

Item 1: Cover Page

PART 2A OF FORM ADV: FIRM BROCHURE
January 10, 2024

LOGIC WEALTH MANAGEMENT, LLC

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This brochure provides information about the qualifications and business practices of Logic Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact us at (626) 235-8063 or by email at chuckzhang@LogicWM.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (the “SEC”) or by any State Securities Authority.

Additional information about Logic Wealth Management also is available on the SEC’s website at www.adviserinfo.sec.gov.

Please note that the use of the term “registered investment adviser” and the description of Logic Wealth Management and/or our associates as “registered” does not imply a certain level of skill or training. You are encouraged to review this Brochure for more information on the qualifications of our firm and our employees.

Item 2: Material Changes

To Our Part 2A of Form ADV: Firm Brochure

Logic Wealth Management is required to advise you of any material changes to our Firm Brochure (“Brochure”) from our last annual update, identify those changes on the cover page of our Brochure or on the page immediately following the cover page, or in separate communication accompanying our Brochure. We must state clearly that we are discussing only material changes since the last annual update of our Brochure, and we must provide the date of the last annual update of our Brochure.

In addition, material changes from the February, 2023 version of the Firm Brochure include:

1. Updated Item 4 Advisory Business – assets under management.
2. Updated Item 12 Brokerage Practices – Removal of references to TD Ameritrade/TD Ameritrade Institutional as a custodian due to the merger between TD Ameritrade and Charles Schwab.

Item 3: Table of Contents

Item 1: Cover Page	1
Item 2: Material Changes	2
Item 3: Table of Contents	3
Item 4: Advisory Business	4
Item 5: Fees and Compensation	7
Item 6: Performance-Based Fees and Side-By-Side Management	9
Item 7: Types of Clients and Account Requirements	9
Item 8: Methods of Analysis, Investment Strategies and Risk of Loss.....	10
Item 9: Disciplinary Information.....	11
Item 10: Other Financial Industry Activities and Affiliations	11
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	12
Item 12: Brokerage Practices	13
Item 13: Review of Accounts or Financial Plans	17
Item 14: Client Referrals and Other Compensation	18
Item 15: Custody	18
Item 16: Investment Discretion	18
Item 17: Voting Client Securities.....	19
Item 18: Financial Information	19

Item 4: Advisory Business

Logic Wealth Management (“Logic WM”) provides the following types of services: Portfolio Management, Participant Account Management, and Financial Planning.

A. Description of Logic Wealth Management and Its Principal Owners

Logic WM is dedicated to providing clients investment advisory services. Logic WM is a Limited Liability Company (LLC) formed in the State of California. The firm has been in business as a Registered Investment Advisory (RIA) firm since 2010 and is privately owned by principal owners Hong Tran and David Chung, registered investment advisor representatives.

B. Description of the Types of Advisory Services Logic Wealth Management Offers

(i) Portfolio Management:

Logic WM provides advice to clients regarding investment of funds based on the individual needs of the client. Through personal discussions in which goals and objectives based on a client's particular circumstances are established, we create and manage a portfolio based on these factors. We generally manage advisory accounts on a discretionary basis. Account management is guided by the stated objectives, goals, and particular circumstances of the client.

As part of our asset management service, we generally create a portfolio, consisting of individual stocks or bonds, exchange traded funds (“ETFs”), options, no-load (or load waived) mutual funds and other public and private securities or investments. Mutual funds and ETFs will be selected on the basis of any or all of the following criteria: performance history, industry sector, manager's track record, fund's investment objectives, management style and philosophy, and the fund's fee structure. Portfolio weighting between funds and market sectors will be determined by each client's individual needs and circumstances.

Each client’s individual investment strategy is tailored to their specific needs and may include some or all of the previously mentioned securities. Each portfolio will be initially designed to meet a particular investment goal, which we determine to be suitable to the client’s circumstances.

Once the appropriate portfolio has been determined, we review the portfolio at least quarterly. On an annual basis, we review the portfolio and if necessary, rebalance the portfolio based upon the client’s individual needs, risk tolerance, goals, and objectives. More frequent reviews may be conducted if the client’s situation, needs, or objectives change. Each client has the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio. The Advisor does not require financial planning clients to use this portfolio management service.

(ii) Participant Account Management:

Some clients may prefer to have their assets custodied at a custodian of their choice. In such cases, Logic may use a third-party platform to facilitate discretionary management of held away assets such as defined contribution plan participant accounts. The platform allows Logic to avoid having custody of Client funds since Logic will not have direct access to Client log-in credentials. We are not affiliated with the platform and receive no compensation for using the platform. A link will be provided to the Client allowing them to connect an account(s) to the platform. Once client

account(s) is connected to the platform, we will review the current account allocations. When deemed necessary, we will rebalance the account considering client investment goals, objectives, and risk tolerance. These are primarily 401(k) accounts, Health Savings Accounts, and other assets we do not custody. We regularly review the available investment options in these accounts, monitor them, and rebalance and implement our strategies in the same way we do other accounts, though using different tools as necessary.

(iii) Financial Planning:

We provide a variety of financial planning and consulting services to individuals, families and other clients regarding the management of their financial resources based upon an analysis of the client's current situation, goals, and objectives. Generally, such financial planning services will involve preparing a financial plan or rendering a financial consultation for clients based on the client's financial goals and objectives. This planning or consulting may encompass one or more of the following areas: Investment Planning, Retirement Planning, Estate Planning, Charitable Planning, Education Planning, Corporate and Personal Tax Planning, Mortgage/Debt Analysis, Insurance Analysis, Lines of Credit Evaluation, Business and Personal Financial Planning.

Our written financial plans or financial consultations rendered to clients usually include general recommendations for a course of activity or specific actions to be taken by the clients. For example, recommendations may be made that the clients begin or revise investment programs, create or revise wills or trusts, obtain or revise insurance coverage, commence or alter retirement savings, or establish education or charitable giving programs. We may refer clients to an accountant, attorney or other specialist, as necessary for non-investment advisory related services. For written financial planning engagements, we provide our clients with a written summary of their financial situation, observations, and recommendations. For financial consulting engagements, we usually do not provide our clients with a written summary of our observations and recommendations. Plans or consultations are typically completed within six (6) months of the client signing a contract with us. Implementation of the recommendations will be at the discretion of the client. The Advisor does not require portfolio management clients to use this financial planning service.

C. Explanation of How Logic Wealth Management Tailors Advisory Services to Individual Client Needs; Client-Imposed Restrictions

(i) Individual Tailoring of Advice to Clients:

We offer individualized investment advice to clients utilizing our Portfolio Management service and Participant Account Management. Additionally, we offer general investment advice to clients utilizing our Financial Planning service. Individual tailoring of investment advice is based on each client's investment goals and objectives, as outlined in each client's Investment Policy Statement, and based on discussions with each client.

(ii) Client-Imposed Restrictions on Investing in Certain Securities or Types of Securities:

We allow clients to impose restrictions on investing in certain securities or types of securities within their accounts under our Portfolio Management service. Clients have the opportunity to place reasonable restrictions on the types of investments which will be made on the client's behalf. Examples of client restrictions include the use of socially responsible investments, avoiding

investments in specific companies, and avoiding investments in specific geographical areas. Clients will retain individual ownership of all securities.

Logic Wealth Management does not offer wrap fee programs.

D. Disclosure of Assets Under Management as of January 9, 2024

We manage **\$122,491,540** on a discretionary basis as of January 9, 2024. We do not manage funds on a non-discretionary basis as of January 9, 2024.

E. Additional Disclosures Regarding IRA Rollover Considerations

When we provide investment advice to you regarding your retirement plan account or individual retirement account, we are fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way we make money creates some conflicts with your interests, so we operate under a special rule that requires us to act in your best interest and not put our interests ahead of yours.

Under this special rule's provisions, we must:

- Meet a professional standard of care when making investment recommendations (give prudent advice);
- Never put our financial interests ahead of yours when making recommendations (give loyal advice);
- Avoid misleading statements about conflicts of interest, fees, and investments;
- Follow policies and procedures designed to ensure that we give advice that is in your best interest;
- Charge no more than is reasonable for our services; and
- Give you basic information about conflicts of interest

As part of our investment advisory services to you, we may recommend that you withdraw the assets from your employer's retirement plan and roll the assets over to an individual retirement account ("IRA") that we will manage on your behalf. If you elect to roll the assets to an IRA that is subject to our management, we will charge you an asset-based fee as set forth in the agreement you executed with our firm. This practice may present a conflict of interest because persons providing investment advice on our behalf have an incentive to recommend a rollover to you for the purpose of generating fee-based compensation. You are under no obligation, contractually or otherwise, to complete the rollover. Moreover, if you do complete the rollover, you are under no obligation to have the assets in an IRA managed by our firm.

Many employers permit former employees to keep their retirement assets in their company plan. Also, current employees can sometimes move assets out of their company plan before they retire or if they change jobs. In determining whether to complete the rollover to an IRA, and to the extent the following options are available, you should consider the costs and benefits of:

1. Leaving the funds in your employer's (former employer's) plan.
2. Moving the funds to a new employer's retirement plan.
3. Cashing out and taking a taxable distribution from the plan.
4. Rolling the funds into an IRA rollover account.

Each of these options has advantages and disadvantages and before making a change we encourage you to speak with your CPA and/or tax attorney. If you are considering rolling over your retirement funds to an IRA for us to manage here are a few points to consider before you do so:

1. Determine whether the investment options in your employer's retirement plan address your needs or whether you might want to consider other types of investments.
 - a. Employer retirement plans generally have a more limited investment options than IRAs.
 - b. Employer retirement plans may have unique investment options not available to the public such as employer securities, or previously closed funds.
2. Your current plan may have lower fees than our fees.
 - a. If you are interested in investing only in mutual funds, you should understand the cost structure of the share classes available in your employer's retirement plan and how the costs of those share classes compare with those available in an IRA.
 - b. You should understand the various products and services you might take advantage of at an IRA provider and the potential costs of those products and services.
3. Our strategy may have higher risk than the option(s) provided to you in your plan.
4. If you keep your assets titled in a 401k or retirement account, you could potentially delay your required minimum distribution.
5. Your current plan may also offer financial advice.
6. Your 401k may offer more liability protection than a rollover IRA; each state may vary.
 - a. Generally, federal law protects assets in qualified plans from creditors. Since 2005, IRA assets have been generally protected from creditors in bankruptcies. However, there can be some exceptions to the general rules so you should consult with an attorney if you are concerned about protecting your retirement plan assets from creditors.
7. You may be able to take out a loan on your 401k, but not from an IRA.
8. IRA assets can be accessed any time; however, distributions are subject to ordinary income tax and may also be subject to a 10% early distribution penalty unless they qualify for an exception such as disability, higher education expenses, or the purchase of a home.
9. If you own company stock in your plan, you may be able to liquidate those shares at a lower capital gains tax rate.
10. Your plan may allow you to hire us as the manager and keep the assets titled in the plan name. It is important that you understand the differences between these types of accounts and to decide whether a rollover is best for you. Prior to proceeding, if you have questions contact your investment adviser representative, or call our main number as listed on the cover page of this brochure.

Item 5: Fees and Compensation

We are required to describe our brokerage, custody, fees and fund expenses so you will know how much you are charged and by whom for our advisory services provided to you. Our fees are negotiable.

A. Description of How Logic Wealth Management Is Compensated for Advisory Services

(i) Portfolio Management/Participant Account Management:

For Portfolio Management and Participant Account Management accounts, fees will be charged as a percentage of assets under management, according to the following blended fee schedule:

<u>Assets under management</u>	<u>Annual Fee (%)</u>	<u>Quarterly Fee (%)</u>
\$0 to \$1,000,000	1.00%	0.25%
\$1,000,000 to \$1,999,999	0.75%	0.1875%
\$2,000,000 and above	0.50%	0.125%

A minimum of \$100,000 of assets under management is typically required for this service, with a minimum annual fee of \$1,000. Our firm may accept accounts valued under \$100,000 provided that the client has other accounts with our firm or that the client participates in a monthly systematic investment plan. This account size and minimum annual fee may be negotiable under certain circumstances. Logic may also waive fees for clients indefinitely or for a certain period of time.

Fees will be debited from client accounts in advance at the beginning of each calendar quarter based upon the value (market value or fair market value in the absence of market value) of the client's account at the end of the previous quarter. Fees will be debited from the account in accordance with the client authorization in the Client Services Agreement.

(ii) Financial Planning:

We charge on an hourly or flat fee basis for financial planning and consulting services. The total estimated fee, as well as the ultimate fee that we charge you, is based on the scope and complexity of our engagement with you. Our hourly fees are \$350 for our financial advisors. Flat fees generally range from \$750 to \$3,000.

B. Description of How Fees Are Deducted

(i) Portfolio Management and/or Participant Account Management:

Fees will be automatically deducted from your managed account. We do not directly bill clients in this category. As part of this process, you understand and acknowledge the following:

- a) Your independent custodian sends statements at least quarterly to you showing all disbursements for your account, including the amount of the advisory fees paid to us;
- b) You provide authorization permitting us to be directly paid by these terms;
- c) If we send a copy of our invoice to you, we send a copy of our invoice to the independent custodian at the same time we send the invoice to you;
- d) If we send a copy of our invoice to you, our invoice includes a legend. The legend urges the client to compare information provided in their statements with those from the qualified custodian in account opening notices and subsequent statements sent to the client for whom the adviser opens custodial accounts with the qualified custodian.

(ii) Financial Planning and Consulting:

We require a minimum retainer of \$750 for a financial planning or consulting fee with the remainder of the fee directly billed to you and due to us within thirty (30) days of your financial plan being delivered or consultation rendered to you. In all cases, we will not require a retainer exceeding \$750 when services cannot be rendered within 6 (six) months.

C. Description of Other Fees or Expenses Clients May Pay in Connection with Logic WM's Advisory Services, such as Custodian Fees or Mutual Fund Expenses

Clients will incur transaction charges for trades executed in their accounts. These transaction fees are separate from our fees and will be disclosed by the firm that the trades are executed through. Also, clients may pay the following separately incurred expenses: charges imposed directly by a mutual fund, index fund, or exchange traded fund which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses). Logic WM does not receive any part of these fees.

D. Explanation of Refunds of Fees Paid in Advance

We charge our advisory fees quarterly in advance. In the event that you wish to terminate our services, we will refund the unearned portion of our advisory fee to you. Please contact Logic WM in writing and state that you wish to terminate our services. Upon receipt of your letter of termination, we will proceed to close out your account and process a pro-rata refund of unearned advisory fees.

E. Advisory Services Only, No Commissionable Securities Sales

Logic WM does not sell securities for a commission. We have chosen not to act as a broker-dealer, as Logic WM focuses its business to providing clients with investment advisory services.

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

Logic WM does not charge performance fees to clients, nor do we manage accounts in a way that would create an incentive to favor any particular account over another.

Item 7: Types of Clients and Account Requirements

Logic WM's clients include individuals and high net worth individuals, trusts, estates or charitable organizations, pension and profit-sharing plans, corporations, limited liability companies, and other business entities.

As described in Item 5 above, Logic WM has minimum requirements for opening and maintaining accounts. Logic WM generally requires a minimum account balance of \$100,000 for our Portfolio Management and Participant Account Management service. This minimum account balance requirement is negotiable and appropriate fees will be charged throughout the course of the client's relationship with our firm. For Financial Planning clients, Logic WM generally charges a minimum fee of \$750 for written financial plans.

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

A. Analytical Methods and Investment Strategies

Analytical Methods

Logic WM uses a combination of fundamental, technical, and cyclical analysis in determining an investment strategy for each client. General principals of fundamental, technical, and cyclical analysis are applied when evaluating investments and creating a strategy based on each client's investment goals and objectives.

Investment Strategies:

- Long term purchases (securities held at least a year);
- Short term purchases (securities sold within a year);
- Trading (securities sold within 30 days);
- Margin transactions;
- Option writing, including covered options, uncovered options or spreading strategies.

Each investment strategy is complex and confidential to each client. Depending on conditions in the securities markets, economy, and political climate, Logic WM may tailor strategies appropriate to the client's interests.

B. Material Risks Associated with Investments

Investing in securities involves risk of loss that clients should be prepared to bear. Logic WM does not guarantee investment performance. While the stock market may increase and your account(s) could enjoy a gain, it is also possible that the stock market may decrease and your account(s) could suffer a loss. It is important that you understand the risks associated with investing in the stock market, are appropriately diversified in your investments, and ask us any questions you may have.

The following includes some, but not all, potential risks inherent with investing:

- **Stock Market Risk:** This risk involves the chance that stock prices overall will decline. The stock market tends to move in cycles, with periods of rising and falling prices.
- **Sector Risk:** This risk involves circumstances that affect specific sectors of businesses. Fluctuations in some sectors may be more extreme than overall market fluctuations.
- **Issuer Risk:** This risk involves specific issues that could affect an issuer that is unrelated to the overall market or sector. Factors include, but are not limited to, underperformance of management, investor sentiment, low earnings, unsuccessful ventures, litigation, and regulatory changes.
- **Liquidity Risk:** Investments, like other assets, may become illiquid depending on a variety of factors. This could cause an investment to be held for a significant period of time due to the difficulty in liquidating the investment.
- **Interest Rate Risk:** The value of investments may fluctuate due to changing interest rates, particularly for fixed income securities, such as bonds, the value of which generally decrease as interest rates rise.
- **Pandemic, Public Health, and Disaster Risk:** This risk includes the chance that a severe outbreak of disease or a disaster will negatively affect the financial markets and business in general, including the business of Logic WM. This can cause market volatility. While Logic

WM has policies and procedures in place to maintain business continuity, the unpredictable nature of pandemics, health crises, and natural disasters may affect the performance of investments.

C. Practices Relating to Cash Balances

We generally invest client's cash balances in money market funds, FDIC Insured Certificates of Deposit, high-grade commercial paper and/or government backed debt instruments. Ultimately, we try to achieve the highest return on our client's cash balances through relatively low-risk conservative investments. In most cases, at least a partial cash balance will be maintained in a money market account so that our firm may debit advisory fees for our services related to our Portfolio Management, as applicable.

Item 9: Disciplinary Information

Logic WM has not been involved in any reportable legal or disciplinary events material to a client or prospective client's evaluation of Logic WM's advisory business or the integrity of Logic WM's management.

Logic WM's management personnel have not been involved in any reportable legal or disciplinary events material to a client or prospective client's evaluation of Logic WM's advisory business or the integrity of Logic WM's management.

Item 10: Other Financial Industry Activities and Affiliations

Logic WM is not affiliated with other registered investment advisors or broker-dealers, nor is a related person of Logic WM affiliated with other registered investment advisors or broker-dealers.

A. Description of Activities and Affiliations of Persons Associated with Logic WM

David Chung, Managing Partner and 50% owner of Logic WM, Investment Advisor Representative of Logic Wealth Management, LLC, is also a licensed Real Estate Broker (CA license #01443158) and President of Sophis Real Estate, Inc. ("Sophis"), a Real Estate Brokerage. Sophis offers real estate-related services and is compensated through commissions and fees. Clients should be aware that potential conflict exist between the interest of the clients and the interest of the Advisor; and the client is under no obligation to act upon the recommendations of the Advisor; and if the client elects to act upon any of the recommendations, the client is under no obligation to affect the real estate transaction through the Advisor. These services take up about 20% of David's work week.

David Chung, is also a licensed Life/Accident and Health Agent (CA license #0D91534) and Property & Casualty Broker (CA license #0D91534). David may provide insurance product advice or recommendations. The client is under no obligation to act upon the recommendations of the Advisor. These services do not take up any time during David's work week.

Carlos A. Perez, Investment Advisor Representative of Logic Wealth Management, LLC., is also a licensed Real Estate Agent (CA license # 02137853) with Sophis Real Estate, Inc., a Real Estate Brokerage. Sophis offers real estate-related services and is compensated through commissions and fees. Clients should be aware that potential conflict exist between the interest of the clients and the

interest of the Advisor; and the client is under no obligation to act upon the recommendations of the Advisor; and if the client elects to act upon any of the recommendations, the client is under no obligation to affect the real estate transaction through the Advisor. These services take up about 15% of Carlos' work week.

Carlos is also owner of Perez Financial Coaching. Perez Financial Coaching offers financial coaching-related services and is compensated through fees. Clients should be aware that potential conflicts exist between the interest of the clients and the interest of the Advisor; and the client is under no obligation to act upon the recommendations of the Advisor; and if the client elects to act upon any of the recommendations, the client is under no obligation to act upon the recommendations of or contract with Perez Financial Coaching for coaching services through the Advisor. These services take up about 15% of Carlos' work week.

Eric La, Investment Advisor Representative of Logic Wealth Management, LLC, is also a licensed Real Estate Agent (CA license #02150820) with Sophis Real Estate, Inc., a Real Estate Brokerage. Sophis offers real estate-related services and is compensated through commissions and fees. Clients should be aware that potential conflict exist between the interest of the clients and the interest of the Advisor; and the client is under no obligation to act upon the recommendations of the Advisor; and if the client elects to act upon any of the recommendations, the client is under no obligation to affect the real estate transaction through the Advisor. These services take up about 10% of Eric's work week.

Rex Chan, Investment Advisor Representative of Logic Wealth Management, LLC, is also a licensed Real Estate Broker (CA license # 01504436) with Sophis Real Estate, Inc., a Real Estate Brokerage. Sophis offers real estate-related services and is compensated through commissions and fees. Clients should be aware that potential conflict exist between the interest of the clients and the interest of the Advisor; and the client is under no obligation to act upon the recommendations of the Advisor; and if the client elects to act upon any of the recommendations, the client is under no obligation to affect the real estate transaction through the Advisor. These services take up about 20% of Rex's work week.

Rex Chan is also a licensed Life/Accident and Health Agent (CA license # 0F46111) and Property & Casualty Broker (CA license # 0F46111). Rex may provide insurance product advice or recommendations. The client is under no obligation to act upon the recommendations of the Advisor. These services do not take up any time during Rex's work week.

Chi Zhang, Chief Compliance Officer of Logic Wealth Management, LLC, is also a California licensed Attorney that provides legal services and advice. Clients should be aware that potential conflicts of interests may arise due to Chi Zhang's role as an attorney. Chi Zhang does not solicit any of Logic WM's clients for legal services. Any potential conflicts of interests are thoroughly screened and will be promptly disclosed to Logic WM's clients should they arise. These services take up about 50% of Chi's work week.

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

A. Code of Ethics

Logic WM has established a Code of Ethics which applies to all of our associated persons. An investment adviser is considered a fiduciary. As a fiduciary, it is an investment advisor's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. We have a fiduciary duty to all clients. Our fiduciary duty is considered the core underlying principle for our Code of Ethics, which also includes Insider Trading and Personal Securities Transactions Policies and Procedures. We require all of our supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws. Upon employment or affiliation and at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand, and agree to comply with our Code of Ethics. Our firm and supervised persons must conduct business in an honest, ethical, and fair manner and avoid all circumstances that might negatively affect or appear to affect our fiduciary duty to clients.

If a client or a potential client wishes to review our Code of Ethics in its entirety, a copy will be provided promptly upon request.

B. Personal Trading

Individuals associated with Logic WM may buy or sell for their personal account(s) securities that may also be recommended to clients. We recognize that the personal investment transactions of members and employees of our firm demand the application of a high Code of Ethics and require that all such transactions be carried out in a way that does not endanger the interest of any client.

Logic WM and its associated persons do not engage in and are not permitted to engage in principal trading with any advisory client. All client trades are executed through the client's qualified custodian, which must adhere to the rules of best execution for client trades in the prevailing market environment.

In order to prevent actual or perceived conflicts of interest, we have in place a set of procedures with respect to transactions effected by our associates for their personal accounts. In order to monitor compliance with our personal trading policy, we have a quarterly securities transaction reporting system for all of our associates.

C. Insider Trading

Individuals associated with Logic WM may not buy, sell, or recommend securities or derivatives thereof while in possession of material, nonpublic information regarding the issuer. In accordance with Section 204-A of the Investment Advisers Act of 1940, Logic WM maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by the firm or individuals associated with the firm.

Item 12: Brokerage Practices

A. Factors Considered in Recommending Broker-Dealers for Client Transactions

Client assets are maintained in an account at a “qualified custodian,” generally a broker-dealer or bank. Logic WM does not maintain custody of our client's assets that we manage. Our firm is independently owned and operated and is not affiliated with the qualified custodian, nor are we affiliated with any custodian or recordkeeper. We recommend that our clients use a certain custodian based on a number of factors including, but not limited to, the size of the account, type of account, and number of participants. While we may recommend that you use a certain custodian or recordkeeper, you will decide whether to do so and open your account by entering into an account agreement directly with the qualified custodian.

Logic WM evaluates the qualified custodian and recordkeeper that will hold client assets and execute transactions on terms that are overall most advantageous to the client. Among the factors we consider are the custodian’s ability to execute, clear, and settle trades, facilitate transfer and payments between accounts, quality of services, reputation and financial strength of the custodian, and, as discussed below, the availability of products and services made available to Logic WM.

We generally recommend that our clients use Charles Schwab & Co., Inc. (Schwab), member FINRA/SIPC, a registered broker-dealer, as the qualified custodian. We disclose that our firm has an arrangement with Schwab that provides our firm with Schwab’s platform services. The platform services include, among others, brokerage, custodial, administrative support, record keeping, and related services that are intended to support our firm in conducting business and in serving the best interest of our clients, though which may benefit our firm. Schwab holds client assets in a brokerage account and will buy and sell securities when we instruct them to. While we recommend that you use Schwab as custodian/broker, you will decide whether to do so and will open your account with Schwab 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. Not all advisors require their clients to use a particular broker-dealer or other custodian selected by the advisor. Even though your account is maintained at Schwab, we can still use other brokers to execute trades for your account.

Products and services available to us from Schwab may include:

Schwab Advisor Service is Schwab’s business serving independent investment advisory firms like us. They provide us and our clients with access to their institutional brokerage services (trading, custody, reporting, and related services), many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients’ accounts, while others help us manage and grow our business. Schwab’s support services are generally available on an unsolicited basis and at no charge to us.

Services that benefit you may include:

Schwab’s institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab’s services described in this paragraph generally benefit you and your account.

Services that may not directly benefit you include:

Schwab 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. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or a substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that provides access to client account data (such as duplicate trade confirmations and account statements), facilitates trade execution, provides pricing and other market data, facilitates payment of our fees from our clients' accounts, and assists with back-office functions, recordkeeping, and client reporting.

Services that generally benefit only us may include:

Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educational conferences and events
- Consulting on technology, compliance, legal, and business needs
- Publications and conferences on practice management and business succession
- Access to employee benefits providers, human capital consultants, and insurance providers
- Marketing consulting and support

Our interest in Schwab's services:

The availability of these services from Schwab benefits us because we do not have to produce or purchase them. This is a potential conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. Our selection is primarily supported by the scope, quality, and price of Schwab's services and not Schwab's services that benefit only us. Based on the amount of assets under management, we do not believe that requiring our clients to custody assets at Schwab presents a material conflict of interest.

Schwab provides us with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors on an unsolicited basis. Schwab's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

Schwab Advisor Services also offers other services intended to help us manage and further develop our business enterprise. These services may include: (i) compliance, legal and business consulting; (ii) publications and conferences on practice management and business succession; and (iii) access to employee benefits providers, human capital consultants and insurance providers. Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to us. Schwab Advisor Services may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to us. Schwab Advisor Services may also provide other benefits such as educational events or occasional business entertainment to us.

As a fiduciary, our firm and our associated persons endeavor to act in the best interests of our clients. However, our recommendation that our clients maintain their assets in accounts at Schwab may be based in part on benefits provided to us by the availability of some of the foregoing products and services and not solely on the nature, cost, or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

You may be charged transaction fees involved when purchasing or selling securities through the selected broker-dealer/custodian. We mitigate potential conflicts of interests with clients by not sharing in any portion of the brokerage fees/transaction charges imposed by the broker-dealer/custodian. Additionally, the commission/transaction fees charged by the broker-dealer/custodian may be higher or lower than those charged by other broker-dealer/custodians.

As a result of receiving the services discussed above for no additional cost, we may have an incentive to continue to use or expand the use of Schwab's services. Our firm examined this potential conflict of interest when recommending brokerage services at Schwab and we have determined that the relationship does not conflict with our clients' interests and satisfies our client obligations, including our duty to seek best execution.

Schwab may charge brokerage commissions and transaction fees for effecting certain securities transactions (i.e., transaction fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). Schwab enables us to obtain many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges. Schwab's commission rates are generally discounted from customary retail commission rates. However, the commission and transaction fees charged by Schwab may be higher or lower than those charged by other custodians and broker-dealers.

Clients may pay a commission to Schwab that is higher than what another qualified broker dealer might charge to execute the same transaction where we determine in good faith that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible 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, and responsiveness. Accordingly, although we will seek competitive rates, to the benefit of all clients, we may not necessarily obtain the lowest possible commission rates for specific client account transactions.

Our firm does not receive client referrals from the broker-dealer.

B. Directed Brokerage

In certain instances, clients may seek to limit or restrict our discretionary authority in making the determination of the brokers with whom orders for the purchase or sale of securities are placed for execution, and the commission rates at which such securities transactions are executed. Not all advisors require clients to direct brokerage. Any such client direction must be in writing (often through our advisory agreement), and may contain a representation from the client that the arrangement is permissible under its governing laws and documents, if it is relevant.

We provide disclosure in writing to clients who direct trades to particular brokers, that with respect to their directed trades, they will be treated as if they have retained the investment discretion that we

otherwise would have in selecting brokers to effect transactions and in negotiating commissions and that such direction may adversely affect our ability to obtain best price and execution. In addition, we will inform you in writing that your trade orders may not be aggregated with other clients' orders and that direction of brokerage may hinder best execution.

C. Special Considerations for ERISA Clients

A retirement or ERISA plan client may direct all or part of portfolio transactions for its account through a specific broker or dealer in order to obtain goods or services on behalf of the plan. Such direction is permitted provided that the goods and services provided are reasonable expenses of the plan incurred in the ordinary course of its business for which it otherwise would be obligated and empowered to pay. ERISA prohibits directed brokerage arrangements when the goods or services purchased are not for the exclusive benefit of the plan. Consequently, we will request that plan sponsors who direct plan brokerage provide us with a letter documenting that this arrangement will be for the exclusive benefit of the plan.

Item 13: Review of Accounts or Financial Plans

A. Frequency and Nature of Client Account Review

We review accounts on at least a quarterly basis for our clients subscribing to our Portfolio Management and Participant Account Management service. The nature of these reviews is to assess whether clients' accounts are in line with their investment objectives, appropriately positioned based on market conditions and investment policies, if applicable. Our Financial Advisors or Portfolio Managers will conduct the reviews. Clients may elect to receive reports by electronic delivery.

Financial Planning clients do not receive reviews of their written plans unless they take action to schedule a financial consultation with us. We do not provide ongoing services to financial planning clients, but are willing to meet with such clients upon their request to discuss updates to their plans or changes in their circumstances, or other questions and concerns they may have.

B. Non-Periodic Additional Review of Client Accounts

We may review client accounts more frequently than quarterly as described above. Among the factors which may trigger an off-cycle review are major market or economic events, the client's life events, requests by the client, deposit or withdrawal of funds, or a change in the client's investment goals or objectives.

C. Nature of Review

Verbal reports to clients take place on at least an annual basis when we meet with clients who subscribe to our Portfolio Management and/or Participant Account Management service. We do not provide written reports to these clients, though we may do so if requested by the client.

Financial planning clients do not receive written or verbal updated reports regarding their financial plans unless they separately contract with us for a post-financial plan meeting or update to their initial written financial plan.

Item 14: Client Referrals and Other Compensation

Logic WM does not receive an economic benefit such as sales awards or other prizes from any third party for providing investment advisory services to its clients. When appropriate, Logic WM may refer clients to non-associated professionals, such as accountants or attorneys, that Logic WM believes are competent and qualified in their field. However, it is the client's choice to evaluate the merits of those professionals and it is the client's choice to retain their services. Clients are under no obligation to obtain any products or services through those professionals. Logic WM will not share any client information with other professionals unless explicitly authorized or requested by the client.

Logic WM has received client referrals over the course of its business. The majority of these referrals are word-of-mouth recommendations by current clients. The firm does not compensate those persons referring potential clients to Logic WM.

Logic WM does not actively seek out third party testimonials or endorsements. However, Logic WM will comply with Rule 206(4)-1 under the Advisers Act if it provides compensation to a third party for a testimonial or endorsement.

Please see Item 12 above for a detailed description of Logic WM's recommendation of Charles Schwab as the qualified custodian of client accounts.

Item 15: Custody

Logic WM does not maintain custody of client funds. As described in Item 12 Brokerage Practices above, all client assets are held at qualified custodians.

We have adopted the following safeguarding procedures:

- (1) Our clients must provide us with written authorization permitting direct payment to us of our advisory fees from their account(s) maintained by a custodian who is independent of our firm;
- (2) We must send a statement to our clients showing the amount of our fee, the value of your assets upon which our fee was based, and the specific manner in which our fee was calculated;
- (3) We must disclose to you that it is your responsibility to verify the accuracy of our fee calculation, and that the custodian will not determine whether the fee is properly calculated; and
- (4) Your account custodian must agree to send you a statement, at least quarterly, showing all disbursements from your account, including advisory fees.

We encourage our clients to raise any questions with us about the custody, safety, or security of their assets. The custodians we do business with will send you independent account statements listing your account balance(s), transaction history and any fee debits or other fees taken out of your account.

Item 16: Investment Discretion

Discretionary trading authority allows us to place trades in client accounts in order to promptly implement the investment goals and objectives of the client. Discretionary trading authority allows Logic WM to determine the securities to be bought or sold and the amount of securities to be

bought or sold. Discretionary authority is exercised in a manner consistent with the investment objectives of the particular client.

Discretionary account clients are required to sign a discretionary investment advisory agreement with our firm for the management of their account. This type of agreement only applies to our Portfolio Management and Participant Account Management clients. We do not take or exercise discretionary authority with respect to our other clients.

Item 17: Voting Client Securities

Logic WM does not accept the proxy authority to vote client securities. Clients will receive proxies or other solicitations directly from their custodian or a transfer agent. In the event that proxies are sent to our firm, we will forward them on to you and ask the party who sent them to mail them directly to you in the future. Clients may call, write or email us to discuss questions they may have about particular proxy votes or other solicitations.

Item 18: Financial Information

Logic WM does not have any reportable financial impairment that would affect the firm's abilities to meet its contractual commitments. Logic WM does not reasonably believe that it is unable to meet its contractual commitments. Logic WM has never filed for bankruptcy and is not facing any financial condition that is reasonably likely to impair or affect Logic WM's ability to meet its contractual commitments.