

PIERCE WEALTH PARTNERS, INC.

State of Texas Form ADV - Part 2A

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Pierce Wealth Partners, Inc. is a Registered Investment Adviser in the State of Texas.
This registration does not imply any level of skill or training.

January 1, 2025

This brochure provides information about the qualifications and business practices of Pierce Wealth Partners, Inc. If you have any questions about the contents of this brochure, please contact us at (817) 732-2442 or visit our website at www.piercewealth.com.

The information in this brochure has not been approved or verified by the Securities and Exchange Commission or by any state securities authority.

Additional information about Pierce Wealth Partners, Inc. is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Summary of Material Changes

Form ADV 2 is divided into two parts: Part 2A (the "Disclosure Brochure") and Part 2B (the "Brochure Supplement"). The Disclosure Brochure provides information about a variety of topics relating to an Adviser's business practices, conflicts of interest, as well as a Wrap Program Brochure. The Part 2B Brochure Supplement provides information about Pierce Wealth Partners' ("PWP") individual Investment Adviser Representatives.

PWP believes that communication and transparency are the foundation of its relationship with clients and will always continually strive to provide you with complete and accurate information. PWP encourages all current and prospective clients to read this Disclosure Brochure and discuss any questions you may have with your Adviser. And of course, we always welcome your feedback.

The Brochure was last updated on January 1, 2025. This section will note any material changes that may have been made since the last printed Brochure. Please note the following changes that have occurred:

Material Changes

- No material changes have been implemented.

Future Changes

From time to time, PWP may amend this Disclosure Brochure to reflect changes in our business practices, changes in regulations and routine annual updates as required by the State of Texas securities regulators. This complete Disclosure Brochure or a Summary of Material Changes shall be provided to you annually or if a material change occurs.

At any time, you may view the current Disclosure and Wrap Fee Brochure online at the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.SEC.gov by searching with the Adviser's firm name. You may also request a copy of the Disclosure and Wrap Fee Brochure at any time, by contacting Pierce Wealth Partners at (817) 732-2442.

We will further provide you with a new Brochure or a Summary of Material Changes, free of charge, as necessary.

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Firm Information

Founded in May 2021 by Paige W. Pierce, Pierce Wealth Partners, Inc. (PWP) is an investment advisory firm registered on April 12, 2022 with the State of Texas and located at 6300 Ridglea Place, Suite 508, Fort Worth, TX 76116. PWP is affiliated with Bley Investment Group, Inc. ("BIG") CRD #26678, a Certified Women's Business Enterprise that is a full-service broker dealer. PWP is also owned (100%) by women. PWP's current CEO is Paige W. Pierce. PWP is wholly owned by The Pierce Group, LLC its parent company. Paige W. Pierce is the 100% owner and Chief Compliance Officer of The Pierce Group, LLC and also 100% owner of Bley Investment Group, Inc..

Clients may choose to use BIG for brokerage services but clients who wish to enroll in PWP's Wrap Fee Program are required to use BIG for brokerage services (however, it is important to note, no commissions will be charged in the advisory client's Wrap account).

All of our investment advisory business is processed through our broker-dealer division. Investment advisory business of PWP is not processed through any other broker-dealer. All clients who wish to enroll in a wrap fee program with PWP are required to establish a brokerage account for this purpose. The wrap fee programs offered by PWP are proprietary programs.

Agreements Between PWP and Clients

Prior to engaging PWP to provide investment advisory services, each Client is required to enter into one or more agreements with PWP that define the terms, conditions, authority, and responsibilities of PWP and the Client, including PWP's fee, the governing law of the agreement, and how disputes will be resolved. Prior to signing agreements, Clients are encouraged to read those agreements in full and ask PWP any questions about the agreements or the services provided thereunder. Such agreements include the Discretionary or Non-Discretionary Investment Advisory Agreement.

Fiduciary Duty

PWP provides advisory services to individuals, families, trusts, estates, charitable organizations, and businesses (each referred to as a "Client"). PWP provides individualized services to each Client, which are determined during initial conversations, and updated over the course of the relationship, as needed, or requested by the Client.

PWP serves as a fiduciary to Clients, as defined under the applicable laws and regulations. As a fiduciary, the Firm upholds a duty of care, loyalty, fairness, and good faith towards each Client, and seeks to mitigate potential conflicts of interest. Each Investment Adviser Representative must serve the best interest of their client and not subordinate their client's interest to their own. The fiduciary duty follows the contours of the relationship between the adviser and their client, and the adviser and the client may shape that relationship by agreement, provided there is full and fair disclosure and informed consent.

PWP's fiduciary commitment is further described in its Code of Ethics. For more information regarding the Code of Ethics, please see Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.

Types of Services Offered

PWP provides services to individuals, families, trusts, estates, charitable organizations, and businesses (each referred to as a "Client"). PWP provides individualized services to each Client, which are determined during initial conversations and updated over the course of the relationship as needed or requested by the Client.

Investment Advisory Services

PWP works closely with each Client to identify their investment goals and objectives, as well as risk tolerance and financial situation, in order to construct, implement, and monitor a Client's portfolio and to provide advice regarding investments in specific assets or asset types. A Client's portfolio may consist of any of the following: active and passive mutual funds; exchange-traded funds ("ETFs"); individual equity securities; individual fixed income securities; and other types of investments as appropriate to meet the needs of each Client.

Further, PWP provides investment advisory services on either a discretionary or non-discretionary basis with respect to the Client's Investment Advisory Agreement. Discretionary authority allows PWP to make investment decisions on behalf of a Client, such as submitting orders with a broker to execute specific trades on the Client's behalf.

Each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in their respective portfolio, subject to acceptance by PWP. At no time will PWP accept or maintain custody of a Client's funds or securities. All Client assets will be managed within their designated account at the Custodian, pursuant to the Investment Advisory Agreement. Please see Item 12 – Brokerage Practices and Item 15 – Custody.

Evaluation of legacy investments will include a review of portfolio fit, tax situation and other considerations. PWP may retain certain legacy investments based on portfolio fit and/or tax considerations.

Financial Planning and/or Portfolio Management

Financial Planning Services are at the core of the Client's relationship with PWP. Financial planning is an evaluation of a Client's current and future financial state by using currently known variables to predict future cash flows, asset values and withdrawal plans while also understanding personal values, goals, and objectives. Through the financial planning process, all questions, information, and analysis are considered as they impact and are impacted by the entire financial and life situation of the Client.

PWP will provide financial planning and consulting services to Clients, as outlined in the Financial Planning Agreement. Services are offered in several areas depending on the Client's goals and objectives. Generally, such financial planning services will involve a written report, which provides the Client with a detailed financial plan to assist the Client in achieving his or her financial goals and objectives. This planning or consulting may encompass one or more areas of need, including, but not limited to: financial position, risk tolerances, capital appreciation objectives, income and liquidity requirements, tax considerations, employee benefits, investment analysis, insurance analysis, retirement analysis, death and disability considerations, investment horizon, and estate planning.

When hired as an investment adviser, PWP will construct a portfolio, primarily consisting of:

- active and passive mutual funds;
- exchange-traded funds ("ETFs");
- individual equity securities;
- individual fixed income securities;
- Certificates of Deposit; and,
- other types of investments, as appropriate to meet the needs of each Client.

Evaluation of legacy investments will include a review of portfolio, tax situation, and other considerations. The Firm may retain certain legacy investments based on portfolio fit and/or tax considerations.

Financial planning and investment advisory service recommendations pose a conflict between the interests of PWP and the interests of the Client. For example, the Firm has an incentive to recommend that Clients engage the Firm for investment management services, or to increase the level of investment assets with the Firm, as it would increase the amount of advisory fees paid to the Firm. Implementation of financial planning recommendations is entirely at the Client's discretion. If the Client elects to act on any of the recommendations made by the Firm, the Client is under no obligation to implement the transaction through the Firm. PWP will collaborate with the Client, to implement recommendations and referrals to other professionals, where appropriate, to meet the Client's needs.

Financial planning services are not available to clients residing in, or serviced from, the State of Colorado.

Wrap Fee Program

PWP offers a wrap fee program. While wrap fee programs may be called different names—such as asset allocation program, asset management program, investment management program, or separately managed account—the defining feature is that a wrap fee program offers bundled investment management and brokerage services for one fee. PWP receives a portion or all of the wrap fee for its services. PWP charges clients a quarterly fee for the ongoing monitoring and management of their investment advisory account. For more information, please refer to PWP's Wrap Fee Brochure and Item 12 – Brokerage Practices.

PWP provides investment advisory services under the Wrap Fee Program on either a discretionary or non-discretionary basis.

How Advisory Services are Tailored to Fit Client Needs

PWP's investment policy process is centered on the client. We collaborate with our clients to understand their financial circumstances and goals. Throughout this process, our Investment Adviser Representatives work with the clients to create a specific investment plan tailored to their needs and goals. Specifically, our Investment Adviser Representatives focus on translating client goals into a set of investment objectives. These objectives involve risk tolerance from both a willingness and ability to accept financial risk, as well as return objectives.

Once determined, these investment objectives provide a framework for PWP to discuss with the client the processes we will utilize for monitoring, reviewing, and rebalancing their account. The Investment Adviser Representative will collaborate with the client to determine:

- How performance will be measured for the account.
- The frequency of reporting.
- A plan for when and how often the client would like to meet to discuss their account.

Clients may stipulate if they would like to restrict the Firm from purchasing certain products or securities in their account. The Firm will comply with any reasonable instructions and/or restrictions provided by the client when making recommendations for their account. Reasonable instructions generally include the designation of particular mutual fund/securities, or types of mutual funds/securities that should not be purchased for the account.

If the restrictions are unreasonable, or if the Firm believes that the restrictions are inappropriate, the Firm will notify the client that, unless they are modified, we may remove their account from the program.

Client Account Management

Prior to engaging PWP to provide investment advisory services, each Client is required to enter into one or more agreements with the Firm, that define the terms, conditions, authority, and responsibilities of the Firm and the Client. These services may include:

- **Establishing an Investment Strategy** – PWP, in connection with the Client, will develop a strategy that seeks to achieve the Client's goals and objectives.
- **Portfolio Construction** – PWP will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.
- **Investment Management and Supervision** – PWP will provide investment management and ongoing oversight of the Client's investment portfolio. PWP will review Client portfolios at least annually.
- **Financial Planning** – PWP provides optional initial and ongoing planning services, to assist Clients in meeting the financial goals.

Management of Client Assets

PWP investment advisory accounts are managed on either a discretionary or non-discretionary basis, determined at the time the account is opened, based on our client's written authorization. As of January 1, 2025, PWP had the following client assets under management (AUM):

- \$7,009,843 non-discretionary assets under management.
- \$51,280,597 discretionary assets under management.

Item 5 - Fees and Compensation

The following paragraphs detail the fee structure and compensation methodology for services provided by PWP. More specific fee terms (including fee amounts, methods of calculation, and payment timing) are described separately in the applicable agreements governing PWP's provision of services to a Client.

No matter what structure of compensation a firm receives for providing investment advisory, conflicts of interest are inevitable. PWP attempts to avoid, mitigate, or eliminate these conflicts whenever possible and, if not feasible, discloses these conflicts to its customers. The primary means of disclosing such conflicts of interest to customers is through this brochure which is updated not less than annually.

Investment Management Services (Wrap Programs)

PWP is an investment-based adviser. We offer the clients several different wrap fee programs, which contain different investment options, as well as different fee structures. The fees for the wrap fee programs are annualized, based on a percentage of the dollar value of the assets under management in the account. All securities held in accounts managed by PWP will be independently valued by the Custodian. PWP will not have the authority or responsibility to value portfolio securities.

Fees are based on several factors including the scope and complexity of the services to be provided, the level of assets to be managed, and the overall relationship with the Firm. All wrap fee programs, and their various fees are stipulated separately in our Wrap Fee Brochure. Our Wrap Fee Brochure details the various fees associated with each program, and whether the fees are negotiable or not for each specific program. For additional information regarding fees and compensation for the different wrap fee programs that PWP offers, please refer to our Wrap Fee Brochure.

Clients should be aware that if they elect to have a margin debit balance on their account, it will not reduce the market value of the eligible assets. The use of margin is not suitable for all investors, since it increases leverage in the client's account; therefore, it is a risk. Please review the Margin Disclosure Statement, and General Account Agreement & Disclosure Document from our Third-Party Custodian, for more details on risks of margin use.

Fee Billing – Investment Management Services (Wrap Programs)

Clients will be provided with a statement, at least quarterly, from the Custodian, reflecting deduction of the investment advisory fee. It is the responsibility of the Client to verify the accuracy of these fees, as listed on the Custodian's brokerage statement, as the Custodian does not assume this responsibility. Clients provide written authorization permitting advisory fees to be deducted by PWP to be paid directly from their account[s] held by the Custodian as part of the Investment Advisory Agreement.

The fees for advisory programs are asset-based and are billed in arrears based on the value of the assets in the account at the end of the calendar quarter. The advisory fees may be householded for billing purposes. There may be a minimum fee to maintain this type of account. Fees include advisory services, performance measurement, transaction costs, custody services, and trading. These fees do not cover the fees and expenses of any underlying exchange traded fund (ETF), closed-end funds, or mutual funds in the portfolio. Advisory accounts are not designed for excessively traded or inactive accounts and are not suitable for all investors.

In addition to PWP's investment advisory fees, clients will also incur, if they hold mutual funds within the investment advisory account, normal expenses and advisory fees imposed by the mutual funds held in the account (expense ratios are listed in each fund's annual report). Some mutual funds impose fees if they are sold prior to their short-term holding periods. Short-term trading fees are detailed in each mutual fund's prospectus. For additional information regarding fees for the different wrap fee programs that PWP offers, please refer to our Wrap Fee Brochure.

Financial Planning Services

Our Financial Planning fees vary upon the complexity of the services that will be provided and may vary from client to client. Clients can establish a program with their Investment Adviser Representative that is best for the services they are requiring. Financial Planning fees are based on the 'net worth' of the Client. It is important for you to understand fee structures. Here is an indication of PWP's standard financial planning rates, however PWP reserves the right to amend these fees depending upon our Client's unique circumstances. Please note, we do not amend upward from the Complex Financial Plan rate; that is our stated maximum financial planning rate. **Financial planning is included with advisory services for clients with \$2,000,000 or more of investible assets managed by PWP.**

Standard Financial Plan - 10 bps / net worth

What does this mean? In plain English, you will pay \$1000 for every million dollars you have in net worth. (e.g., \$1 million net worth = \$1,000 Financial Planning fee). In providing a Standard Financial Plan, we assess all relevant information you provide to us, including information relating to your income and retirement goals, as well as current and anticipated income, salary, debt, and property ownership. Based on that information, we provide a plan that guides you on the amounts you should invest in various asset classes over a given timeframe in order to meet your goals.

Complex Financial Plan - 20 bps / net worth

What does this mean? In plain English, typically you will pay double the standard financial planning fee. The specific content of each Complex Financial Plan will be discussed prior to the initiation of work on a financial plan but may involve, in addition to the analysis provided in a Standard Financial Plan, analysis of complex tax and trust structures, business interests, and succession plans.

Financial planning services are separate and distinct from advisory fees assessed in an advisory account. Clients are under no obligation, contractually or otherwise, to purchase securities through any person affiliated with the Firm.

Financial planning fees are invoiced to the client based on the amount pre-determined on the PWP Fee Schedule. This amount is negotiable and is determined on the rate established between the client and their Financial Planner depending on the level of complexity of the services they are requiring. The fee will be invoiced directly to the client at the time the services are rendered.

Financial Planning fees are separate and in addition to PWP's investment advisory fees. **Financial planning is included with advisory services for clients with \$2,000,000 or more of investible assets managed by PWP.**

Financial planning services are not available to clients residing in, or serviced from, the State of Colorado.

Certain PWP Investment Adviser Representatives are also licensed as broker-dealer registered representatives with BIG. When acting as a registered representative for a non-advisory brokerage account, he/she will earn commission-based compensation for purchasing or selling securities through BIG. Brokerage transaction commissions earned by a dually registered investment adviser/registered representative on a non-advisory brokerage account are separate and in addition to PWP's financial planning and advisory fees. Clients are under no obligation, contractually or otherwise, to purchase securities through any person affiliated with the Firm. Please see Item 10 – *Other Financial Industry Activities and Affiliations*.

Other Fees and Expenses

The following fees may be charged to Clients and are additional to PWP's advisory fees.

Mutual Funds Information

In addition to PWP's investment advisory fees, clients will also incur, if they hold mutual funds within the investment advisory account, normal expenses and advisory fees imposed by the mutual funds held in the account (expense ratios are listed in each fund's prospectus). Some mutual funds impose fees if they are sold prior to their short-term holding periods. Short-term trading fees are detailed in each mutual fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage,

and account reporting), and a possible distribution fee. A Client may be able to invest in these products directly, without the services of PWP, but would not receive the services provided by PWP, which are designed, among other things, to assist the Client in determining which products or services are most appropriate for each Client's financial situation and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by PWP, to fully understand the total fees to be paid. For additional information about Brokerage Practices, please refer to Item 12 – *Brokerage Practices*.

Depending on the type of shares held by clients, the applicable fund or other investment company and/or its affiliates will make certain payments to PWP, in connection with the clients' investments in the product. We strive to invest client investment advisory account assets in share classes that do not pay PWP additional compensation for distribution and related services (e.g., 12b-1 fees). For example, we have access to various mutual fund companies, pursuant to which we have access to "advisory class" and/or "institutional class" shares of the funds (i.e., those share classes that do not pay a 12b-1 fee), and we are typically able to convert non-advisory share classes (i.e., those with a 12b-1 fee) held in client investment advisory accounts into the desired share classes. Notwithstanding the foregoing, certain mutual funds may not offer advisory share classes, or certain client accounts may not be eligible for that share class. ***In such cases, any 12b-1 payment received by PWP, will be rebated to the respective advisory client account by the third-party custodian.***

Third-party Custodian Information

Clients may also incur brokerage and/or other transaction costs from the custodian. These costs include, but are not limited to handling fees, wire transaction fees, and check writing expenses. For more information regarding the costs that are charged to a client from the third-party custodian, please refer to the new account opening disclosure documents sent to the client directly from the third-party custodian. As financial planning services are performed for brokerage accounts, clients are subject to additional 12b-1 fees, commissions and mark-ups for the transactions completed in these types of accounts.

PWP has implemented a compliance program to monitor its compensation arrangements, to review whether client assets are invested in what we believe are the most appropriate available mutual funds for the strategies we are implementing and monitoring. As always, please see a fund prospectus for more information about their fees.

Compensation for Insurance Products

Some of the Firm's Investment Adviser Representatives are also licensed as insurance agents with multiple insurance companies and may offer insurance products to Clients. This arrangement creates a material conflict of interest since PWP and its Investment Adviser Representatives are also in a position to potentially generate insurance-related commissions from advisory clients, separate from their investment advisory account, by offering to sell insurance products to them. PWP addresses this conflict by disclosing its insurance licensing to advisory Clients and by not requiring advisory clients purchase insurance products from PWP or its Investment Adviser Representatives. Clients always have the right to act on the recommendation of insurance and have the right to do so with the investment professional of their choosing.

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

Pierce Wealth Partners does not charge performance-based fees for our investment advisory programs. PWP does not have any side-by-side management arrangements.

Item 7 – Account Requirements and Types of Clients

PWP does not have specific account requirements for Clients who are looking for financial planning. However, PWP's Wrap Fee Program does have specific requirements. For additional information regarding the account requirements for the Wrap Fee Programs, please refer to PWP's Wrap Fee Program Brochure.

PWP provides investment advisory services to individuals, high-net worth individuals, families, trusts, estates, charitable organizations, and businesses.

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

Methods of Analysis and Investment Strategies

PWP's primary investment strategy is to construct strategically allocated portfolios for our clients, based on the specific needs and goals of each client. We first determine a client's appropriate time horizon, risk level, financial situation, investment goals, tax situation, and personal preferences (among other criteria). PWP uses several methods to analyze specific investment opportunities. PWP subscribes to several professional investment resources and uses other sources of information including newspapers, magazines, fund company information, third party research, annual reports, and prospectuses.

PWP's primary investment strategy is to construct strategically allocated portfolios for our Clients based on the specific needs and goals of each Client. PWP first determines a Client's appropriate risk level, financial situation, investment goals, tax situation and personal preferences (among other criteria), and then constructs investment portfolios considering these factors. PWP uses a range of investment vehicles in Client accounts, including mutual funds, index funds, exchange traded funds, various fixed income investments, and other appropriate investment vehicles.

The methods of analysis and the strategies utilized by Pierce Wealth Partners may include any of the following:

- **Fundamental Analysis.** This involves evaluating a security using real data such as company revenues, earnings, return on equity, profit margins, interest rate risk, market risk, business risk, and financial risk, to determine underlying value and potential growth. 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.
- **Technical Analysis.** This involves analyzing past market movements and applying that analysis to the present in order to recognize recurring patterns of investor behavior and potentially predict future price movement. Technical analysis does not consider the underlying financial condition of a company. This presents a risk in that a poorly managed or financially unsound company may underperform regardless of market movement.
- **Charting.** This type of technical analysis involves reviewing charts of market and security activity in an attempt to identify when the market is moving up or down and to predict how long the trend may last and when that trend might reverse. Charting is a specific kind of technical analysis and, therefore, does not involve the analysis of other relevant factors, such as the underlying financial condition of a company. In addition, the availability of information regarding market movements does not guarantee that PWP will correctly read and interpret such data, or that PWP will be able to accurately predict how markets will move in the future.
- **Quantitative Analysis.** This involves using mathematical models to obtain more accurate measurements of a company's quantifiable data, such as the value of share price or earnings per share and predict changes to that data. A risk in using quantitative analysis is that the models used may be based on assumptions that prove to be incorrect.
- **Qualitative Analysis.** This involves the subjective evaluation of non-quantifiable factors such as quality of management, labor relations, and strength of research and development factors, which are not readily subject to measurement. PWP uses these evaluations to predict changes to share price. A risk in using qualitative analysis is that PWP's subjective judgment may prove incorrect.
- **Modern Portfolio Theory ("MPT").** This involves assuming that investors are risk averse so that, when given two assets with the same expected return, the investor will choose the less risky one and only take more risk if the expected return is greater. MPT aims to construct a portfolio of investments that has the best possible expected return for the level of risk. However, MPT is based on assumptions of risk and return, and its application does not guarantee that an investment will perform according to such underlying assumptions.
- **Asset Allocation.** This involves balancing risk and return according to a client's investment objectives, risk tolerance and investment horizon. It is used to manage portfolio volatility by investment in different asset classes. A risk of asset allocation is that the client may not participate in sharp increases in a particular security, industry, or market sector. Another risk is that the ratio of securities, fixed income, and cash will change over time due to stock and market movements and, if not corrected, will no longer be appropriate for the client's goals.
- **Diversification.** This involves reducing the volatility of a portfolio by investing in different asset classes, market sectors, and/or companies.
- **Mutual Fund and/or ETF Analysis.** This involves looking at the experience and track record of the manager of a mutual fund or ETF to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. PWP also looks at the underlying assets in a mutual fund or ETF to determine if there is significant overlap in the underlying investments held in other fund(s) in the client's portfolio. PWP also monitors the funds or ETFs to determine if they are continuing to follow their stated investment strategy. As in all securities investments, past performance does not guarantee future results, so a manager who has been successful may not be able to replicate that success in the future. In addition, PWP does not control the underlying investments in a fund or ETF, so managers of different funds held by the client may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the holding(s) less suitable for the client's portfolio.

Investing in securities involves risk of loss that clients should be prepared to bear.

Risk of Loss

Investing in securities involves risk of loss that Clients should be prepared to bear. Securities may fluctuate in value or lose value. PWP strives to develop diversified portfolios that significantly reduce risk for our Clients and may employ the methods and strategies noted above to evaluate a potential investment. In addition, PWP bases its advice on a review of a Client's investment goals, financial situation, risk tolerance, time horizon, and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a Client's account(s).

The methods PWP uses to analyze investment opportunities does not eliminate all the risks associated with investing. Even after due diligence using the above strategies and methods, it is possible that PWP selects investments that will not perform to PWP's satisfaction or may even lose value. There is no guarantee that a Client will meet their investment goals and Clients should be prepared to accept the limitations of PWP's methods of analysis and investment strategies, as well as the risk of loss of their investment in securities. In addition, PWP relies on the financial and other information provided by the Client without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the Client to inform PWP of any changes in financial condition, goals or other factors that may affect PWP's analysis, and the failure to do so may result in adverse performance of Client's investment account(s).

The risks associated with a particular strategy are provided to each Client in advance of investing Client accounts, and while not exhaustive may include the following:

- **Market Risks.** The value of a Client's holdings may fluctuate in response to events specific to companies or markets, as well as economic, political, or social events in the U.S. and abroad. This risk is linked to the performance of the overall financial markets.
- **ETF Risks.** The performance of ETFs is subject to market risk, including the possible loss of principal. The price of the ETFs will fluctuate with the price of the underlying securities that make up the funds. In addition, ETFs have a trading risk based on the loss of cost efficiency if the ETFs are traded actively and a liquidity risk if the ETFs have a large bid-ask spread and low trading volume. The price of an ETF fluctuates based upon the market movements and may dissociate from the index being tracked by the ETF or the price of the underlying investments. An ETF purchased or sold at one point in the day may have a different price than the same ETF purchased or sold a short time later.
- **Bond ETFs.** Bond ETFs are subject to specific risks, including the following: (1) interest rate risks, i.e., the risk that bond prices will fall if interest rates rise, and vice versa, the risk depends on two things, the bond's time to maturity, and the coupon rate of the bond; (2) reinvestment risk, i.e. the risk that any profit gained must be reinvested at a lower rate than was previously being earned; (3) inflation risk, i.e. the risk that the cost of living and inflation increase at a rate that exceeds the income investment thereby decreasing the investor's rate of return; (4) credit default risk, i.e. the risk associated with purchasing a debt instrument which includes the possibility of the company defaulting on its repayment obligation; (5) rating downgrades, i.e. the risk associated with a rating agency's downgrade of the company's rating which impacts the investor's confidence in the company's ability to repay its debt; and (6) liquidity risks, i.e. the risk that a bond may not be sold as quickly as there is no readily available market for the bond.
- **Mutual Fund Risks.** The performance of mutual funds is subject to market risk, including the possible loss of principal. The price of the mutual funds will fluctuate with the value of the underlying securities that make up the funds. The price of a mutual fund is typically set daily, so a mutual fund purchased at one point in the day will typically have the same price as a mutual fund purchased later that same day.

Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with PWP.

Item 9 - Disciplinary Information

There are no legal, regulatory, or disciplinary events involving Pierce Wealth Partners or any of its Supervised Persons. PWP values the trust Clients place in the firm and its Supervised Persons. PWP encourages Clients to perform the requisite due diligence on any adviser or service provider the Client engages. Information about PWP and its Supervised Persons are available on the Investment Adviser Public Disclosure website at www.adviserinfo.SEC.gov.

Item 10 - Other Financial Industry Activities and Affiliations

None of PWP's Investment Adviser Representatives, or Supervised Persons are registered, associated with, or have an application pending to register, as a futures commission merchant, commodity pool operator or a commodity trading adviser.

PWP is a Registered Investment Adviser in the State of Texas and is affiliated through common ownership with Bley Investment Group, Inc., (BIG) a Woman-owned Business Enterprise (WBE) Certified Broker-Dealer. All of PWP's Investment Adviser Representatives are registered representatives of BIG's Broker-Dealer business. PWP's affiliation with BIG is material to its advisory business. Securities transactions for advisory Clients resulting from advisory client investment advice made by PWP will be effected through BIG in its Broker-Dealer capacity. Financial Planning Clients who are BIG brokerage clients may complete transactions in their brokerage account or choose an alternative broker. Securities transactions for Clients participating in PWP's Wrap Fee Program will be effected through BIG – participating Clients are unable to choose an alternative broker for their PWP Wrap Fee Program securities transactions.

PWP's affiliation with BIG, as a Broker-Dealer, is material to its advisory business. With the exception of pure financial planning clients, all securities transactions for advisory clients resulting from advisory advice made by PWP, are affected through BIG in its Broker-Dealer capacity. This includes all securities transactions effected for advisory clients investing through one of the wrap fee programs offered by PWP. This creates a material conflict of interest, as it is possible that PWP Investment Adviser Representatives could receive compensation from the same client in an advisory account with PWP and also brokerage account with BIG. PWP addresses this conflict by disclosing our affiliate status to our clients, and not requiring that the Firm's brokerage clients utilize advisory services from the Firm. **Moreover, PWP advisory clients who are required to open brokerage accounts with BIG, are not charged commissions or brokerage-related transaction charges by BIG.** PWP does not recommend or select other investment advisers for our clients at this time, for which PWP receives payment from those advisers.

Some of the Firm's Investment Adviser Representatives are also licensed as insurance agents with multiple insurance companies and may offer insurance products to Clients. This arrangement creates a material conflict of interest since PWP and its Investment Adviser Representatives are also in a position to potentially generate insurance-related commissions from advisory clients, separate from their investment advisory account, by offering to sell insurance products to them. PWP addresses this conflict by disclosing its insurance licensing to advisory Clients and by not requiring that advisory clients purchase insurance products from PWP or its BIG Financial Professionals.

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

Code of Ethics

The Firm's Code of Ethics applies to all persons associated with PWP and lays out the general ethical guidelines and specific instructions regarding PWP's duties to the Client. All employees of the firm must adhere to the Code of Ethics. PWP and its personnel owe a duty of care, loyalty, fairness, and good faith towards its clients, and have an obligation to adhere not only to the specific provisions of the Code of Ethics but to the general principles that guide the Code. PWP Investment Adviser Representatives, Supervised Persons, and employees are required to certify that they have read, understand, and will comply with our Code of Ethics. A copy of PWP's Code of Ethics will be provided to any client or prospective client upon request.

PWP's Code of Ethics includes the Firm's policy prohibiting the use of material non-public information. While we do not believe that we have any particular access to non-public information, all employees are reminded that such information may not be used in a personal or professional capacity. PWP and individuals associated with the Firm, are prohibited from engaging in principal transactions.

Personal Trading with Material Interest

PWP does not have a material interest in any securities traded in Client accounts but does allow Supervised Persons of PWP to purchase or sell the same securities that may be recommended to or purchased on behalf of Clients. PWP does not act as principal in any transactions and does not act as the general partner of a fund or advise an investment company. PWP does not have a material interest in any securities traded in Client accounts.

Personal Trading in Same securities as Clients

Pierce Wealth Partners allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities that are recommended (purchase or sell) to Clients presents a conflict of interest that, as fiduciaries, must be disclosed to Clients and mitigated through policies and procedures. As noted above, the Adviser has adopted the Code to address insider trading (material non-public information controls); gifts and entertainment; outside business activities and personal securities reporting. When trading for personal accounts, Supervised Persons have a conflict of interest if trading in the same securities. The fiduciary duty

to act in the best interest of its Clients can be violated if personal trades are made with more advantageous terms than Client trades, or by trading based on material non-public information. This risk is mitigated by Pierce Wealth Partners requiring reporting of personal securities trades by its Supervised Persons for review by the President or delegated Firm principal. The Adviser has also adopted written policies and procedures to detect the misuse of material, non-public information.

Investment Adviser Representatives, Supervised Persons and/or Employees of PWP and members of their household may desire to trade in the same securities that the firm is trading for our clients. For more information regarding how PWP minimizes or eliminates the possibility of a conflict of interest with recommendations, buys or sells of other securities (such as ETF's and equities), you may request a full copy of the Pierce Wealth Partners, Inc. Code of Ethics.

Personal Trading at Same Time as Client

While PWP allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients, such trades are required to be traded afterward. At no time will PWP, or any Supervised Person of PWP, transact in any security to the detriment of any Client.

This does not create a conflict of interest with mutual fund transactions in particular, since all orders are traded for the same closing net asset value (NAV) price on the day of trade execution. All parties will receive the same execution pricing on these transactions.

Item 12 - Brokerage Practices

PWP will process all investment advisory accounts through BIG, however, Financial Planning Clients may choose to enter into an investment advisory engagement, elect to be a brokerage client by opening a brokerage account with BIG or select an alternative third-party broker to execute future transactions that stem from those relationships. PWP clients benefit from the pricing, reporting, execution, and service that BIG is able to offer by processing transactions directly with their clearing firm, on the client's behalf. BIG their clearing firm by considering their capital base, reputation, execution quality, market pricing, reporting capabilities, research, and additional services that they offer.

Research and Other Soft Dollar Benefits

Soft dollars are revenue programs offered by broker-dealers/custodians whereby an adviser enters into an agreement to place security trades with the Broker-Dealer/custodian in exchange for research and other services. PWP does not pay for any products, service or have any other soft dollar benefit arrangements with any source. PWP also does not direct any type of commissions to any Broker-Dealer in return for products, research, service, or other soft dollar benefit.

Brokerage Referrals

PWP does not receive any compensation from any third party in connection with the recommendation for establishing an account.

Directed Brokerage

PWP does not permit clients to direct brokerage services through a specific Broker-Dealer. BIG serves as the Broker-Dealer for all investment advisory account transactions, and utilizes a third-party custodian for all securities and cash held in client accounts.

Aggregating for Allocating Trades

The primary objective in placing orders for the purchase and sale of securities for Client accounts is to obtain the most favorable net results, taking into account such factors as price, size of the order, difficulty of execution, confidentiality, and the skill required of the clearing firm.

Currently, PWP does not aggregate transactions. Aggregating transactions allows firms that process large orders of securities to realize more effective trade execution and the cost efficiencies resulting from executing larger order sizes. By not aggregating the purchases or sales of securities, Clients will pay the full cost of a trade instead of splitting that cost pro-rata with other clients trading the same security. However, PWP may aggregate orders in a block trade or trades when securities are purchased or sold through the same clearing and/or custody firm for multiple (discretionary) accounts in the same trading day. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent with the initial pre-allocation or other written statement. This must be done in a way that does not consistently advantage or disadvantage any particular Clients' accounts.

Mutual fund buy and sell orders execute at the end of each trading day, receiving the closing NAV price of the funds. Therefore, all mutual fund buy and sell orders placed on a particular day automatically receive the same price, without the need for aggregation of accounts.

Item 13 - Review of Accounts

PWP's accounts, to include any financial plans completed, are monitored on a regular and continuous basis by Investment Adviser Representatives of PWP and periodically by the President or designated principal of the firm. Additionally, PWP's Investment Adviser Representatives are responsible for initially reviewing a Client's account (including current investment strategy such as asset allocation and account performance) and making revisions as needed based on a Client's changing circumstances and/or the current economic environment. Formal reviews are generally conducted at least annually, or more or less frequently, depending on the needs of the Client. Additionally, clients are invited to meet with their Investment Adviser Representative at least annually.

There are three main triggers that may cause an account monitoring process to happen outside of its normal schedule:

- The first trigger is Client specific. It is normally a liquidity event where the client is either requesting funds or depositing funds. In either case, an account review is performed in order to determine the best way to execute the Client's wishes.
- The second type of trigger is a function of the overall economy. As our outlook for various asset classes changes it triggers account reviews.
- The third type of trigger is a function of a particular security in an account. As security specific issues arise, they cause account reviews for the affected accounts.

Clients may also request a review of their account at any time. Requests for review can be made by phone call, mail, or e-mail. Requested reviews will be performed by the Client's Investment Adviser Representative. The Client is encouraged to notify PWP if changes occur in the Client's personal financial situation that might adversely affect the Client's investment plan. Additional reviews may be triggered by material market, economic, or political events.

Any account performance reports provided by PWP do not replace the account statements issued by PWP's third-party custodian. The third-party custodian issues client statements no less than quarterly, to all investment advisory clients on their books. Clients may also establish electronic access to the Custodian's website so that they may view these reports and their account activity. Client advisory/brokerage statements will include all positions, transactions and fees relating to Client account(s).

Item 14 - Client Referrals and Other Compensation

It is PWP's policy not to engage solicitors or to pay related or non-related persons for referring potential clients to our firm. It is PWP's policy not to accept or allow our related persons to accept any form of compensation, including cash, sales awards, or other prizes, from a non-client in conjunction with the advisory services we provide to our clients.

Item 15 - Custody

All Clients must place their assets with a "qualified custodian". PWP does not take custody of any client account assets but does have limited 'constructive' custody due to the ability to debit advisory fees directly from client's accounts. Clients are required to engage the Custodian to retain their funds and securities and direct PWP that Custodian for the Client's security transactions. PWP does not accept or maintain custody of any Client accounts. Clients should review statements provided by the Custodian and compare to any reports provided by PWP to ensure accuracy, as the Custodian does not perform this review.

Client authorizes, in writing, Pierce Wealth Partners and the third-party clearing agent/custodian to deduct fees due to Pierce Wealth Partners directly from the client's account and to send to Client a statement, at least quarterly, indicating all amounts disbursed from the account, including the amount of fees paid directly to Pierce Wealth Partners. Clients will receive statements of their accounts, directly from the Firm's third-party custodian, at least on a quarterly basis. Additionally, clients residing or serviced from the State of Colorado will receive an invoice for all investment advisory fees incurred on a quarterly basis.

The Firm's third-party custodian for all investment advisory accounts, issues client statements no less than quarterly to all managed program accounts. Clients should carefully review these statements and compare them to any reports provided by PWP to ensure accuracy.

Item 16 - Investment Discretion

Investment advisory services (including those provided under the Wrap Fee Program) may be discretion or non-discretionary. A discretionary investment advisory account is an account where buy and sell decisions are made by a portfolio manager (such as PWP) for your account. The term "discretionary" refers to the fact that investment decisions are made at the portfolio manager's discretion. A non-discretionary investment advisory account is an account where buy and sell decisions are made by the Client. This means that the Client must direct all transactions to be completed on an account.

PWP has discretionary investment authority over some of the accounts we manage. Prior to assuming discretionary authority for clients who would like to grant discretionary authority to PWP, are given a discretionary account agreement and a copy of PWP's current ADV Part 2 Disclosure Brochure. By signing the PWP discretionary account agreement, clients grant PWP discretionary investment authority over their account. Detailed information regarding wrap fee programs, which provide discretionary authority, is available in PWP's Wrap Fee Brochure document.

Typically, there are not any explicit limitations on the discretion authority that PWP has to manage an account. However, each client's managed account agreement, lays out how an account will be managed. In the managed account agreement, there are sections for specifically detailing any constraints that a client or account has. These types of constraints are handled on a case-by-case basis.

Item 17 - Voting Client securities

PWP does not have responsibility for voting (or recommending how to vote) proxies for any Client investments. Proxy statement information is forwarded directly from our third-party custodian and/or the transfer agent to the client's address of record for the account. Clients may contact the PWP Investment Adviser Representative that handles their account at any time to ask questions regarding a proxy solicitation they have received.

Item 18 - Financial Information

Neither PWP, nor its management, have any adverse financial situations that would reasonably impair the ability of PWP to meet all obligations to its Clients. Neither PWP, nor any of its Investment Adviser Representatives have been subject to a bankruptcy or financial compromise. PWP is not required to deliver a balance sheet along with this Disclosure Brochure as it does not collect fees of \$500 or more for services to be performed six months or more in advance.

Item 19 - Requirements for State Registered Advisers

PWP is registered as an Investment Adviser in the State of Texas.

Principal Executive Officers

- Paige W. Pierce, President, CEO, and Chief Compliance Officer
Additional information regarding Ms. Pierce's education and business background is available on the attached ADV Part 2B Disclosure Brochure.

Performance-based Fees

PWP does not charge performance-based fees for its investment advisory programs. PWP does not have any side-by-side management arrangements.

Disciplinary Information

There are no legal, regulatory or disciplinary events involving PWP or any of its Supervised Persons. PWP values the trust Clients place in it. PWP and its Investment Adviser Representatives encourage Clients to perform the requisite due diligence on any adviser or service provider the Client engages. The backgrounds of investment advisers and Advisory Persons are available on the Investment Adviser Public Disclosure website at www.adviserinfo.SEC.gov by searching with the Adviser's firm name.

For more information on Broker-Dealer related disciplinary event you may visit:
<https://brokercheck.finra.org/firm/summary/26678>

Our investment advisory disciplinary history is available by going to:
<https://adviserinfo.SEC.gov/firm/summary>

Issuer of Securities Arrangements

PWP does not have any arrangements with any issuer of securities.