

ITEM 1: COVER PAGE



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October 31, 2024

FIRM BROCHURE (FORM ADV PART 2A)

This brochure provides information about the qualifications and business practices of FiWheels LLC. If Client have any questions about the contents of this brochure, please contact us at the phone number listed above. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Registration (e.g., “registered investment adviser”) does not imply a certain level of skill or training.

Additional information about FiWheels LLC (CRD# 333225) also is available on the SEC’s website at www.adviserinfo.sec.gov.

ITEM 2: MATERIAL CHANGES

Pursuant to state rules and regulations, FiWheels LLC will ensure that Clients receive a summary of any material changes to this and subsequent disclosure brochures within 30 days following the filing of any material updating amendment. FiWheels LLC will also offer a copy of its current disclosure brochure at no additional cost and may also provide other ongoing disclosure information about material changes as necessary.

Clients and prospective Clients can always receive the most current disclosure brochure for FiWheels LLC at any time by contacting their investment adviser representative.

Since our firm's initial filing on September 26, 2024, the following items were amended:

- Item 12 was amended to disclose Interactive Brokers, which is the Qualified Custodian our firm recommends.

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ITEM 4: ADVISORY BUSINESS

Firm Description

FiWheels LLC (“FiWheels” or the “Firm”) was founded during 2021, in the State of Arizona and applied to become an investment adviser on September 26, 2024.

The Principal Owner and Chief Compliance Officer of FiWheels is Christopher Oswalt.

FiWheels derives its revenue solely from financial planning and investment advisory fees. FiWheels’ compensation is only from fees paid directly by Clients. The firm does not receive any commission based on a client’s purchase of any particular financial product(s). No commissions in any form are accepted. No referral fees are paid nor accepted. No benefits are received from any custodians or broker-dealers based on client securities transactions (“soft dollar benefits”).

Types of Advisory Services

FiWheels offers a large variety of services, financial planning, income planning, retirement planning, investment management, retirement plan consulting for plan participants, and estate planning. The Firm offers these services to Clients or potential Clients (“Clients” or “Client”).

Prior to providing any investment advisory services, FiWheels requires a written financial services agreement (“FSA”) be executed by the Client. The FSA will outline the services available to the Client and the fees the Client will incur.

Portfolio Management

FiWheels specializes in quantitative, fundamental, technical, and economic analysis to determine what investments favor FiWheels’ investment models. FiWheels assesses a Client’s current holdings and ensures alignment with short- and long-term goals. The portfolio may consist of individual stocks, bonds, exchange traded funds (“ETFs”), independent managers, mutual funds and other public and private securities or investments. The Client’s individual investment strategy is tailored to their specific needs and may include some or all of the previously mentioned securities. FiWheels reviews investment performance and portfolio exposure to market conditions. Accordingly, FiWheels is authorized to perform various functions without further approval from the Client, such as determining securities to be purchased or sold without prior permission from the Client for each transaction.

The Firm offers three types of accounts (hereinafter referred to as “Wheels”). The diagram of a Wheel is similar to a pie chart. The Fixed Income Wheel’s pie pieces include a maturity date and position size akin to a bond ladder. For the Asset Allocation Wheel, each piece represents a different asset class and position size, such as small, medium, and large cap stocks. Finally, the Trading Wheel represents a different stock and position size, while the characteristic of the this

portfolio is frequently changing and could change drastically from one day to the next depending upon inputs.

Any and all trades are made in the best interest of the Client as part of FiWheels' fiduciary duty. However, risk is inherent to any investing strategy and model. Therefore, FiWheels does not guarantee any results or returns.

FiWheels is an asset-based fee investment management firm. The Firm does not receive commissions for purchasing or selling stocks, bonds, mutual funds, real estate investment trusts, or other commissioned products for Clients.

FiWheels does not act as a custodian of Client assets. The Client always maintains asset control. FiWheels places trades for Clients under a limited power of attorney through a qualified custodian/broker.

Held Away Account Management

FiWheels uses a third-party platform to facilitate management of held away assets including but not limited to: 401(k), 403(b), 401(a), HSA, VEBA, 414(h) and 457(b) and (f), with discretion or with prior Client approval, as agreed upon at the time of engagement. FiWheels is not considered to have custody of Client funds since FiWheels do not have direct log-in access to Client accounts to affect trades. FiWheels is not affiliated with the platform in any way and receives no compensation from them for using their 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, Advisor will review the current account allocations. When deemed necessary, Advisor will rebalance the account considering Client investment goals and risk tolerance, and any change in allocations will consider current economic and market trends. The goal is to improve account performance over time, minimize loss during difficult markets, and manage internal fees that harm account performance. Client account(s) will be reviewed at least annually, and allocation changes will be made as deemed necessary.

Financial Planning Services

Financial planning services typically involve providing a variety of advisory services to Clients about the management of their financial resources based upon an analysis of each Client's needs. These services can range from broad-based financial planning to consultative or single subject planning. If the Client retains FiWheels for financial planning services, FiWheels gather the necessary information through in-depth, personal interviews. Information may include Client's current financial status, future goals, attitudes towards risk and other relevant information. FiWheels may also utilize financial planning software to determine the Client's current financial position and to define and quantify Client's long-term goals and objectives. Once the long-term objectives are specified (both financial and non-financial), FiWheels develops shorter-term, and sometimes targeted, objectives. Once FiWheels reviews and analyzes the information provided by the Client, FiWheels will input the data into the firm's financial planning software, which will develop a financial plan designed to help the Client achieve their stated financial goals and

objectives. Depending on the terms of the agreement, FiWheels may deliver a written plan to Client.

In general, the financial plan may address some or all of the following areas, although this list is not all inclusive:

- Personal: family records, budgeting, personal liability, estate information and financial goals.
- Tax and Cash Flow: Income tax and spending analysis and planning for the past, current and future years. We illustrate the impact of various investments on the Client's or Clients' current income tax and future tax liability
- Death and Disability: Cash needs at death, income needs of surviving dependents, estate planning and disability income analysis.
- Retirement: Analysis of current strategies and investment plans to help the Clients achieve their retirement objectives.
- Investments: Analysis of investment alternatives and their effects on Client portfolios.

Financial plans are based on the Client's financial situation, as well as the accuracy and relevancy of the information provided at the time FiWheels develops the plan. FiWheels kindly requests that the Client promptly notify the Firm if the Client experiences a serious life event, change in financial situation, different goals, or new objectives.

Client is under no obligation to act on our financial planning or consulting recommendations and FiWheels recommend that the Client work closely with their attorney, accountant, insurance agent, and/or other financial professionals. Should the Client choose to act on any of FiWheels' recommendations, the Client is not obligated to implement the financial plan through any of our other investment advisory services. Moreover, the Client may act on FiWheels' recommendations by placing securities transactions with any brokerage firm. If the Client chooses to implement the plan through our firm, FiWheels reserve the right to determine whether the financial planning fees will be waived or offset by advisory fees and/or additional compensation earned in the implementation process. The scope and complexity of the financial planning services rendered provided may determine the waiver or offset of the fee.

Services Tailored to Clients' Needs

FiWheels offers individualized advisory services to Clients as part of our portfolio management services. Clients may request that FiWheels refrain from investing in particular securities or certain types of securities. Clients must provide these restrictions to our firm in writing.

A review of the information provided by the Client regarding the Client's current financial situation, goals, and risk tolerances will be performed and advice will be provided that is in line with available information.

Wrap Fee Program

FiWheels does not offer nor participate in a Wrap Fee Program.

Assets Under Management

As of October 21, 2024, FiWheels has the following assets under management:

Discretionary assets:	\$0.00
Non-discretionary assets:	\$0.00

ITEM 5: FEES AND COMPENSATION

Fees and other charges

Portfolio Management Services:

Fees for individually managed accounts are as follows:

Account Type	Fee (Annual Percentage) *
Fixed Income Wheel	0.19%
Asset Allocation Wheel	0.49%
Trading Wheel	1.99%

**Fees are negotiable based on account size and complexity.*

All portfolio fees are deducted by the qualified custodian of record quarterly in arrears based on the account value of the last day of the billing period, or as otherwise indicated in the Client agreement. Fees are negotiable, and may be higher or lower than this range, based on the nature of the account. Client statements for prior deductions will be provided on a quarterly basis.

FiWheels will provide investment advisory services and portfolio management services but will not provide custodial or other administrative services. At no time will FiWheels accept or maintain custody of a Client’s funds or securities except for authorized fee deduction. The Client may contact the Custodian directly for disbursements, or account record changes, and may also do so in writing to the custodian. FiWheels may act at the Client’s convenience to facilitate such written communications to the Custodian, provided that such action is not construed to be custody of Client assets.

FiWheels in its sole discretion, may discount the investment advisory fee at the household or account level based upon certain criteria (e.g., historical relationship, types of assets, anticipated

future additional assets, dollar amounts of assets to be managed, related accounts, account composition, etc.). The discount will be expressed in basis points.

Clients may terminate their advisory contract with FiWheels, in whole or in part, by providing advance written notice.

Client’s advisory agreement with FiWheels is non-transferable without Client’s written approval.

Held Away Account Management

When advising individuals on held away assets, Adviser will utilize an unaffiliated platform named Pontera (hereinafter the “Platform”). This Platform will directly charge Adviser for use of their platform. For the portion of Client’s portfolio “held away” on this platform under our management, Adviser will charge a fee of .30% to be remitted directly to the Platform provider in addition to the fee charged for one of the three investment advisory types described in Schedule A annually, calculated quarterly in advance based on the previous quarter's ending balance.

As it is impossible to directly debit Client’s asset-based advisory fees from qualified accounts, fees will be assigned to the Client’s nonqualified and/or IRA accounts being managed by Adviser. If the Client does not have a non-qualified or IRA account under Adviser’s management, those fees will be billed directly to the Client. Adviser will remit the percentage owed to the platform on a quarterly basis in advance but will recoup the entirety of the fee from you, as calculated on a quarterly basis. If there are insufficient funds available in another account or if Adviser believe that deducting the fee from another account would be prohibited by applicable law, Adviser will invoice the Client. Adviser retains the right to terminate this service by notice in writing to the Client if the fee for these services remains unpaid by the date of the next billing cycle.

Financial Planning Services

Financial planning services are provided for an agreed upon fixed rate payable monthly in advance which are as follows:

Type of Account/Client	Fee (Per Month)*
Couple	\$499.00
Single	\$399.00
Over \$7 million**	Negotiable**

**Fees are negotiable based on complexity and scope of the plan*

***Can be a Couple or Single*

The fee is negotiable depending upon the complexity and scope of the plan, Client’s financial situation, and Client’s objectives.

An estimate of the total time/cost will be determined at the start of the advisory relationship. Typically, FiWheels' financial planning fees are due at the inception of the advisory relationship, unless otherwise agreed to in writing. FiWheels will not require prepayment of a fee more than six months in advance and in excess of \$500.

FiWheels offers ongoing financial planning services which will be billed monthly in advance. FiWheels accepts several payment methods including but not limited to: credit cards, checks, electronic funds transfer, or direct debiting of a brokerage account.

Client may terminate the financial planning agreement by providing written notice to FiWheels. If Client has pre-paid financial planning fees that FiWheels have not yet earned, Client will receive a prorated refund of those fees up to the date of termination.

Fee Deduction Disclosure

Where FiWheels deducts its management or financial planning fee from Client accounts utilizing a qualified custodian, the Firm is required to meet the following requirements.

- a. Possess written authorization from the Client to deduct fees from an account held by a qualified custodian;
- b. FiWheels must send the qualified custodian a written invoice detailing the fee amount to be deducted from the Client account; and,
- c. FiWheels must have a reasonable basis, after due inquiry, for believing that the qualified custodian sends an account statement, at least quarterly, to each of Client's Clients for which it maintains funds or securities, identifying the amount of funds and of each security in the account at the end of the period and setting forth all transactions in the account during that period.

Right of Cancellation

In addition to the right to terminate an agreement pursuant to its terms, a Client may cancel an agreement with Adviser within five (5) business days of first receiving a copy of this disclosure brochure and supplement without penalty or fee.

Additional Fees and Expenses

As part of FiWheels' investment advisory services to the Client, FiWheels may invest, or recommend that Client invest, in mutual funds and exchange traded funds. The fees that Client pay to our firm for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or exchange traded funds (described in each fund's prospectus) to their shareholders. These fees will generally include a management fee and other fund expenses. You will also incur transaction charges and/or brokerage fees when purchasing or selling securities.

These charges and fees are typically imposed by the broker-dealer or custodian through whom Client's account transactions are executed. We do not share in any portion of the brokerage fees/transaction charges imposed by the broker-dealer or custodian. To fully understand the total cost Client will incur, Client should review all the fees charged by mutual funds, exchange traded funds, our firm, and others. For information on our brokerage practices, refer to the *Item 12 Brokerage Practices* section of this brochure.

Compensation for the Sale of Securities or Investment Products

Neither FiWheels nor its supervised persons accept any commissions or compensation for the sale of securities nor other investment products, including asset-based sales charges or service fees from the sale of mutual funds.

ITEM 6: PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

FiWheels does not charge nor accept performance-based fees.

ITEM 7: TYPES OF CLIENTS

FiWheels provides investment advice to many different types of Clients. These Clients generally include individuals, high net worth individuals, trusts, and estates.

Minimum Account Size

FiWheels does not have a minimum account size to engage our firm for services.

ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Methods of Analysis

FiWheels may use the following methods when considering investment strategies and recommendations.

Fundamental Analysis

A fundamental analysis is a method of evaluating a company or security by attempting to measure its intrinsic value. Fundamental analysis attempts to determine the true value of a company or

security by looking at all aspects of the company or security, including both tangible factors (e.g., machinery, buildings, land, etc.) and intangible factors (e.g., patents, trademarks, “brand” names, etc.). Fundamental analysis also involves examining related economic factors (e.g., overall economy and industry conditions, etc.), financial factors (e.g., company debt, interest rates, management salaries and bonuses, etc.), qualitative factors (e.g., management expertise, industry cycles, labor relations, etc.), and quantitative factors (e.g., debt-to-equity and price-to-equity ratios).

The end goal of performing fundamental analysis is to produce a value that an investor can compare with the security's current price with the aim of determining what sort of position to take with that security (e.g., if underpriced, the security should be bought; if overpriced the security should sold). Fundamental analysis uses real data to evaluate a security's value. Although most analysts use fundamental analysis to value stocks, this method of valuation can be used for many types of securities.

Technical Analysis

A technical analysis is a method of evaluating securities that analyzes statistics generated by market activity, such as past prices and volume. Technical analysis does not attempt to measure a security's intrinsic value, but instead uses past market data and statistical tools to identify patterns that can suggest future activity. Historical performance of securities and the markets can indicate future performance.

Charting

Charting is a technical analysis that charts the patterns of stocks, bonds, and commodities to help determine buy and sell recommendations for Clients. It is a way of gathering and processing price and volume information in a security by applying mathematical equations and plotting the resulting data onto graphs in order to predict future price movements. A graphical historical record assists the analyst in spotting the effect of key events on a security's price, its performance over a period of time, and whether it is trading near its high, near its low or in between. Chartists believe that recurring patterns of trading, commonly referred to as indicators, can help them forecast future price movements.

Cyclical Review

A cyclical analysis assumes the market reacts in reoccurring patterns that can be identified and leveraged to provide performance. Cyclical analysis of economic cycles is used to determine how these reoccurring patterns, or cycles, affect the returns of a given investment, asset, or company. Cyclical analysis is a time-based assessment which incorporates past and present performance to determine future value. Cyclical analyses exist because the broad economy has been shown to move in cycles, from periods of peak performance to periods of low performance. The risks of this strategy are two-fold: (1) the markets do not always repeat cyclical patterns; and (2) if too many investors begin to implement this strategy, it changes the very cycles of which they are trying to take advantage.

Economic Review

An economic analysis determines the economic environment over a certain time horizon. This involves following and updating historic economic data such as U.S. gross domestic product and consumer price index as well as monitoring key economic drivers such as employment, inflation, and money supply for the world's major economies.

Investment Strategies

When implementing investment advice to Clients, the Firm may employ a variety of strategies to best pursue the objectives of Clients. Depending on market trends and conditions, FiWheels will employ any technique or strategy herein described, at the Firm's discretion and in the best interests of the Client. The Firm does not recommend any particular security or type of security. Instead, the Firm makes recommendations to meet a particular Client's financial objectives. There is inherent risk to any investment and Clients may suffer loss of ALL OR PART of a principal investment.

Long-Term Purchases

Long-term purchases are securities that are purchased with the expectation that the value of those securities will grow over a relatively long period, generally greater than one year. Long-term purchases may be affected by unforeseen changes in the company in which a Client is invested or in the overall market. Long-term trading is designed to capture market rates of both return and risk. Frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes. Due to its nature, the long-term strategy can expose Clients to various other types of risk that will typically surface at various intervals during the time the Client owns the investments. These risks include, but are not limited to, inflation (purchasing power) risk, interest rate risk, economic risk, and political/regulatory risk.

Short-Term Purchases

Short-term purchases are securities that are purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short-term price fluctuations. Short-term trading generally holds greater risk. Frequent trading can affect investment performance due to increased brokerage fees and other transaction costs and taxes.

Strategic Asset Allocation

Asset allocation is a combination of several different types of investments; typically, this includes stocks, bonds, and cash equivalents among various asset classes to achieve diversification. The objective of asset allocation is to manage risk and market exposure while still positioning a portfolio to meet financial objectives.

Risk of Loss

Investing inherently involves risk up to and including loss of the principal sum. Further, past performance of any security is not necessarily indicative of future results. Therefore, future performance of any specific investment or investment strategy based on past performance should

not be assumed as a guarantee. FiWheels does not provide any representation or guarantee that the financial goals of Clients will be achieved.

The potential return or gain and potential risk or loss of an investment varies, generally speaking, with the type of product invested in. Below is an overview of the types of products available on the market and the associated risks of each:

- General Risks: Investing in securities always involves risk of loss that Client should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate Clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that Client's financial goals and objectives can or will be met. Past performance is in no way an indication of future performance. We also cannot assure that third parties will satisfy their obligations in a timely manner or perform as expected or marketed.
- General Market Risk: Investment returns will fluctuate based upon changes in the value of the portfolio securities. Certain securities held may be worth less than the price originally paid for them, or less than they were worth at an earlier time.
- Common Stocks: Investments in common stocks, both directly and indirectly through investment in shares of ETFs, may fluctuate in value in response to many factors, including, but not limited to, the activities of the individual companies, general market and economic conditions, interest rates, and specific industry changes. Such price fluctuations subject certain strategies to potential losses. During temporary or extended bear markets, the value of common stocks will decline, which could also result in losses for each strategy.
- Portfolio Turnover Risk: High rates of portfolio turnover could lower the performance of an investment strategy due to increased costs and may result in the realization of capital gains. If an investment strategy realizes capital gains when it sells its portfolio investments, it will increase taxable distributions to Client. High rates of portfolio turnover in a given year would likely result in short-term capital gains and under current tax law Client would be taxed on short-term capital gains at ordinary income tax rates, if held in a taxable account.
- Non-Diversified Strategy Risk: Some investment strategies may be non-diversified (e.g., investing a greater percentage of portfolio assets in a particular issuer and owning fewer securities than a diversified strategy). Accordingly, each such strategy is subject to the risk that a large loss in an individual issuer will cause a greater loss than it would if the strategy held a larger number of securities or smaller positions sizes.
- Model Risk: Financial and economic data series are subject to regime shifts, meaning past information may lack value under future market conditions. Models are based upon assumptions that may prove invalid or incorrect under many market environments. We may

use certain model outputs to help identify market opportunities and/or to make certain asset allocation decisions.

There is no guarantee any model will work under all market conditions. For this reason, FiWheels include model related results as part of our investment decision process, but FiWheels often relies on professional judgment more heavily in making trades or asset allocations.

- ETF Risks, including Net Asset Valuations and Tracking Error: An ETF's performance may not exactly match the performance of the index or market benchmark that the ETF is designed to track because 1) the ETF will incur expenses and transaction costs not incurred by any applicable index or market benchmark; 2) certain securities comprising the index or market benchmark tracked by the ETF may, from time to time, temporarily be unavailable; and 3) 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 Depository 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.

Clients should be aware that to the extent they invest in ETF securities they will pay two levels of advisory compensation – advisory fees charged by FiWheels plus any advisory fees charged by the issuer of the ETF. This scenario may cause a higher advisory cost (and potentially lower investment returns) than if a Client purchased the ETF directly. An ETF typically includes embedded expenses that may reduce the ETF's net asset value, and therefore directly affect the ETF's performance and indirectly affect a Client's portfolio performance or an index benchmark comparison. Expenses of the ETF may include investment advisor 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.

- Inflation, Currency, and Interest Rate Risks: Security prices and portfolio 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. In addition, the relative value of the U.S. dollar-denominated assets primarily managed by FiWheels may be affected by the risk that currency devaluations affect Client purchasing power.
- Liquidity Risk: Liquidity is the ability to readily convert an investment into cash to prevent a loss, realize an anticipated profit, or otherwise transfer funds out of the particular investment. Generally, investments are more liquid if the investment has an established

market of purchasers and sellers, such as a stock or bond listed on a national securities exchange. Conversely, investments that do not have an established market of purchasers and sellers may be considered illiquid. Your investment in illiquid investments may be for an indefinite time, because of the lack of purchasers willing to convert Client's investment to cash or other assets.

- 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 advisor 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, particularly for options, swaps, master limited partnerships, Real Estate Investment Trust, Exchange Traded Products/Funds/Securities. We do not engage in tax planning, and in certain circumstances a Client may incur taxable income on their investments without a cash distribution to pay the tax due. Clients and their personal tax advisors are responsible for how the transactions in their account are reported to the IRS or any other taxing authority.
- Foreign Investing and Emerging Markets Risk: Foreign investing involves risks not typically associated with U.S. investments, and the risks may be exacerbated further in emerging market countries. These risks may include, among others, adverse fluctuations in foreign currency values, as well as adverse political, social, and economic developments affecting one or more foreign countries.

In addition, foreign investing may involve less publicly available information and more volatile or less liquid securities markets, particularly in markets that trade a small number of securities, have unstable governments, or involve limited industry. Investments in foreign countries could be affected by factors not present in the U.S., such as restrictions on receiving the investment proceeds from a foreign country, foreign tax laws or tax withholding requirements, unique trade clearance or settlement procedures, and potential difficulties in enforcing contractual obligations or other legal rules that jeopardize shareholder protection. Foreign accounting may be less transparent than U.S. accounting practices and foreign regulation may be inadequate or irregular.

- Information Security Risk: We may be susceptible to risks to the confidentiality and security of its operations and proprietary and customer information. Information risks, including theft or corruption of electronically stored data, denial of service attacks on our website or websites of our third-party service providers, and the unauthorized release of confidential information are a few of the more common risks faced by us and other investment advisers. Data security breaches of our electronic data infrastructure could have the effect of disrupting our operations and compromising our customers' confidential and personally identifiable information. Such breaches could result in an inability of us to conduct business, potential losses, including identity theft and theft of investment funds

from customers, and other adverse consequences to customers. We have taken and will continue to take steps to detect and limit the risks associated with these threats.

- Tax Risks: Tax laws and regulations applicable to an account with FiWheels may be subject to change and unanticipated tax liabilities may be incurred by an investor as a result of such changes. In addition, customers may experience adverse tax consequences from the early assignment of options purchased for a customer's account. Customers should consult their own tax advisers and counsel to determine the potential tax-related consequences of investing.
- Advisory Risk: There is no guarantee that our judgment or investment decisions on behalf of particular any account will necessarily produce the intended results. Our judgment may prove to be incorrect, and an account might not achieve her investment objectives. In addition, it is possible that FiWheels may experience computer equipment failure, loss of internet access, viruses, or other events that may impair access to accounts' custodians' software. FiWheels and its representatives are not responsible to any account for losses unless caused by FiWheels breaching our fiduciary duty.
- Dependence on Key Employees: An accounts success depends, in part, upon the ability of our key professionals to achieve the targeted investment goals. The loss of any of these key personnel could adversely impact the ability to achieve such investment goals and objectives of the account.
- Restriction Risk: Clients may at all times place reasonable restrictions on the management of their accounts. However, placing these restrictions may make managing the accounts more difficult, thus lowering the potential for returns.

FiWheels does not primarily recommend a particular type of security.

ITEM 9: DISCIPLINARY INFORMATION

Registered investment advisers are required to disclose any legal or disciplinary events that are material to a Client's or prospective Client's evaluation of the advisory business or integrity of FiWheels' management.

FiWheels has no disciplinary disclosures. Christopher Oswalt, Owner and Chief Compliance Officer of FiWheels, has no disciplinary disclosures.

ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Registration as a Broker/Dealer or Broker/Dealer Representative

FiWheels is not registered and does not have an application pending to register, as a broker dealer and its management persons are not registered as broker/dealer representatives and there are no pending applications to become such a representative.

Registration as a Futures Commission merchant, Commodity Pool Operator

FiWheels and its management persons are not registered and do not have application pending to register, as a futures commission merchant, commodity pool operator/advisor.

Relationships Material to this Advisory Business and Possible Conflicts of Interest

Certain representatives of FiWheels maintain financial affiliated business as insurance agents. However, these are only for fixed insurance products that the FiWheels representatives do not earn any commissions on, and they are prohibited from earning a commission per FiWheels' internal policies. Clients have the option to purchase these products through another insurance agent of their choosing.

Selection of other Advisors

FiWheels does not recommend or select other investment advisers for its Clients.

ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Fiduciary Status

According to federal law, an investment advisor is considered a fiduciary. As a fiduciary, it is an investment advisor's responsibility to provide fair and full disclosure of all material facts. In addition, an investment advisor has a duty of utmost good faith to act solely in the best interest of each of its Clients. FiWheels and its representatives have a fiduciary duty to all Clients.

FiWheels and its representatives' fiduciary duty to Clients is considered the core underlying principle for FiWheels' Code of Ethics and represents the expected basis for all representatives' dealings with Clients. FiWheels has the responsibility to ensure that the interests of Clients are placed ahead of it or its representatives' own investment interest. All representatives will conduct

business in an honest, ethical, and fair manner. All representatives will always comply with all federal and state securities laws. Full disclosure of all material facts and potential conflicts of interest will be provided to Clients prior to services being conducted. All representatives have a responsibility to avoid circumstances that might negatively affect or appear to affect the representatives' duty of complete loyalty to their Clients.

FiWheels and/or its investment advisory representatives may from time-to-time purchase or sell products or investments that they may recommend to Clients. FiWheels has adopted a Code of Ethics that sets forth the basic policies of ethical conduct for all managers, officers, and employees of the adviser.

Description of Our Code of Ethics

FiWheels strives to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics includes guidelines for professional standards of conduct for associated persons of FiWheels. Our goal is to protect Client's interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing with Clients. All associated persons of FiWheels are expected to adhere strictly to these guidelines. FiWheels' associated persons are also required to report any violations of our Code of Ethics. Additionally, FiWheels maintain and enforce written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about Client or Client's account holdings by persons associated with our firm.

Personal Trading Practices

In addition, the Code of Ethics governs personal trading by each employee of FiWheels deemed to be an Access Person and is intended to ensure that securities transactions effected by Access Persons of FiWheels are conducted in a manner that avoids any actual or potential conflict of interest between such persons and Clients of the adviser or its affiliates.

FiWheels collects and maintains records of securities holdings and securities transactions effected by Access Persons. These records are reviewed to identify and resolve potential conflicts of interest. FiWheels' Code of Ethics is available upon request.

Participation or Interest in Client Transactions

Neither FiWheels nor any of our management persons have a material relationship or arrangement with any issuer of securities. Neither FiWheels nor any persons associated with our firm has any material financial interest in Client transactions beyond the provision of investment advisory services as disclosed in this brochure.

ITEM 12: BROKERAGE PRACTICES

Selection and Recommendation of Broker/Dealers for Client Transactions

FiWheels has an established relationship with a broker-dealer/custodian that the Firm routinely requires Clients utilize for custody or Client transactions. FiWheels suggests this broker-dealer/custodian be used based on execution and custodial services offered, cost, quality of service and industry reputation. FiWheels has also considered factors such as commission price, speed and quality of execution, Client management tools, and convenience of access for both the Firm and Client in making its suggestion. Currently, FiWheels requires Clients utilize the services of Interactive Brokers LLC (“Interactive Brokers”).

As an investment adviser, FiWheels has a fiduciary duty to seek the best execution for Client transactions. While best execution is difficult to define and challenging to measure, there is some consensus that it does not solely mean the achievement of the best price on a given transaction. Rather, it appears to be a collective consideration of factors concerning the trade in question. Such factors include the security being traded, the price of the trade, the speed of the execution, apparent conditions in the market, and the specific needs of the Client.

FiWheels utilizes Interactive Brokers, who it believes offers a competitive price based upon the custodian’s market access, the transaction confirmation and account statement practices, the execution, clearance and settlement capabilities, and the reasonableness of the commission or its equivalent for the specific transaction. The Firm will monitor the services offered by Altruist and make any changes, as appropriate.

It is the policy of the Firm to seek best execution in all portfolio trading activities for all investment disciplines and products, regardless of whether commissions are charged. This applies to trading in any instrument, security, or contract including equities, bonds, and forward or derivative contracts.

The standards and procedures governing best execution are set forth in several written policies. Generally, to achieve best execution, FiWheels considers the following factors, without limitation, in selecting brokers and intermediaries:

- Execution capability;
- Order size and market depth;
- Availability of competing markets and liquidity;
- Trading characteristics of the security;
- Availability of accurate information comparing markets;
- Quantity and quality of research received from the broker dealer;
- Financial responsibility of the broker-dealer;
- Confidentiality;
- Reputation and integrity;
- Responsiveness;
- Recordkeeping;

- Ability and willingness to commit capital; Available technology; and
- Ability to address current market conditions.

FiWheels evaluates the execution, performance, and risk profile of Interactive Brokers at least annually and compares them to comparable competitors.

Research and Other Soft Dollar Benefits

Soft dollar practices are arrangements whereby an investment adviser directs transactions to a broker-dealer in exchange for certain products and services that are allowable under SEC rules. Client commissions may be used to pay for brokerage and research services and products as long as they are eligible under Section 28(e) of the Exchange Act of 1934. Section 28(e) sets forth a “safe harbor,” which provides that an investment adviser that has discretion over a Client account is not in breach of its fiduciary duty when paying more than the lowest commission rate available if the adviser determines in good faith that the rate paid is commensurate with the value of brokerage and research services provided by the broker-dealer.

FiWheels does not currently have any soft dollar benefit arrangements.

Brokerage for Client Referrals

FiWheels does not receive Client referrals from third parties recommending the use of specific broker-dealer brokerage services.

Directed Brokerage

FiWheels does not allow Client directed brokerage.

Order Aggregation

FiWheels may combine orders into block trades when more than one account is participating in the trade. This blocking or bunching technique must be equitable and potentially advantageous for each such account (e.g., for the purposes of reducing brokerage commissions or obtaining a more favorable execution price).

Block trading is performed when it is consistent with the duty to seek best execution and is consistent with the terms of FiWheels’ investment advisory agreements. Equity and bond trades are blocked based upon fairness to Client, both in the participation of their account, and in the allocation of orders for the accounts of more than one Client. Allocations of all orders are performed in a timely and efficient manner. All managed accounts participating in a block execution receive the same execution price (average share price) for the securities purchased or sold on a trading day.

Any portion of an order that remains unfilled at the end of a given day will be rewritten on the following day as a new order with a new daily average price to be determined at the end of the

following day. Due to the low liquidity of certain securities, broker availability may be limited. Open orders are worked until they are completely filled, which may span the course of several days. If an order is filled in its entirety, securities purchased in the aggregated transaction will be allocated among the accounts participating in the trade in accordance with the allocation statement.

If an order is partially filled, the securities will be allocated pro rata based on the allocation statement. FiWheels may allocate trades in a different manner than indicated on the allocation statement (non-pro rata) only if all managed accounts receive fair and equitable treatment.

Trade Error Policy

FiWheels maintains a record of any trading errors that occur in connection with investment activities of its Clients. Both gains and losses that result from a trading error made by FiWheels will be borne or realized by FiWheels.

ITEM 13: REVIEW OF ACCOUNTS

Periodic Reviews

FiWheels regularly reviews and evaluates Client accounts for compliance with each Client's investment objectives, policies, and restrictions. FiWheels analyzes rates of return and allocation of assets to determine model strategy effectiveness. Such reviews are conducted by the Chief Compliance Officer of FiWheels and shall occur at least once per calendar year.

Intermittent Review Factors

Intermittent reviews may be triggered by substantial market fluctuation, economic or political events, or changes in the Client's financial status (such as retirement, termination of employment, relocation, inheritance, etc.). Clients are advised to notify FiWheels promptly if there are any material changes in their financial situation, investment objectives, or in the event they wish to place restrictions on their account.

Reports

Clients may receive confirmations of purchases and sales in their accounts and will receive, at least quarterly, statements containing account information such as account value, transactions, and other relevant information. Confirmations and statements are prepared and delivered by the custodian.

Financial Plans

All financial planning accounts are reviewed upon financial plan creation and plan delivery by Christopher Oswalt. There are multiple levels of review for each financial plan. Each financial planning Client will receive access to the financial plan upon completion.

ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION

Client Referrals

FiWheels will not receive any economic benefit from another person or entity for soliciting or referring Clients.

Other Compensation

FiWheels does not pay another person nor entity for referring or soliciting Clients for FiWheels.

ITEM 15: CUSTODY

FiWheels may deduct fees from Client accounts but would not have custody of Client funds otherwise. Clients will receive statements directly from the agreed upon custodian, and copies of all trade confirmations directly from the custodian.

Clients whose fees are directly debited will provide written authorization to debit advisory fees from their accounts held by a qualified custodian chosen by the Client. Each month, Clients will receive a bill itemizing the fees to be debited, including the formula used to calculate the fee, the amount of assets the fee is based on, and the time period covered by the fee. The invoice will also state that the fee was not independently calculated by the custodian. The Client will also receive a statement from their account custodian showing all transactions in their account, including the fee.

We encourage Clients to carefully review the statements and confirmations sent to them by their custodian, and to compare the information on Client's quarterly report prepared by FiWheels against the information in the statements provided directly from the custodian. Please alert us of any discrepancies.

ITEM 16: INVESTMENT DISCRETION

When FiWheels is engaged to provide asset management services on a discretionary basis, FiWheels will monitor Client's accounts to ensure that they are meeting Client's asset allocation requirements. This authority allows FiWheels and its affiliates to implement investment decisions without prior consultation with the Client, including the decision to allocate among models and/or TPMs. If any changes are needed to Client's investments, FiWheels will make the changes. These changes may involve selling a security or group of investments and buying others or keeping the proceeds in cash. You may at any time place restrictions on the types of investments FiWheels may use on Client's behalf, or on the allocations to each security type. You may receive at Client's request written or electronic confirmations from Client's account custodian after any changes are

made to Client's account. You will also receive monthly statements from Client's account custodian. Clients engaging us on a discretionary basis will be asked to execute a Limited Power of Attorney (granting us the discretionary authority over the Client accounts) as well as an Investment Management Agreement that outlines the responsibilities of both the Client and FiWheels.

ITEM 17: VOTING CLIENT SECURITIES

FiWheels does not perform proxy voting services on the Client's behalf. Clients are encouraged to read through the information provided with the proxy voting documents and to make a determination based on the information provided. Upon the Client's request, FiWheels' representatives may provide limited clarifications of the issues presented in the proxy voting materials based on his or her understanding of issues presented in the proxy voting materials. However, Clients have the ultimate responsibility for making all proxy voting decisions.

ITEM 18: FINANCIAL INFORMATION

Balance Sheet Requirement

FiWheels is not the qualified custodian for Client funds or securities and does not require prepayment of fees of more than \$500 per Client, six (6) months or more in advance.

Financial Condition

FiWheels does not have any financial impairment that would preclude the Firm from meeting contractual commitments to Clients.

Bankruptcy Petition

FiWheels has not been the subject of a bankruptcy petition at any time during the last 10 years.

ITEM 19: REQUIREMENTS FOR STATE-REGISTERED ADVISORS

Christopher Lee Oswalt is the Owner and Chief Compliance Officer of FiWheels. His individual CRD number is 4176000.

Formal Education Background and Professional Designations:

- BBA in Finance, University of Toledo, Toledo, OH, 2001
- Certified Financial Planner™ designation, 2015
- Enrolled Agent, IRS, 2023

Business History for the Last Ten Years:

- 09/2024 – Present
FiWheels LLC
Oro Valley, AZ
Owner and Chief Compliance Officer
- 05/2017-09/2024
Self-employed
Oro Valley, AZ
Trader in Securities
- 09/2016-04/2017
LPL Financial LLC
Phoenix, AZ
Investment Adviser Representative
- 10/2016-03/2017
OneAZ Credit Union
Phoenix, AZ
Director of Investment Services
- 03/2016-09/2016
Unemployed
- 09/2013-02/2016
Woodbury Financial Services, Inc.
Lake Oswego, OR
Investment Adviser Representative
- 12/2012-12/2015
Clear Financial Partners
Lake Oswego, OR
CEO

For additional information about Christopher Oswalt, please see Form ADV Part 2B, the Brochure Supplement to FiWheels' Firm Brochure.

Performance-based Fees

As noted in response to Item 6 above, FiWheels does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a Client). FiWheels provides advisory services for fees based on a percentage of assets under management. Please refer to Item 5 for additional information about FiWheels' fees and compensation.

Disclosure Events

1. Mr. Oswald has never been involved any arbitration claim, nor found liable for any claim where the damages exceeded \$2,500, for any of the following:
 - a. an investment or an investment-related business or activity;
 - b. fraud, false statement(s), or omissions;
 - c. theft, embezzlement, or other wrongful taking of property;
 - d. bribery, forgery, counterfeiting, or extortion; or
 - e. dishonest, unfair, or unethical practices.

2. Mr. Oswald has never been involved nor ever found liable in any civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - a. an investment or an investment-related business or activity;
 - b. fraud, false statement(s), or omissions;
 - c. theft, embezzlement, or other wrongful taking of property;
 - d. bribery, forgery, counterfeiting, or extortion; or
 - e. dishonest, unfair, or unethical practices.

Relationship or Arrangement with Any Issuer of Securities

Neither FiWheels, nor Mr. Oswald, have any relationships or arrangements with any issuer of securities.