



Kingsman Wealth Management Inc

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**Form ADV Part 2A
Firm Brochure
April 19, 2023**

This Brochure provides information about the qualifications and business practices of Kingsman Wealth Management Inc. If you have any questions about the contents of this Brochure, please contact us at (850) 565-3780, or via e-mail at katie@kingsmanwealth.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission, or by any state securities authority.

Kingsman Wealth Management Inc. is a registered investment advisory firm. Registration of an investment advisory firm does not imply a particular level of skill or training.

Additional information about Kingsman Wealth Management Inc. is also available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2 **Material Changes**

The Material Changes section of this Brochure will be updated annually or when material changes occur since the previous release of our Firm Brochure. This Item discusses only specific material changes made to this Brochure and provides our clients with a summary of such changes.

Material Changes since the Last Update

Since our last amendment filing on March 12, 2024, there were material changes made to the Brochure.

In addition to stylistic and formatting changes, the following sections were updated to more accurately reflect Kingman Wealth Management Inc.'s business practices. Specifically, Items 4, 5, 8, 11, 12, 13, 14, 15, and 17 were updated as follows:

Item 4 provides information regarding our Pension Consulting and Retirement Account services

Item 5 - more thoroughly describes the costs of investing and our margin and mutual fund policies and considerations

Item 7 - was updated to reflect the minimum investment amount is \$1 million.

Item 8 - includes a cybersecurity risk disclosure

Item 11 - provides additional details regarding our Code of Ethics policies

Item 12 - more precisely reflects our brokerage practices, particularly with regards to best execution, trade errors, principal and cross trades, trade aggregation and conflicts related to recommending the custodian/executing broker-dealer

Item 13 - more thoroughly describes our account review and monitoring process

Item 14 - clarifies our solicitor/referral agent policies

Item 15 - provides information regarding the application of the Custody Rule to our business.

Item 17 - includes additional details of our proxy voting policies.

Full Brochure and Additional Information

A full Brochure and additional information about Kingsman Wealth Management Inc. are available via the SEC's website www.adviserinfo.sec.gov. The SEC's website also provides information about any persons affiliated with us who are registered as investment adviser representatives ("IAR").

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Advisory Business

FIRM INFORMATION

Kingsman Wealth Management Inc. (“Kingsman Wealth,” “we,” “us,” “our”), formed in March 2022, is a registered investment advisory firm located in Pensacola, FL.

PRINCIPAL OWNERS

Kingsman Wealth is owned and controlled by Katie Kingsman. She is designated the firm’s Chief Compliance Officer.

INVESTMENT ADVISORY SERVICES

Asset Management Services:

We provide asset management services in which we manage your custodial accounts and provide you with continuous and ongoing supervision of your custodial accounts. Our services provide additional investment opportunities among stocks, bonds, mutual funds, exchange-traded funds (ETFs), Real Estate Investment Trusts (REITs), options, and additional securities.

Financial Planning and Consulting Services:

We provide financial planning and consulting services that help you understand your overall financial situation and help you set financial objectives. We accomplish this by helping you review your financial goals, tax planning strategies, asset allocation, risk management, retirement planning, and other areas and objectives such as budgeting, education planning, cash flow planning, charitable planning, lines of credit analysis, insurance analysis, business financial planning, mortgage/debt analysis, and real estate analysis. Such financial planning and consulting services may involve preparing a financial plan or rendering a financial consultation based on your financial goals and objectives. We will summarize our services to you in a written plan, which will typically include general recommendations for a course of action or specific actions to be taken by you. Depending on the arrangement, implementation of the recommendations will be at your discretion.

TAILORED INVESTMENT ADVISORY SERVICES AND RESTRICTIONS

Kingsman Wealth offers the same suite of services to all our clients; however, specific recommendations and their implementation are dependent upon the individual client’s current financial situation, such as income, net worth, and risk tolerance levels.

Our clients may impose reasonable restrictions on investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent us from properly servicing the client’s account, or if the restrictions would require us to deviate from our standard suite of services, we reserve the right to end the relationship.

We may request additional information and documentation, such as current investments, tax returns, insurance policies, and estate plan. We will discuss your investment objectives, needs, and goals, but require that you must inform us of any changes, as this may impact the management of your account. Unless directed by you, we do not independently verify any information provided to us by you or your attorney, accountant, or other professionals.

Pension Consulting

Kingsman Wealth offers pension consulting services to employee benefit plans and their fiduciaries based upon the needs of the plan and the services requested by the plan sponsor or named fiduciary. In general, these services may include an existing plan review and analysis, plan-level advice regarding fund selection and investment options, education services to plan participants, investment performance monitoring, and/or ongoing consulting. Pension consulting services will generally be non-discretionary and advisory in nature. The ultimate decision to act on behalf of the plan shall remain with the plan sponsor or other named fiduciary.

We may also assist with participant enrollment meetings and provide investment-related educational sessions to plan participants on such topics as: diversification, asset allocation, risk tolerance, and time horizon. Our educational sessions may include other investment-related topics specific to the particular plan. We may also provide additional types of pension consulting services to plans on an individually negotiated basis. All services, whether discussed above or customized for the plan based upon the plan fiduciaries' requirements will be detailed in a written agreement.

Retirement Accounts

We offer recommendations and advice concerning employer retirement plan or other qualified retirement accounts. Our recommendations may generally include that the client consider withdrawing the assets from his/her employer's retirement plan or other qualified retirement account and roll the assets over to an Individual Retirement Accounts ("IRA") or other qualified investment vehicle. If a client elects to roll the assets to an IRA that is subject to our management, we will charge an asset-based fee as described above under Item 5 above. This poses a conflict of interest because we have an incentive to recommend a rollover for the purpose of generating compensation rather than solely based on the client's needs. As a fiduciary, we are required to always act in the client's best interests. Clients are under no obligation, contractually or otherwise, to rollover their retirement assets, or to have their assets rolled into an IRA managed by us.

It is important for clients to understand that many employer retirement plan sponsors permit former employees to keep their retirement assets in their company plan, even after the employee terminates their employment with the company or retires. In determining whether to rollover employment retirement plan assets to an IRA or other investments vehicle, clients should consider the costs and benefits of each option. Employees will typically have the following options:

- Leave the funds in the employer's (or former employer's) plan
- Move the funds to the new employer's retirement plan
- Withdraw the funds from the plan, which results in a taxable distribution and a taxable event
- Rollover the funds into an IRA rollover account

Before making any changes to their plan, we encourage clients to carefully consider any tax implications with their accountant or tax advisor. Below are some general 401K Plan features and differences versus an IRA that clients should consider:

- Although employer retirement plans may have a more limited investment menu than the investment options available in an IRA, the plan may also have unique investment options not available to the public, such as the opportunity to invest in the employer's securities if the employer is a publicly traded company
- The employer retirement plan may offer financial advice, guidance, and/or model management or portfolio options at no additional cost, or at a fee which may be lower than our advisory fee.
- Clients should understand the various investments available in an IRA and the costs.
- In some cases, the employer retirement plan may allow participants to hire us as manager and keep the assets titled in the plan's name.
- Clients interested in investing only in mutual funds should understand the cost structure of the share classes available in the employer's retirement plan and how the costs of those share classes compare with those available in an IRA.
- It may be possible to take out a loan on 401k Plan assets. This option is not available for IRAs.
- It may be possible to delay taking 401k Plan or retirement account minimum distributions beyond age 72.
- A 401k Plan may offer more liability protection than a rollover IRA. Although IRA assets are generally protected from creditors in bankruptcies, it depends on state law and there can be some exceptions to the general rules.
- IRA distributions are subject to ordinary income tax and may also be subject to a 10% early distribution tax penalty unless they qualify for an exception. There are certain exceptions available based on age, disability, or if the assets are used to pay for higher education expenses or to purchase a home.

It is important that clients understand the differences and options available as well as the cost and tax implications to be able to decide whether an IRA rollover is appropriate.

Wrap Fee Programs

Kingsman Wealth does not participate in, recommend, or offer wrap fee programs.

Assets under Management

As of December 31, 2023, Kingsman Wealth managed \$120,156,952 on a discretionary basis only.

ITEM 5

Fees and Compensation

ANNUAL FEES FOR ADVISORY SERVICES

Kingsman Wealth is compensated for providing asset management services by charging a negotiable fee based on the total assets under management and including cash balances. The fees and billing will be pre-determined in writing in the Investment Advisory Agreement executed by you and Kingsman Wealth.

The below ranges are the standard fee ranges that are typically charged.

Asset Management Fee Schedule	
All Assets	Up to 2.00%

FEE BILLING & PAYMENT

Our asset management fees are annual fees and may be negotiable. Asset management fees are paid quarterly in advance or arrears. Payments that are paid in advance are due on the first day of the calendar quarter and are based on the account's asset value as of the first business day of the calendar quarter multiplied by the applicable annual rate and divided by four (4). The fee for the current quarter is billed and payable within ten (10) days after the beginning of the quarter. Payments that are paid in arrears are due on the first day of the calendar quarter and are based on the account's asset value as of the last business day of the prior calendar quarter multiplied by the applicable annual rate and divided by four (4). The fee for the prior quarter is billed and payable within ten (10) days after the end of the prior quarter. We will deduct our asset management fee only when in receipt of your written authorization by executing an investment advisory agreement permitting the fees to be paid directly from your account. The qualified custodian will deliver an account statement to you at least quarterly, which will show all disbursements from your account. We urge you to review all statements for accuracy. Your account at the custodian may also be charged for certain additional assets managed for you by us but not held by the custodian (i.e., variable annuities, mutual funds, 401(k)s).

You are responsible for all third-party fees (i.e., custodian fees, mutual fund fees, transaction fees, etc.). These fees are separate and distinct from the fees and expenses charged by Kingsman Wealth.

TERMINATION OF AGREEMENT

Either party may terminate the agreement by providing 30-day advance written notice. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable up to and including the effective date of termination.

Notwithstanding the above, if we do not deliver the appropriate disclosure statement to you at least 48 hours prior to you entering into any written or oral advisory contract with us, then you have the right to terminate the contract without penalty within five (5) business days after entering into the contract.

OTHER EXPENSES AND FEES

The fees discussed above include payment solely for the investment advisory services provided by us and are separate from certain fees or charges that are imposed by third parties in connection with investments made on your behalf for your account. Third-party fees may include markdowns,

markups, brokerage commissions, other transaction costs, and/or custodial fees. , odd-lot differentials, transfer taxes, wire transfer and electronic funds fees, and other fees and taxes on brokerage account and securities transactions

When appropriate, Kingsman Wealth may recommend the use of margin. This also results in clients having to pay interest charges in addition to all other fees and expenses associated with the management of their account. Additionally, although account statements for margined accounts may reflect a negative amount, our advisory fee is based on the account's absolute market value. This poses a conflict of interest because Kingsman Wealth benefits by receiving a higher fee based on the account's absolute market value

In addition to Kingsman Wealth's advisory fee, each mutual fund or ETF in which a client's assets may be invested also charges its own management fees and other expenses the specific fees and expenses are described in the respective fund's prospectus.

These fees and expenses will be used to pay management fees for the funds, other fund expenses, account administration, and a possible distribution fee.

Mutual fund companies generally offer multiple share classes of the same fund. Share classes are described in the mutual fund's prospectus. Each share class charges different fees and expenses. Depending on the share class selected, fees and internal expenses charges may be higher or lower. Certain funds do not charge a transaction fee but have higher internal expenses. Selecting funds that charge higher fees and expenses may adversely impact an account's long-term performance. Kingsman Wealth's policy is to recommend that clients invest in the lowest cost share class available based on the client's individual situation. Kingsman Wealth generally recommends advisor or institutional share classes that typically have the lowest expense ratios and are more beneficial than other share classes. Advisor or institutional share classes are generally available to investors in qualified fee-based advisor programs, or accounts that meet certain minimum investment requirements.

When deemed appropriate, we may recommend that a client that transfers in mutual fund holdings liquidate their existing holdings, which could result in tax consequences, or the client having to pay contingent deferred sales charges, or other redemption fees. Clients are encouraged to review the fees charged by the funds and our advisory fees to fully understand the total amount of fees to be paid. Please refer to the mutual fund's prospectus for additional information regarding a particular fund's fees and expenses.

Exchanged traded funds and mutual funds can be invested in directly by you without our services or fees. However, you would not receive our services to assist you in determining which products or services are most suitable for your financial situation and objectives. When deemed appropriate, we may recommend that a client that transfers in mutual fund holdings liquidate their existing holdings, which could result in tax consequences, or the client having to pay contingent deferred sales charges, or other redemption fees. You should review both the fees we charge and the fees charged by the fund(s) to understand the total fees to be paid fully. Please refer to the mutual fund's prospectus for additional information regarding a particular fund's fees and expenses.

Please refer to Item 12 of this brochure for a more detailed explanation of brokerage practices.

ITEM 6

Performance-Based Fees and Side-By-Side Management

We do not charge any performance-based fees, which are fees based on a share of capital gains on or capital appreciation of your assets.

ITEM 7

Types of Clients

We provide our investment advisory services to:

- Individuals
- High Net Worth Individuals
- Estates or charitable organizations
- Corporations
- Other business entities

Our services are generally designed for high-net-worth clients and our minimum account size for asset management services is \$1 million, although we may waive the minimum at our discretion.

ITEM 8

Methods of Analysis, Investment Strategies, and Risk of Loss

METHODS OF ANALYSIS

We use various methods of analysis and investment strategies, including the following:

Charting - This is a type of technical analysis where we review various charts of market and security activity in an attempt to identify when the market is moving up or down and predicting how long trends may last and when that trends might reverse.

Fundamental Analysis – We evaluate economic and financial factors to determine if a security may be underpriced, overpriced, or fairly priced. This method entails assessing a security by attempting to determine its intrinsic value by examining related financial, economic, and other qualitative and quantitative factors. Fundamental analysis requires an in-depth look at all factors that can affect the security's value, from macroeconomic factors (like the overall economy and industry conditions) to individually specific factors (like the financial situation and management of companies). The overall objective of performing the fundamental analysis is to determine a value that an investor can use to determine what sort of position to take with that security. This method of security analysis is contrary to technical analysis. Fundamental analysis involves using 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 just about any type of security.

Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the stock. Therefore, unforeseen market conditions and/or company developments may result in significant price fluctuations that can lead to investor losses.

Technical Analysis – This method involves the evaluation of securities by performing an analysis of statistical information that is generated by market activity, such as past prices and volume. Technical analysis does not attempt to measure a security's intrinsic value but instead use charts and other tools to determine the patterns that can suggest future activity. Technical analysts believe that the historical performance of stocks and markets are indications of future performance.

A substantial risk in relying upon technical analysis is that spotting historical trends may not help to predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that we will be able to accurately predict such a reoccurrence.

Modern Portfolio Theory - Modern portfolio theory (MPT) is a risk-averse theory that involves the construction of portfolios to maximize and optimize expected return based on a given level of market risk, emphasizing that risk is an inherent part of higher reward. According to the theory, it's possible to construct an "efficient frontier" of optimal portfolios offering the maximum possible expected return for a given level of risk.

MPT tries to understand the market as a whole and measure market risk in an attempt to reduce the inherent risks of investing in the market. However, with every financial investment strategy, there is a risk of a loss of principal. Not every investment decision will be profitable, and there can be no guarantee of any level of performance.

INVESTMENT STRATEGIES

When formulating investment advice or managing client assets, we will use the following investment strategies. There are inherent risks associated with each of these strategies.

Long-Term Strategy - A long-term strategy may not take advantage of short-term gains or may experience more volatility over the life of the portfolio.

Your accounts are managed separately with your underlying investment strategies, restrictions, or investment limitations defined within the investment management agreement.

POTENTIAL RISKS

Investing involves different levels of risk that can result in loss of any profits and/or principal you have not realized. We manage your account in a manner consistent with your pre-determined risk tolerance and suitability profile. However, we cannot guarantee that our efforts will be successful. Investing in securities involves the risk of loss clients should be prepared to bear.

Investing involves the assumption of risk, including:

Financial Risk: which is the risk that the companies we recommend to you perform poorly, which affect the price of your investment.

Market Risk: which is the risk that the stock market will decline, decreasing the value of the securities we recommend to you with it.

Inflation Risk: which is the risk that the rate of price increases in the economy deteriorates the returns associated with the stock.

Political and Governmental Risk: which is the risk that the value of your investment will be affected by the introduction of new laws or regulations.

Interest Rate Risk: which is the risk that the value of the investments we recommend to you will fall if interest rates rise.

Call Risk: which is the risk that your investment will be called or purchased back from you when conditions are favorable to the bond issuer and unfavorable to you.

Default Risk: which is the risk that issuer is unable to pay the contractual interest or principal on the investment promptly or at all.

Manager Risk: which is the risk that an actively managed mutual fund's investment adviser will fail to execute the fund's stated investment strategy.

Industry Risk: which is the risk that a group of stocks in a single industry will decline in price due to adverse developments in that industry, decreasing the value of mutual funds that are significantly invested in that industry.

Cybersecurity Risk: Kingsman Wealth utilizes electronic communication networks and electronic media to maintain information regarding its clients and its business. This creates the potential for cybersecurity incidents or cyber-attacks that may result in the inadvertent disclosure of confidential sensitive information to unintended parties, unauthorized access to confidential sensitive information, or operational disruptions by malicious hackers. Kingsman Wealth has in place policies and procedures regarding information technology security, maintains technical and physical safeguards and takes other reasonable precautions to safeguard the confidentiality of sensitive information and internal data. However, despite reasonable precautions, the risk remains that cybersecurity incidents may occur. If such an event, were to occur, Kingsman Wealth will promptly notify the affected parties and take all necessary appropriate action.

ITEM 9 Disciplinary Information

As of the date of this Brochure, we have not been subject to any disciplinary, legal, or regulatory events related to past or present investment clients. There has been no disciplinary, legal, or regulatory events related to us or any of our management persons.

ITEM 10 Other Financial Activities and Affiliations

FINANCIAL INDUSTRY ACTIVITIES

Neither Kingsman Wealth nor its management persons are registered or has an application pending to register as a broker-dealer or a registered representative of a broker-dealer

Neither Kingsman Wealth nor its management persons are registered or has an application pending to register as a futures commission merchant, commodity pool operator, or commodity trading advisor.

SELECTION OF OTHER INVESTMENT ADVISERS

We do not recommend or select other investment advisers for our clients.

ITEM 11 Code of Ethics, Participation in Client Transactions and Personal Trading

CODE OF ETHICS

Kingsman Wealth has developed a Code of Ethics that will apply to all of our supervised persons. We and our IARs must act in a fiduciary capacity when providing investment advisory services to you. As a fiduciary, it is an investment adviser'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. Kingsman Wealth has a fiduciary duty to all clients. This fiduciary duty is considered the core underlying principle of our Code of Ethics, which also covers our 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 at all times. Upon employment or affiliation, all supervised persons will acknowledge that they have read, understand, and agree to comply with our Code of Ethics. The Code of Ethics includes provisions relating to:

- personal trading policies that require putting client's interests first
- a prohibition on engaging in any fraudulent, deceptive, or manipulative practice, including insider trading
- reporting of personal securities holdings and transactions
- preclearance of employee's participation in certain investments such as initial public offerings, or private offerings and
- reporting of certain gifts and business entertainment
- conflict identification, mitigation, and disclosure

Our Code of Ethics is available to clients and prospective clients upon request.

RECOMMENDATIONS INVOLVING A MATERIAL FINANCIAL INTEREST

Neither we nor any related person recommend to clients or buys or sells for clients' accounts securities in which we or a related person has a material financial interest.

PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS

Kingsman Wealth's IARs may purchase, sell, or recommend to clients, securities in which the Firm, its officers, directors, and employees maintain a position, or have a financial or other interest. Kingsman Wealth has a fiduciary duty to act in the best interests of its clients and when an apparent or potential conflict exists, the interests of clients must be placed above the interests of the Firm, its officers, directors, and employees.

PERSONAL TRADING

Employees are permitted to have personal securities accounts as long as personal investing practices are in line with fiduciary standards and regulatory requirements and do not conflict with their duty to Kingsman Wealth and our clients. We forbid any officer or employee, either personally or on behalf of others, to trade on material, nonpublic information or to communicate such information to others in violation of the law.

Failure to abide by the Code of Ethics will subject an employee to sanctions which may include termination of employment.

ITEM 12 Brokerage Practices

Kingsman Wealth will generally recommend that clients designate Charles Schwab & Co. ("Schwab") an unaffiliated SEC-registered broker-dealer and a member of FINRA and SIPC, for custody and execution of securities transactions.

Investment Advisors have an obligation to seek "best execution" for client transactions. The SEC defines best execution as the "best qualitative execution" not necessarily the lowest possible execution cost. 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 the executing broker's services, including the institution's financial strength, reputation, soundness, execution capability, commission rates, and responsiveness.

We believe that using Schwab is in the best interest of our clients and consistent with our obligation to seek best execution and that fees and other charges and commissions charged are reasonable in relation to the value of services provided. We will generally not negotiate commissions on behalf of its clients on a trade-by-trade basis, the executing broker will typically determine those costs. Although executing brokers are subject to best execution obligations and will generally seek competitive commission rates, they are not obligated to choose the broker

offering the lowest available commission rate if, in their reasonable judgment, a higher commission may be justified by the services provided by the broker, or by other factors such as those described above. As part of its fiduciary duty, Kingsman Wealth will periodically evaluate the quality of brokerage services received and the quality and cost of services available from alternative brokers or venues.

Trade Errors

Kingsman Wealth's trade error policy is to restore the client's account to the original position so that clients are not adversely impacted by trade errors.

Principal and Cross Trades

Kingsman Wealth does not engage in principal trades, or effect cross transactions for client accounts.

RESEARCH AND OTHER BENEFITS

Products & Services Available to Us from Schwab

Schwab Advisor Services (formerly called Schwab Institutional) is Schwab's business serving independent investment advisory firms like ours. They provide us and our clients with access to its institutional brokerage – 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 Client

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 clients or their account(s).

Services that May Not Directly Benefit Clients

Schwab also makes available to us other products and services that benefit us but may not directly benefit the client or their account(s). 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 some 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 and allocate aggregated trade orders for multiple client accounts;

- 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.

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

- educational conferences and events;
- technology, compliance, legal, and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants, and insurance providers.

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees.

Irrespective of direct or indirect benefits to our client through Schwab, we strive to enhance the client's experience, help reach their goals and put their interests before that of our firm or its associated persons. The receipt of economic benefits from Schwab creates a conflict of interest because Kingsman Wealth has an incentive to increase assets at Schwab in order to decrease its expenses and receive these benefits from Schwab. We manage this conflict through disclosure, so that clients can make an informed decision. Clients may be able to obtain execution and custody services from other service providers at higher or lower costs and are not obligated to use the services of Schwab. Clients may select a different custodian provided that it satisfies our due diligence.

BROKERAGE FOR CLIENT REFERRALS

We do not receive client referrals from broker-dealers in exchange for directing client brokerage to brokers. Although we have not entered into third party soft-dollar arrangements with any external brokers, the Firm's receipt of research from the client's custodians or brokers is deemed to be soft dollars. To the extent Kingsman Wealth receives research, it will be used to benefit all clients.

DIRECTED BROKERAGE

If a client asks us to direct transaction(s) to a specific broker or brokers for execution we may be unable to achieve the most favorable execution

TRADE AGGREGATION

When practicable and deemed appropriate we will aggregate or combine trade orders for the same securities. In an aggregated trade, all participants will receive an average price. If a partial execution is obtained, Kingsman Wealth will generally allocate shares on a pro rata basis, or in a manner that is equitable to the clients involved.

ITEM 13 Review of Accounts

PERIODIC REVIEWS

We monitor client accounts on an ongoing basis for consistency of portfolio investments with objectives and risk tolerance, allocations, compliance with any reasonable investment restriction, cash balance, and performance, as well as the general economic outlook and current investment trends.

REVIEW TRIGGERS

We conduct periodic reviews to evaluate the current market, economic and political events and how these may affect client accounts. Additional reviews may be triggered by these events or by events in the client's financial or personal status. or in response to client meetings, large deposits, or withdrawals among other factors. We will confirm the client's investment objectives and selected investment profile at least annually. Clients are reminded to promptly notify us if there are material changes to their financial situation or investment objectives, as this will affect the management of their account.

PERIODIC REPORTS

We will also provide clients with periodic reports created by us. Client reports show asset value by cash balances, security, unit cost, total cost, current per share values, etc. Any benchmarks shown on the Client Reports are presented for informational purposes only and are no representations are made that your account will meet or exceed any benchmark. The information in the Client Reports may vary from custodial statements due to, among other things, differences in reporting dates, or pricing differences. The custodian account statements are the account's only official records. Clients are urged to review the Client Reports provided by us with those provided by their custodian and notify us of any differences. Clients are encouraged to phone or e-mail us as often as they deem necessary to receive information regarding the investment portfolios and strategies being followed.

ITEM 14 Client Referrals and Other Compensation

Solicitor/Referral agent arrangements allow individuals to receive compensation for referring a client to us. We currently do not have any arrangements to pay a referral fee to third-party solicitors/referral agents, but may enter into such arrangements in the future, in accordance with the

requirements in Rule 206(4)-1 of the Advisers Act. Please see Item 12 Brokerage Practices for information regarding benefits we receive from our custodian.

ITEM 15 Custody

We are deemed to have custody of client funds and securities due to our limited ability to deduct management fees from clients' accounts. We will not take physical custody of clients' funds and will not assign or transfer trading authorization to another advisor. Clients will receive account statements from Schwab or the qualified custodian(s) holding their funds and securities at least quarterly. The custodian also offers clients online access to their accounts. The custodian's account statements show all account activity and transactions during the period, including beginning and ending balances, current values and holdings and will indicate the amount of our advisory fees deducted from the clients' account(s) each billing period. The account statements should be carefully reviewed by the client for accuracy. We request that clients promptly notify us of any discrepancies or errors. Item 5 – Fees and Compensation has additional information regarding our ability to deduct management fees from clients' accounts.

ITEM 16 Investment Discretion

DISCRETIONARY AUTHORITY FOR TRADING

If you are participating in our asset management services, upon receiving your written authorization via our executed investment advisory agreement, we will maintain trading authorization over your designated account and will also implement trades on a discretionary basis. When discretionary authority is granted, we will have the limited authority to determine the type of securities to be purchased, sold, or exchanged and the number of securities that can be bought, sold, or exchanged for your portfolio without obtaining your consent for each transaction.

If you do not grant this limited investment discretion, we are required to contact you and obtain your authorization to implement our investment recommendations, such as the security and amount of shares or units to be bought or sold before implementing changes in your account.

Once the above factors are agreed upon, we will be responsible for making decisions regarding the timing of buying or selling an investment and the price at which the investment is bought or sold. If your accounts are managed on a non-discretionary basis, it is critical that you respond promptly. If we are unable to reach you or do not receive a timely response to our request for trading authorization, you may forego an investment opportunity, or we may not achieve the optimal execution price.

You may place reasonable restrictions on the types of investments that may be purchased or sold in your account so long as the restrictions are explicitly set forth or included as an attachment to the investment advisory agreement, or other document.

ITEM 17 Voting Client Securities

We do not have the authority to vote proxies as it pertains to the issuers of securities held in your account. The responsibility for voting your securities places increased liability to us and does not add enough value to the services provided to you to justify the additional compliance and regulatory costs associated with voting your securities.

Therefore, you are responsible for voting all proxies for securities held in accounts managed by us. Your, qualified custodian will mail directly to you all correspondence related to proxies, corporate actions, class action lawsuits, legal proceedings, bankruptcies, and proceedings involving issuers whose securities are held in your account. Although we do not vote your proxies, you can contact us if you have a question about a particular proxy and to the extent we have relevant knowledge or information, we will provide you with general information and answer general client questions regarding the proxy vote. Please contact us at the telephone number listed on the cover page of this Brochure to obtain a copy of our Proxy Voting Policy.

ITEM 18 Financial Information

We will not require a fee of \$500 or more to be paid six months or more in advance. We are not required to include a balance sheet for our most recent fiscal year. We are not subject to a financial condition that is reasonably likely to impair our ability to meet contractual commitments to our clients.

We are currently not in, nor have been historically in a financially precarious situation or the subject of a bankruptcy petition.