otherwise be required by applicable law. The Firm's services are not a complete investment program, and Clients should not use them as the sole component of their investment plan.

As of the date of this Brochure, the Firm does not have assets under management.

## **Item 5: Fees and Compensation**

### **Management Fees**

WealthMeUp Advisors charges an annual asset-based fee of up to 1.00% (100 basis points) (the "Management Fee"). The Management Fee is prorated and charged every thirty (30) days (each thirty (30) day period, a "Billing Period"), in arrears, based on the value of the Investment Account on the last day of the Billing Period. Upon termination of WealthMeUp Advisors' services, the Firm will charge a prorated Management Fee based on the days remaining in the Billing Period. Clients authorize WealthMeUp Advisors to charge the Management Fee to their Accounts.



Betterment offers its investment sub-advisory services through a wrap fee program that includes custody and trading services provided by its affiliate, Betterment Securities.

### **Third-Party Fees**

Clients will incur certain third-party costs in addition to the fees they pay to WealthMeUp Advisors. WealthMeUp Advisors does not charge these to Clients and does not benefit directly or indirectly from any such charges. These types of charges include, but are not limited to, Betterment's Sub-Advisory Fee (as defined and described in detail below), wire transfer fees, paper statement fees, and bounced check fees. In addition, the issuers of some of the Assets purchased for Clients, such as ETFs, may charge product fees and expenses that affect Clients. For example, an ETF typically includes embedded expenses that may reduce the fund's net asset value, and therefore directly affect the fund's performance and indirectly affect the performance of a Client's Account.

Betterment charges Clients an asset-based wrap fee (the "Sub-Advisory Fee") on amounts invested by WealthMeUp Advisors Clients. The Sub-Advisory Fee is tiered based on the aggregate balance of all of WealthMeUp Advisors Clients' Accounts at Betterment (including funds held in Betterment Cash Reserve). That Sub-Advisory Fee ranges from 0.12% (12 basis points) to 0.20% (20 basis points) of account balances, determined based on the aggregate balance of all WealthMeUp Advisors Client accounts at Betterment. The Sub-Advisory Fee is charged either monthly or quarterly, in arrears. The services included for the Sub-Advisory Fee include all of the services provided by Betterment and Betterment Securities, including advisory services, custody of assets, execution and clearing of transactions, and account reporting. Betterment collects the Sub-Advisory Fee directly from Clients pursuant to the terms of the sub-advisory agreement between Betterment and each Client. Clients utilizing the Betterment Advisor Solutions platform may pay a higher aggregate fee than if the advisory, custodial, trade execution, and other services were purchased separately.

### **Deposits and Withdrawals**

Clients may deposit and withdraw from their Account at any time, subject to WealthMeUp Advisors' right to terminate its services. Clients cash back rewards or other cash rewards provided by WealthMeUp will be deposited to Accounts by WealthMeUp in accordance with the relevant terms of use or other agreement governing such WealthMeUp program. Additional deposits to Accounts must be done via bank transfer from the Client's funding



account to the Account. Clients may withdraw account assets at any time, subject to the usual and customary securities settlement procedures. However, withdrawal of assets may impair the achievement of a Client's investment objectives. Clients are advised that when cash is withdrawn, the Account may be subject to transaction fees, and/or tax ramifications.

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

Neither the Firm nor any of its supervised persons accept performance-based fees – that is, fees based on a share of capital gains on or capital appreciation of the assets of a Client.

## **Item 7: Types of Clients**

WealthMeUp Advisors provides investment advice to individuals, including high-net worth individuals. To access the Firm's services, a prospective Client must be a user of the WealthMeUp App. The Firm does not maintain requirements for opening or maintaining an account, such as a minimum account size.

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

### **Methods of Analysis and Investment Strategies**

As set forth above, WealthMeUp Advisors directs the recommendation of model portfolios to Clients by Betterment based on their Investment Needs, as determined by their Client Profiles, and Betterment then implements the portfolios in their Accounts on a discretionary basis.

WealthMeUp recommends Betterment-created model portfolios, which are available within the following categories:

- "Betterment Constructed Portfolios" are portfolios composed of securities for which Betterment selects the underlying securities and weightings of those securities associated with particular allocations. Betterment Constructed Portfolios are composed of publicly traded ETF securities.



- “Third-Party Portfolios” are portfolio strategies that are constructed and updated by third-party managers. Betterment does not select the underlying securities in Third-Party Portfolios but periodically reviews the Third-Party Portfolios to ensure that the portfolios remain consistent with the portfolio objectives identified by the third-party manager.
- “Custom Portfolios” are WealthMeUp-designed custom portfolios that WealthMeUp has constructed. A Custom Portfolio consists of a set or multiple sets of securities and allocations with underlying return and volatility assumptions that are either (i) provided by WealthMeUp to Betterment or (ii) defaulted to Betterment’s capital markets assumptions if the Advisor does not provide assumptions. In implementing Custom Portfolios for Clients, Betterment will allocate the Client’s assets in accordance with the Custom Portfolio.

For additional information on Betterment Constructed Portfolios and Third-Party Portfolios, please refer to Betterment’s Form ADV Part 2A, available at <http://www.betterment.com/adv>.

### **Risk of Loss**

Investing in securities involves risk of loss that Clients should be prepared to bear. WealthMeUp Advisors’ advisory services should not be considered comprehensive financial or tax planning or legal advice, and Clients should not use them as the sole component of their investment plan. Clients are advised and afforded the opportunity to seek the advice and counsel of the Client’s own tax, financial, and legal advisers. Neither WealthMeUp Advisors nor any of its affiliates are responsible for establishing or maintaining any Client’s compliance with the requirements of the Internal Revenue Code for a Traditional IRA or Roth IRA, or any other type of account that may be managed by WealthMeUp Advisors or determining any Client’s individual tax treatment regarding such account. Furthermore, neither WealthMeUp Advisors nor any of its affiliates are responsible for withholding any tax penalties that may apply to Client Accounts or for any state or federal income tax withholding, except as may otherwise be required by applicable law.



Model portfolios recommended and implemented by the Firm will not be fully diversified. As such, model portfolios recommended by the Firm will be subject to general movements in the stock market, and the value fluctuations of each particular issuer's stock.

WealthMeUp Advisors does not guarantee the future performance of any Client's Account. The model portfolios involve substantial risk and are subject to various market, currency, economic, political and business risks, and that those investment decisions and actions will not always be profitable. Clients may lose some or all of the amount invested.

The price of a security can decline for a variety of reasons outside of WealthMeUp Advisors' control, including, but not limited to, changes in the macroeconomic environment, unpredictable market sentiment, forecasted or unforeseen economic developments, interest rates, regulatory changes, and domestic or foreign political, demographic, or social events. There is no guarantee that Client's use of the services will necessarily reduce the intended results. A Client might not achieve his or her investment objectives.

High volatility and/or the lack of deep and active liquid markets may prevent the sale of a Client's Assets at all, or at an advantageous time or price because Clients may have difficulty finding a buyer and may be forced to sell at a significant discount to market value. The Firm cannot guarantee any level of performance or that any Client will avoid a loss in their Account.

When evaluating risk, financial loss may be viewed differently by each Client and may depend on many different risk items, each of which may affect the probability of adverse consequences and the magnitude of any potential losses. The following risks may not be all-inclusive but should be considered carefully by a prospective Client before utilizing the Firm's services. These risks should be considered as possibilities, with additional regard to their actual probability of occurring and the effect on a Client if there is, in fact, an occurrence.

- **Market Risk:** The price of a security 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 particular underlying circumstances. For example, macroeconomic environment, unpredictable market sentiment, forecasted or unforeseen economic developments, interest rates, regulatory changes, and domestic or foreign political, demographic, or social events. If a Client has a high allocation in a particular



asset/class, it may negatively affect overall performance to the extent that the asset/class underperforms relative to other market assets. Conversely, a low allocation to a particular asset/class that outperforms other assets/classes in a particular period may cause that Account to underperform relative to the overall market.

- **Investment Risk:** There is no guarantee that WealthMeUp Advisors' judgment or investment decisions about particular Assets and asset classes will necessarily produce the intended results. Such judgment may prove to be incorrect, and a Client might not achieve his or her investment objectives. In addition, it is possible that Clients or WealthMeUp Advisors itself may experience computer equipment failure, loss of internet access, viruses, or other events that may impair access to WealthMeUp Advisors' software based financial service.
- **Volatility and Correlation Risk:** Clients should be aware that the Firm's asset selection process may be based in part on a careful evaluation of past price performance and volatility in order to evaluate future probabilities. However, it is possible that different or unrelated asset/classes may exhibit similar price changes in similar directions which may adversely affect a Client and may become more acute in times of market upheaval or high volatility. Past performance is no guarantee of future results, and any historical returns, expected returns, or probability projections may not reflect actual future performance.
- **Equity-Related Risk:** Investing in individual companies involves investments in common stocks and is subject to the volatility and individual risks associated with those stocks. These price movements may result from factors affecting individual companies, industries, or the securities market as a whole. Individual companies may report poor results or be negatively affected by industry and/or economic trends and developments. The prices of securities issued by such companies may suffer a decline in response. In addition, the equity market tends to move in cycles, which may cause stock prices to fall over short or extended periods of time.
- **Concentration of Investments:** Accounts implemented based on the Firm's advice may hold a relatively small number of security positions, which will expose the Account to the particular industry or market sector the security represents and the value of the specific company. Losses in one or more positions, or a downturn in an industry or market sector in which the company participates, could adversely



affect the Account's performance in a particular period. Such limited diversification may heighten the concentration of risk, which, in turn, could expose the Client to losses disproportionate to market movements in general if there are disproportionately greater adverse price movements with respect to investments.

- **ETF Risks, including Net Asset Valuations and Tracking Error:** ETF performance may not exactly match the performance of the index or market benchmark that the ETF is designed to track because (i) the ETF will incur expenses and transaction costs not incurred by any applicable index or market benchmark; (ii) certain securities comprising the index or market benchmark tracked by the ETF may, from time to time, temporarily be unavailable; and (iii) supply and demand in the market for either the ETF and/or for the securities held by the ETF may cause the ETF shares to trade at a premium or discount to the actual net asset value of the securities owned by the ETF. Certain ETF strategies may from time to time include the purchase of fixed income, commodities, foreign securities, American Depositary Receipts, or other securities for which expenses and commission rates could be higher than normally charged for exchange-traded equity securities, and for which market quotations or valuation may be limited or inaccurate. ETFs typically include embedded expenses that may reduce the fund's net asset value, and therefore directly affect the fund's performance and indirectly affect an Account's performance or an index benchmark comparison. Expenses of the fund may include investment adviser management fees, custodian fees, brokerage commissions, and legal and accounting fees. ETF expenses may change from time to time at the sole discretion of the ETF issuer. ETF tracking error and expenses may vary. Shareholders are also liable for taxes on any fund-level capital gains, as ETFs are required by law to distribute capital gains in the event they sell securities for a profit that cannot be offset by a corresponding loss.
- **Liquidity and Valuation Risk:** High volatility and/or the lack of deep and active liquid markets for a security may prevent the sale of a Client's Assets at all, or at an advantageous time or price because the Client may have difficulty finding a buyer and may be forced to sell at a significant discount to market value. Some Assets (including ETFs) that hold or trade financial instruments may be adversely affected by liquidity issues as they manage their portfolios. Clients may from time to time receive or use inaccurate data, which could adversely affect security valuations, and transaction size for purchases or sales.



- **Credit Risk:** Clients are exposed to the risk that financial intermediaries or issuers may experience adverse economic consequences that may include impaired credit ratings, default, bankruptcy or insolvency, any of which may affect Account values or management. This risk applies to assets on deposit with any broker utilized by a Client, notwithstanding asset segregation and insurance requirements that are beneficial to Clients generally. In addition, exchange trading venues or trade settlement and clearing intermediaries could experience adverse events that may temporarily or permanently limit trading or adversely affect the value of Assets held by Clients. Finally, any issuer of Assets may experience a credit event that could impair or erase the value of the issuer's Assets held by a Client.
- **Legislative and Tax Risk:** Performance may directly or indirectly be affected by government legislation or regulation, which may include, but is not limited to changes in investment adviser or securities trading regulation, change in the U.S. government's guarantee of ultimate payment of principal and interest on certain government securities, and changes in the tax code that could affect interest income, income characterization, and/or tax reporting obligations.
- **Inflation, Currency, and Interest Rate Risks:** Security prices and Account returns will likely vary in response to changes in inflation and interest rates. Inflation causes the value of future dollars to be worth less and may reduce the purchasing power of an investor's future interest payments and principal. Inflation also generally leads to higher interest rates, which in turn may cause the value of many types of fixed income investments to decline. The liquidity and trading value of foreign currencies could be affected by global economic factors, such as inflation, interest rate levels, and trade balances among countries, as well as the actions of sovereign governments and central banks. In addition, the relative value of the U.S. dollar-denominated assets managed by Clients may be affected by the risk that currency devaluations affect their purchasing power.
- **Automated Investing:** WealthMeUp Advisors' advisory services rely on static questionnaires (in the form of the Client Profile) consisting of a limited number of questions that form the sole basis for its recommendations to Clients. Such questionnaires are very limited in nature. The questions may not, or may not accurately, capture an individual Client's needs. Although Clients may change and update their responses, WealthMeUp Advisors does not, at this time, make investment advisory personnel available to Clients to highlight and explain



important concepts or clarify the details of a specific Client's financial goals and needs. Online and electronic interactions are limited compared to face-to-face individual advice.

- **Operational Risk:** Operational risk is the exposure to the chance of loss arising from shortcomings or failures in internal processes or systems of WealthMeUp Advisors, Betterment, or Betterment Securities, external events impacting those systems, and human error. A Client's Account may suffer a loss arising from shortcomings or failures in internal processes, people or systems, or from external events. Operational risk can arise from many factors ranging from routine processing errors to potentially costly incidents related to, for example, major systems failures.
- **Trade Errors and Mistakes:** Trade errors and other operational mistakes ("Operating Events") occasionally may occur in connection with WealthMeUp Advisors' services with respect to Clients' Accounts. WealthMeUp Advisors has policies and procedures that address identification and correction of Operating Events. An Operating Event generally is compensable by WealthMeUp Advisors to a Client when it is a mistake (whether an action or inaction) in which WealthMeUp Advisors has, in WealthMeUp Advisors' reasonable view, deviated from the applicable standard of care in advising a Client's Account, subject to the considerations set forth below.

Operating Events may include, but are not limited to, the following: (i) the placement of orders (either purchases or sales) in excess of the amount intended to trade for a Client's Account; (ii) the purchase (or sale) of when it should have been sold (or purchased); (iii) a purchase or sale not intended for the Client's Account; and (iv) incorrect allocations of trades. Operating Events can also occur in connection with other activities that are undertaken by WealthMeUp Advisors, such as fee calculations, and other matters that are non-advisory in nature.

WealthMeUp Advisors makes its determinations regarding Operating Events pursuant to its policies on a case-by-case basis, in its discretion, based on factors it considers reasonable, including regulatory requirements, contractual obligations, and business practices. Not all Operating Events will be considered compensable mistakes.



Relevant factors WealthMeUp Advisors considers when evaluating whether an Operating Event is compensable include, among others, the nature of the service being provided at the time of the event, specific applicable contractual and legal requirements and standards of care, whether an applicable investment guideline was contravened, and the nature of the relevant circumstances.

Operating Events may result in gains or losses or could have no financial impact. Clients are entitled to retain any gain resulting from an Operating Event. Operating Events involving erroneous transactions in Clients' Accounts generally are corrected in accordance with the procedures established by WealthMeUp Advisors, Betterment, or Betterment Securities.

When WealthMeUp Advisors determines that reimbursement by WealthMeUp Advisors is appropriate, the Client will be compensated as determined in good faith by WealthMeUp Advisors. WealthMeUp Advisors will determine the amount to be reimbursed, if any, based on what it considers reasonable guidelines regarding these matters in light of all of the facts and circumstances related to the Operating Event. In general, compensation is expected to be limited to direct and actual losses, which may be calculated relative to comparable conforming investments, market factors and benchmarks and with reference to related transactions, and/or other factors WealthMeUp Advisors considers relevant. Compensation generally will not include any amounts or measures that WealthMeUp Advisors determines are speculative or uncertain.

- **Cybersecurity Risks:** WealthMeUp Advisors and its service providers are subject to risks associated with a breach in cybersecurity. Cybersecurity is a generic term used to describe the technology, processes and practices designed to protect networks, systems, computers, programs and data from cyber-attacks and hacking by other computer users, and to avoid the resulting damage and disruption of hardware and software systems, loss or corruption of data, and/or misappropriation of confidential information. In general, cyber-attacks are deliberate, but unintentional events may have similar effects. Cyber-attacks may cause losses to WealthMeUp Advisors' Clients by interfering with the processing of transactions, affecting WealthMeUp Advisors' ability to calculate net asset value or impeding or sabotaging trading. Clients may also incur substantial costs as the result of a cybersecurity breach, including those associated with forensic analysis of the origin and scope of the breach, increased and upgraded cybersecurity,



identity theft, unauthorized use of proprietary information, litigation, and the dissemination of confidential and proprietary information. Any such breach could expose WealthMeUp Advisors to civil liability as well as regulatory inquiry and/or action. In addition, Clients could be exposed to additional losses as a result of unauthorized use of their personal information. While the Firm has established business continuity plans, incident responses plans and systems designed to prevent cyber-attacks, there are inherent limitations in such plans and systems, including the possibility that certain risks have not been identified. Similar types of cybersecurity risks also are present for issuers of Assets in which Clients invest, which could result in material adverse consequences for such issuers and may cause Clients' investments in such Assets to lose value.

- **Reliance on Management and Other Third Parties:** ETF investments will rely on third-party management and advisers. WealthMeUp Advisors will not have an active role in the day-to-day management of fund investments. Carried interest and other incentive distributions to fund management may create an incentive towards more speculative investments than would otherwise have been made.
- **Market Volatility:** General economic conditions have an impact on the success of WealthMeUp Advisors' investment strategies. Changing external economic conditions in the U.S. and global economics could have a significant impact on the success of the WealthMeUp App and Clients' investments. The stability and sustainability of growth in global economies may be impacted by terrorism or acts of war. There can be no assurance that such markets and economic systems will be available for issuers of Assets available via the WealthMeUp App to operate. Changing economic conditions, thus, could potentially adversely impact the valuation of Clients' investments in Assets via the WealthMeUp App.
- **Catastrophic Risks:** WealthMeUp Advisors may be subject to the risk of loss arising from direct or indirect exposure to a number of types of other catastrophic events, including without limitation (i) public health crises, such as the novel COVID-19 pandemic, outbreaks of SARS, H1N1/09 influenza, avian influenza, other coronavirus, Ebola or other existing or new epidemic diseases, or the threat thereof; or (ii) other major events or disruptions, such as hurricanes, earthquakes, tornadoes, fires, flooding and other natural disasters; acts of war or terrorism, including cyberterrorism; or major or prolonged power outages or network interruptions. The extent of the impact of any such catastrophe or other emergency



on WealthMeUp Advisors' and/or a Client's operational and financial performance and each Client's investments will depend on many factors, including the duration and scope of such emergency, the extent of any related travel advisories and restrictions, the impact on overall supply and demand, goods and services, investor liquidity, consumer confidence and levels of economic activity, and the extent of its disruption to important global, regional and local supply chains and economic markets, all of which are highly uncertain and cannot be predicted. In particular, to the extent that any such event occurs and has a material effect on global financial markets or specific markets in which a Client participates (or has a material effect on any locations in which WealthMeUp Advisors operates or on any of its personnel) the risks of loss could be substantial and could have a material adverse effect on Clients or the ability of WealthMeUp Advisors to fulfill its investment objectives on behalf of its Clients.

- **Limitations of Disclosure:** The foregoing list of risks does not purport to be a complete enumeration or explanation of the risks involved in investing or WealthMeUp's advisory services. As investment strategies develop and change over time, Clients may be subject to additional and different risk factors. No assurance can be made that profits will be achieved or that substantial losses will not be incurred.

For additional information related to risks associated with Betterment Constructed Portfolios and Third-Party Portfolios, please refer to Betterment's Form ADV Part 2A, available at <http://www.betterment.com/adv>.

## **Item 9: Disciplinary Information**

There are no legal or disciplinary events that are material to a Client or prospective Client's evaluation of the Firm's advisory business or the integrity of the Firm's management requiring disclosure in response to this Item.



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

WealthMeUp Advisors is required to disclose any relationship or arrangement that is material to its advisory business or to its clients with certain related persons. WealthMeUp Advisors does not have any information to disclose in relation to this Item.

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

WealthMeUp Advisors has adopted a Code of Ethics ("Code") as required by the applicable securities laws. The Code establishes and reinforces a standard of business conduct expected of its supervised persons and provides specific guidance related to managing conflicts of interests and WealthMeUp Advisors' fiduciary duty to its Clients. This includes procedures relating to: (i) the confidentiality of Client information; (ii) a prohibition on insider trading; (iii) a prohibition of rumor mongering; (iv) restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items; (v) personal securities trading procedures; and (vi) reporting of internal violations of the Code, among other things. All supervised persons at WealthMeUp Advisors must acknowledge the terms of the Code annually, or as amended. WealthMeUp Advisors will provide a copy of its Code to Clients and prospective Clients upon request. To request a copy of the Code, please contact WealthMeUp Advisors at [hello@wealthmeup.ai](mailto:hello@wealthmeup.ai).

## **Item 12: Brokerage Practices**

### **Selection of Broker-Dealers for Client Accounts**

As set forth in Item 4, in order to receive WealthMeUp Advisors' investment advisory services, Clients must open an Account with Betterment Securities, a registered broker-dealer and member of FINRA and SIPC, which serves as broker-dealer and custodian for WealthMeUp Advisors. WealthMeUp does not permit Clients to direct brokerage. Clients are required to maintain wrap accounts and execute transactions through Betterment Securities.



Betterment Securities is responsible for execution of securities transactions and maintains custody of customer assets. Betterment Securities exercises no discretion in determining if and when trades are placed; it places trades only at the direction of WealthMeUp and Betterment. Clients should understand that the appointment of Betterment Securities as the broker for their Accounts may result in their receiving less favorable trade executions than may be available through the use of broker-dealers that are not affiliated with Betterment. If a Client does not wish to place assets with or execute trades through Betterment Securities, then neither WealthMeUp nor Betterment can manage the Client's Account.

WealthMeUp Advisors seeks to use a broker-dealer and custodian that will hold Client Assets on terms that are most advantageous when compared with other available providers and their services. Moola considers a wide range of factors, including the ability to clear and settle trades, capabilities to facilitate transfers and payments to and from Accounts (wire transfers, check requests, bill payment, etc.), quality of services, competitiveness of the price of those services, reputation, financial strength, and stability of the provider.

WealthMeUp does not receive research or other products and services from Betterment Securities in connection with Clients' securities transactions. WealthMeUp does not receive client referrals from Betterment Securities.

### **Order Aggregation**

In executing trades for Clients' Accounts, Betterment places aggregated orders involving multiple Betterment accounts trading in the same securities. Orders for the purchase or sale of securities are routed by Betterment Securities to Apex Clearing Corporation ("Apex"), the clearing broker used by Betterment Securities, for managed execution. Apex is entitled to receive payments or rebates on orders from Betterment Securities, but Apex does not pass on to Betterment Securities any portion of such payments. Similarly, Apex is entitled to receive 12b-1 fees for distribution from mutual funds that it purchases on behalf of Betterment clients, but Apex does not pass on to Betterment Securities any portion of such 12b-1 fees.



### **Item 13: Review of Accounts**

WealthMeUp Advisors reviews its recommendations to Clients no less than quarterly. Such reviews are conducted by the Chief Compliance Officer and may be conducted on a sampling basis. Model portfolio recommendations are updated, as necessary, whenever Clients update their Client Profile through the WealthMeUp App.

WealthMeUp Advisors provides information regarding Clients' current holdings via the WealthMeUp App. Clients will receive account statements from Betterment Securities. Clients should compare the account statements they receive from Betterment Securities with information about their holdings and transactions provided by the Firm via the WealthMeUp App.

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

WealthMeUp Advisors does not receive any economic benefit from third parties for providing investment advice or other advisory services to Clients. The Firm does not currently compensate Clients or third parties for testimonials or endorsements.

### **Item 15: Custody**

WealthMeUp Advisors does not custody Clients' Assets. As set forth in Item 13, Clients will receive account statements from Betterment Securities. Clients should compare the account statements they receive from Betterment Securities to the information provided by the Firm via the WealthMeUp App.

### **Item 16: Investment Discretion**

WealthMeUp Advisors provides discretionary services to Clients. Where WealthMeUp Advisors has discretionary authority for a Client, it will effect transactions for Assets in the Client's Account without the Client's consent and approval for each transaction. Clients' sub-advisory agreements with Betterment similarly authorize Betterment to manage Client's Accounts on a discretionary basis, whereby Betterment will effect transactions for



Assets in the Client's Account without the Client's consent and approval for each transaction. Clients can influence the discretionary management of their Account by turning on or off several automated portfolio management features through the WealthMeUp App.

### **Item 17: Voting Client Securities**

WealthMeUp Advisors does not have authority to vote Clients' Assets. Rather, Clients delegate to Betterment the authority to receive and vote all proxies and related materials for any security held in their Accounts. Betterment maintains policies and procedures reasonably designed to mitigate conflicts of interest and reasonably ensure that proxy matters are conducted in the best interest of Clients. Betterment will only vote on proxies and respond to corporate actions associated with Assets that Betterment currently selects for Betterment Constructed Portfolios and will abstain from voting on other Assets, including but not limited to those securities only present in Third-Party Portfolios, Advisor Custom Portfolios, or securities transferred to Betterment via automated customer account transfer service (ACATS), in each case that are not already supported in a Betterment Constructed Portfolio. If a security is present in Betterment Constructed Portfolios and outside of Betterment Constructed Portfolios, Betterment will vote on proxies associated with that security in all Accounts in which it is held. Betterment will abstain from voting on such proxies if it determines that abstaining is in the best interest of its clients. For additional information related to Betterment's proxy voting policies and procedures, please refer to Betterment's Form ADV Part 2A, available at <http://www.betterment.com/adv>.

### **Item 18: Financial Information**

WealthMeUp Advisors does not require or solicit prepayment of more than \$1,200 in fees per Client, six months or more in advance. The Firm is not subject to any financial condition that is reasonably likely to impair its ability to meet contractual commitments to Clients. The Firm has not been the subject of a bankruptcy petition at any time during the past ten (10) years.