



MINDFUL WEALTH

March 16, 2022

Disclosure Brochure

Part 2A

Item 1 | Cover Page

This Brochure provides information about the qualifications and business practices of Mindful Wealth, LLC, “Mindful Wealth.” If you have any questions about the contents of this Brochure, please contact us at (314) 462-2004. 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.

Mindful Wealth, LLC is registered as an Investment Advisor with the State of Missouri.

Registration of an Investment Advisor does not imply any level of skill or training. Additional information about Mindful Wealth LLC is available on the SEC’s website at www.adviserinfo.sec.gov which can be found using the firm’s identification number 284177.

Item 2 | Material Changes

Since the most recent annual updating amendment that was filed on March 31, 2021:

1. Jeff Snodgrass’ Outside Business activities were modified with the following:
 - a. In addition to managing Mindful Wealth, Jeffrey R. Snodgrass serves as Managing Director and CCO of the sub-advisor, XY Investment Solutions—which is headquartered in Bozeman, MT.

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Item 4 | Advisory Business

Description of Advisory Firm

Mindful Wealth LLC is registered as an Investment Advisor in the State of Missouri, with initial registration effective as of July 18, 2016. Jeffrey R. Snodgrass is the principal owner of Mindful Wealth. Assets under management are \$15,037,725 as of December 31, 2021.

Types of Advisory Services

Investment Management Services

Mindful Wealth LLC is in the business of managing individually tailored investment portfolios. Our firm provides continuous advice to clients regarding the investment of their funds based on their individual needs. Through personal discussions about the client’s goals and objectives, we develop a client’s personal investment policy or an investment plan with a target asset allocation and create and manage a portfolio based on that policy’s allocation targets. During the client’s introduction to Mindful Wealth, we determine the client’s individual objectives, time horizons, risk tolerance, and liquidity needs. We may also review and discuss a client’s prior investment history, as well as family composition and background.

Services and pricing are tiered based on assets managed by Mindful Wealth LLC and will be documented in each client agreement. See table 4.1 for more detail.

Services Provided | Table 4.1

Investment Management	✓	✓	✓
Financial Planning	✓	✓	✓
Tax Planning - Coordination with your outside tax preparer		✓	✓
Estate Planning - Coordination with your outside estate attorney			✓
Minimum Annual Fee	\$1,800	\$4,800	\$7,200



Account supervision is guided by the stated goals and objectives of each client, as well as their tax considerations. Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors. Fees pertaining to this service are outlined in Item 5 of this brochure.

Schwab's Institutional Intelligent Portfolios®

Additionally, for some clients—based on certain factors, including the size of their investment portfolio and accounts types needed—we offer an automated investment program (the “Program”) through which clients are invested in a range of investment strategies we have constructed and manage, each consisting of a portfolio of exchange-traded funds and mutual funds (“Funds”) and a cash allocation. The client may instruct us to exclude up to three Funds from their portfolio. The Client’s portfolio is held in a brokerage account opened by the client at Charles Schwab & Co., Inc. (“CS&Co”). We use the Institutional Intelligent Portfolios® platform (“Platform”), offered by Schwab Performance Technologies (“SPT”), a software provider to independent investment advisors and an affiliate of CS&Co., to operate the Program. We are independent of and not owned by, affiliated with, or sponsored or supervised by SPT, CS&Co., or their affiliates (together, “Schwab”). We, and not Schwab, are the client’s investment advisor and primary point of contact with respect to the Program. We are solely responsible, and Schwab is not responsible, for determining the appropriateness of the Program for the client, choosing a suitable investment strategy and portfolio for the client’s investment needs and goals, and managing that portfolio on an ongoing basis. We have contracted with SPT to provide us with the Platform, which consists of technology and related trading and account management services for the Program. The Platform enables us to make the Program available to clients online and includes a system that automates certain key parts of our investment process (the “System”). The System include an online questionnaire that can help us determine the client’s investment objectives and risk tolerance and select an appropriate investment strategy and portfolio. Clients should note that, if we use the online questionnaire, we will recommend a portfolio via the System in response to the client’s answers to the online questionnaire. Alternatively, we might recommend a portfolio via the System based on information the client provides to us. The client may then indicate an interest in a portfolio that is one level less or more conservative or aggressive than the recommended portfolio, but we then make the final decision and select a portfolio based on all the information we have about the client. The System also includes an automated investment engine through which we manage the client’s portfolio on an ongoing basis through automatic rebalancing and tax-loss harvesting (if the client is eligible and elects).

We charge clients a fee for our services described under Item 5 Fees and Compensation. Our fees are not set or supervised by Schwab. Clients do not pay brokerage commissions or any other fees to CS&Co. as part of the Program. Schwab does receive other revenues, including 1.) the profit earned by Charles Schwab Bank, SSB, a Schwab affiliate, on the allocation to the Schwab Intelligent Portfolios Sweep Program described in the Schwab Intelligent Portfolios Sweep Program Disclosure Statement; 2) investment advisor and/or administrative service fees (or unitary fees) received by Charles Schwab Investment Management, Inc., a Schwab affiliate, from Schwab ETFs™ Schwab Funds® and Laudus Funds® that we select to buy and hold in the client’s brokerage account; 3) fees received by Schwab from mutual funds in the Schwab Mutual Fund Marketplace® (including certain Schwab Funds and



Laudus Funds) in the client’s brokerage account for services Schwab provides; and (4) remuneration Schwab receives from the market centers where it routes ETF trade orders for execution.

Personal Tax Return Preparation

If client agrees, we may provide tax preparation services for our clients to assist with the filing of federal and state tax returns for individuals and businesses. We may ask for an explanation or clarification of some items, but we will not audit or otherwise verify client data. The client is responsible for the completeness and accuracy of information used to prepare the returns. Our responsibility is to prepare the returns in accordance with applicable tax laws. We will utilize the services of a third-party accounting, bookkeeping, and tax preparation firm to facilitate the preparation and filing of your tax return and we will work with you and the third party in order to gather the necessary information as part of this service.

We may observe opportunities for tax savings that require planning or changes in the way the client handles some transactions. While an engagement for tax return preparation does not include significant tax planning services, we will share any ideas we have with you and discuss terms for any additional work that may be required to implement those ideas.

Comprehensive Financial Planning

This service involves working one-on-one with Mindful Wealth LLC over an extended period of time. By paying a monthly retainer, clients get continuous access to our services and their interactive financial plan. We will monitor the plan, recommend any changes and ensure the plan is up to date.

Upon requesting a comprehensive plan, we will interview the client regarding their goals and values around money. Table 4.2 provides examples of topic areas where the client must share information to assist in completing their financial plan.

Areas of Analysis | Table 4.2

Net worth	Investments	Life insurance	College planning
Cash flows	Estate planning	Employment benefits	Other specialty insurance



Once everything is compiled, we will build a plan and review the findings with the client. Clients subscribing to this service will receive a written or an electronic report, providing the client with a detailed financial plan designed to achieve their stated financial goals and objectives. Follow-up discussions will be scheduled on an as-needed basis. The plan and the client’s financial situation and goals will be monitored throughout the year and follow-up communications with the client will attempt to confirm that any agreed upon action steps have been carried out. Additionally, we will complete a full review of the plan on an annual basis to ensure its accuracy and ongoing appropriateness. Any needed updates will be implemented at that time. See table 4.3 for a detailed description of financial planning issues to be addressed.

Financial Planning Issues to be Addressed | Table 4.3

College Savings	Includes projecting the amount that will be needed to achieve college or other education funding goals, along with advice on ways for the client to save the desired amount. This includes recommendations on savings strategies and financial aid preparation for either children or grandchildren.
Employee Benefits Optimization	We will analyze whether the client is maximizing employee benefits (such as matching). Or, if they are a business owner, we will consider and/or recommend the various benefit programs that can be structured to meet both business and personal retirement goals.
Financial Goals	We will help clients identify financial goals and develop a plan to reach them. We will identify what the client plans to accomplish, what resources they will need to make it happen, how much time they will need to reach the goal, and how much they should budget for their goal.
Insurance	We review existing policies to ensure proper coverage for life, health, and disability.
Investment Analysis	This may involve developing an asset allocation strategy to meet the client’s financial goals and risk tolerance, providing information on investment vehicles and strategies, reviewing employee stock options, as well as assisting them in establishing their own investment account at TD Ameritrade or Charles Schwab. The strategies and types of investments we may recommend are further discussed in Item 8 of this brochure.
Retirement Planning	Our retirement planning services typically include projections of the client’s likelihood of achieving their financial goals, typically focusing on financial independence as the primary objective. If projections show less than the desired results, we may make recommendations, such as working longer, saving more, spending less, taking more risk with investments, etc. We may also advise on distribution strategies for retirees or those nearing retirement.



Financial Planning Issues to be Addressed | Table 4.3

<p>Risk Management</p>	<p>A risk management review includes an analysis of the client’s exposure to major risks that could have a significantly adverse effect on their financial picture, such as premature death, disability, property and casualty losses, or the need for long-term care planning. Advice may be provided on ways to minimize such risks and about weighing the costs of purchasing insurance versus the benefits of doing so and, likewise, the potential cost of not purchasing insurance (“self-insuring”).</p>
<p>Estate Planning</p>	<p>This usually includes an analysis of the client’s exposure to estate taxes and the completeness of their current estate plan.</p> <p>We strongly recommend that clients consult with a qualified attorney when completing or updating estate plans. We may provide contact information for attorneys who specialize in estate planning, and may—for certain clients—participate in meetings, emails, or phone calls between the client and the attorney.</p>
<p>Tax Planning Strategies</p>	<p>Advice may include ways to minimize current and future income taxes as a part of the client’s overall financial planning picture. For example, we may make recommendations on which type of account(s) or specific investments should be owned based in part on their “tax efficiency,” with consideration that there is always a possibility of future changes to tax laws and rates that may affect their situation.</p> <p>We strongly recommend that clients consult with a qualified tax professional before initiating any tax planning strategy. We may provide contact information for accountants or attorneys who specialize in this area, and may—for certain clients—participate in meetings, emails, or phone calls between the client and the tax professional.</p>

The client always has the right to decide whether or not to act upon our recommendations and to effect the transactions through anyone of their choosing.

Pension Consulting Services & Retirement Plan Consulting Services

Mindful Wealth LLC provides pension consulting services to employer plan sponsors. Generally, such pension consulting services consist of assisting employer plan sponsors in establishing, monitoring and reviewing their company’s participant-directed retirement plan. As the needs of the plan sponsor dictate, areas of advising could include: investment options, plan structure and participant education.

All pension consulting services shall be in compliance with the applicable State law(s) regulating the services provided by this Agreement. This section applies to an Account that is a pension or other employee benefit plan (a “Plan”) governed by the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). If the client accounts are part of a Plan, and we accept appointments to provide our



services to such accounts, we acknowledge that we are a fiduciary within the meaning of Section 3(21) of ERISA (but only with respect to the provision of services described in section 1 of the Pension Consulting Agreement).

Client Tailored Services and Client Imposed Restrictions

Specific client financial plans and their implementation are dependent upon each client’s unique situation. The Mindful Wealth LLC Investment Policy Statement is used to construct a client-specific plan that addresses their personal restrictions, needs, and targets.

Wrap Fee Programs

We do not participate in wrap fee programs.

Item 5 | Fees and Compensation

Please note, unless a client has received the firm’s disclosure brochure at least 48 hours prior to signing the investment advisory contract, the investment advisory contract may be terminated by the client within five (5) business days of signing the contract without incurring any advisory fees and without penalty. Mindful Wealth's fees depend on the total value of the assets being managed and the services being provided.

Asset-Based Fees | Table 5.1

RATE	HOUSEHOLD ACCOUNT VALUE
1.00%	On the first \$2,000,000
0.25%	On all amounts thereafter
Minimums shown in figure 4.1 may apply.	

Investment Management Services

Our standard advisory fees, as shown in table 5.1, are based on the market value of the assets under management and are calculated based on the applicable rate on the entire household balance.

The annual asset-based fees are flat, pro-rated and paid in advance on a quarterly basis as a direct debit from the client’s account. The advisory fee is determined by totaling the client's assets under management as of the last day of the prior quarter and assessing that percentage on the entire balance. Fee increases will be communicated in writing at least 45 days in advance with an amendment to the client’s current advisory agreement. Fees are negotiable.

Accounts initiated during a calendar quarter will be charged a pro-rated fee based on the amount of time remaining in the billing period. An account may be terminated with 30 days advance notice. Upon termination of the account, any unearned fee will be refunded to the client on a prorated basis.



As described in *Item 4 - Advisory Business*, Clients do not pay brokerage commissions or any other fees to CS&Co. as part of the Program. Schwab does receive other revenues, including 1.) the profit earned by Charles Schwab Bank, SSB, a Schwab affiliate, on the allocation to the Schwab Intelligent Portfolios Sweep Program described in the Schwab Intelligent Portfolios Sweep Program Disclosure Statement; 2) investment advisor and/or administrative service fees (or unitary fees) received by Charles Schwab Investment Management, Inc., a Schwab affiliate, from Schwab ETFs™ Schwab Funds® and Laudus Funds® that we select to buy and hold in the client's brokerage account; 3) fees received by Schwab from mutual funds in the Schwab Mutual Fund Marketplace® (including certain Schwab Funds and Laudus Funds) in the client's brokerage account for services Schwab provides; and (4) remuneration Schwab receives from the market centers where it routes ETF trade orders for execution. Brokerage arrangements are further described below in *Item 12 – Brokerage Practices*.

Personal Tax Return Preparation

Fees for tax return preparation are included in the asset-based fees shown above for clients paying at least the \$4,800 annual minimum shown in table 4.1. Those clients who do not pay the minimum for tax planning have the option of adding on tax return preparation, and in such cases the fee will be determined based on the complexity of the return and quality of recordkeeping. The fees may be negotiable in certain cases, will be agreed upon at the start of the engagement, and are due at the completion of the engagement. Clients are not required to utilize any third-party products or services that we may recommend and they may be able to receive similar services from other professionals at a similar or lower cost.

Comprehensive Financial Planning

Comprehensive financial planning is offered at an annual rate starting at \$1,800, depending on the complexity and needs of the client, payable as a monthly fee, due in advance. The annual fee will be agreed upon before the start of any work. The client's monthly payment will be calculated as follows:

$$\text{Annual fee} \div 12 = \text{client's monthly payment}$$

This service may be terminated with 30 days advance notice. Upon termination of any account, the fee will be prorated and any unearned fee will be refunded to the client.

Pension Consulting Service & Retirement Plan Consulting Fees

Fees for pension consulting and retirement plan consulting are the same as shown in table 5.1.

For investment management and employee benefit plan services, Mindful Wealth LLC will request authority from the Client to receive quarterly payments directly from the Client's account held by and independent custodian. Clients may provide written limited authorization to Advisor or its designated service provider, BAM, to withdraw fees from the account. Clients will receive custodial statements



showing the advisory fees debited from their account(s). Certain third party administrators will calculate and debit Advisor's fee and remit such fee to Advisor.

The annual asset-based fees are pro-rated and paid in advance on a quarterly. The advisory fee is determined by totaling the client's assets under management as of the last day of the prior quarter and assessing that percentage on the entire balance. Fee increases will be communicated in writing at least 45 days in advance with an amendment to the client's current advisory agreement. Fees are negotiable.

Accounts initiated during a calendar quarter will be charged a pro-rated fee based on the amount of time remaining in the billing period. An account may be terminated with 30 days advance notice. Upon termination of the account, any unearned fee will be refunded to the client on a prorated basis.

Other Types of Fees and Expenses

Our fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses that may be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, and other third parties such as custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual fund and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to our fee, and we shall not receive any portion of these commissions, fees, and costs.

Item 12 further describes the factors that we consider in selecting or recommending broker-dealers for client's transactions and determining the reasonableness of their compensation (e.g., commissions).

We do not accept compensation for the sale of securities or other investment products including asset-based sales charges or service fees from the sale of mutual funds.

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

We do not offer performance-based fees.

Item 7 | Types of Clients

We provide financial planning and portfolio management services to high net-worth individuals. Mindful Wealth LLC does not adhere to a strict account minimum, but also does not take on every prospective client. We instead evaluate each prospective client based on their needs, complexity, and fit with our service model.



Item 4 – Advisory Business details the alternative option for clients to onboard via the Schwab Institutional Intelligent Portfolios® Program. Clients eligible to participate in that program include individuals, IRAs, and revocable living trusts. Clients that are organizations (such as corporations and partnerships) or government entities, and clients that are subject to the Employee Retirement Income Security Act of 1974, are not eligible for the Program. The minimum investment required to open or convert an account in the Program is \$5,000. The minimum account balance to enroll in the tax-loss harvesting feature is \$50,000.

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

Our primary method of investment analysis is passive investment management.

Passive Investment Management

We primarily practice passive investment management. Passive investing involves building portfolios that are comprised of various distinct asset classes. The asset classes are weighted in a manner to achieve a desired relationship between correlation, risk and return. Funds that passively capture the returns of the desired asset classes are placed in the portfolio. The funds that are used to build passive portfolios are typically index mutual funds or exchange traded funds.

Passive investment management is characterized by low portfolio expenses (i.e. the funds inside the portfolio have low internal costs), minimal trading costs (due to infrequent trading activity), and relative tax efficiency (because the funds inside the portfolio are tax efficient and turnover inside the portfolio is minimal).

In contrast, active management involves a single manager or managers who employ some method, strategy or technique to construct a portfolio that is intended to generate returns that are greater than the broader market or a designated benchmark. Academic research indicates most active managers underperform the market.

Material Risks Involved

All investing strategies we offer involve risk and may result in a loss of the client's original investment, which they should be prepared to bear. Many of these risks apply equally to stocks, bonds, commodities and any other investment or security. See table 8.1 for detailed descriptions.



Material Investment Strategy Risks | Table 8.1

Market Risk	Market risk involves the possibility that an investment’s current market value will fall because of a general market decline, reducing the value of the investment regardless of the operational success of the issuer’s operations or its financial condition.
Strategy Risk	Our investment strategies and/or investment techniques may not work as intended.
Small and Medium Cap Company Risk	Securities of companies with small and medium market capitalizations are often more volatile and less liquid than investments in larger companies. Small and medium cap companies may face a greater risk of business failure, which could increase the volatility of the client’s portfolio.
Limited Markets	Certain securities may be less liquid (harder to sell or buy) and their prices may at times be more volatile than at other times. Under certain market conditions we may be unable to sell or liquidate investments at prices we consider reasonable or favorable, or find buyers at any price.
Interest Rate Risk	Bond (fixed income) prices generally fall when interest rates rise, and the value may fall below par value or the principal investment. The opposite is also generally true: bond prices generally rise when interest rates fall. In general, fixed income securities with longer maturities are more sensitive to these price changes. Most other investments are also sensitive to the level and direction of interest rates.
Inflation Risk	Inflation may erode the buying-power of the client's investment portfolio, even if the dollar value of their investments remains the same.

Risks Associated with Securities

Apart from the general risks outlined above which apply to all types of investments, specific securities may have other risks.

Material Securities Risks | Table 8.2

Bank Obligations	Bonds and certificates of deposit may be vulnerable to setbacks or panics in the banking industry. Banks and other financial institutions are greatly affected by interest rates and may be adversely affected by downturns in the U.S. and foreign economies or changes in banking regulations.
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Material Securities Risks | Table 8.2

<p>Municipal Bonds</p>	<p>Municipal Bonds are debt obligations generally issued to obtain funds for various public purposes, including the construction of public facilities. They pay a lower rate of return than most other types of bonds because of their tax-favored status. Investors should compare the relative after-tax return to the after-tax return of other bonds, depending on the investor’s tax bracket. Investing in municipal bonds carries the same general risks as investing in bonds in general, including interest rate risk, reinvestment risk, inflation risk, market risk, call or redemption risk, credit risk, and liquidity and valuation risk.</p>
<p>Investment Companies Risk</p>	<p>When a client invests in open end mutual funds, the client indirectly bears its proportionate share of any fees and expenses payable directly by those funds. Therefore, the client will incur higher expenses, many of which may be duplicative. In addition, the client’s overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives). The Advisor has no control over the risks taken by the underlying funds in which client’s invest.</p>

Item 9 | Disciplinary Information

Criminal or Civil Actions

Mindful Wealth LLC and its management have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

Mindful Wealth LLC and its management have not been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

Mindful Wealth LLC and its management have not been involved in legal or disciplinary events that are material to a client’s or prospective client’s evaluation of Mindful Wealth LLC or the integrity of its management.

Item 10 | Other Financial Industry Activities and Affiliations

No Mindful Wealth LLC employee is registered, or has an application pending to register, as a broker-dealer or a registered representative of a broker-dealer. No Mindful Wealth LLC employee is registered,



or has an application pending to register, as a futures commission merchant, commodity pool operator or a commodity trading advisor.

Mindful Wealth LLC has contracted with BAM Advisor Services, LLC (“BAM”), for services including trade processing, collection of management fees, record maintenance, report preparation, marketing assistance, and research. Mindful Wealth LLC has also contracted with BAM for sub-advisory services with respect to Clients’ fixed income accounts. Advisor pays a fee for BAM services based on management fees paid to Advisor on accounts that use BAM Advisor Services. The fee paid by Advisor to BAM consists of a portion of the fee paid by Clients to Advisor and varies based on the total Client assets administered by BAM through Mindful Wealth LLC. These fees are not separately charged to advisory Clients.

As a fiduciary, Mindful Wealth LLC has certain legal obligations, including the obligation to act in clients’ best interest. Mindful Wealth LLC maintains a Business Continuity and Succession Plan and seeks to avoid a disruption of service to clients in the event of an unforeseen loss of key personnel, due to disability or death. To that end, Mindful Wealth LLC has entered into a succession agreement with Buckingham Asset Management, LLC, effective August 19, 2016. Mindful Wealth LLC can provide additional information to any current or prospective client upon request to Jeffrey R. Snodgrass, Managing Member at (314) 462-2004 or Jeff@MindfulWealthSTL.com.

In order to ensure continuity of investment advisory services to clients in the event of the death or prolonged incapacity of Advisor’s sole investment representative, Advisor has also contracted with Buckingham Asset Management, LLC (“Buckingham”) to act as sub-advisor to clients’ portfolios. Advisor’s agreement with Buckingham provides that Buckingham may determine, for a period of up to one-hundred eighty (180) days following such death or incapacity, to act as sub-advisor and to provide portfolio management and related services to Advisor’s clients. In the event of the sole investment representative’s death or incapacity, and prior to activating Buckingham’s sub-advisory authority, Advisor shall provide written notice to each client.

Mindful Wealth LLC only receives compensation directly from clients. We do not receive compensation from any outside source. We do not have any conflicts of interest with any outside party.



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

As a fiduciary, our firm and its associates have a duty of utmost good faith to act solely in the best interests of each client. Our clients entrust us with their funds and personal information, which in turn places a high standard on our conduct and integrity. Our fiduciary duty is a core aspect of our Code of Ethics and represents the expected basis of all of our dealings.

Code of Ethics Description

This code does not attempt to identify all possible conflicts of interest, and literal compliance with each of its specific provisions will not shield associated persons from liability for personal trading or other conduct that violates a fiduciary duty to advisory clients. See table 11.1 for a summary of the Code of Ethics' Principles.

Our Code of Ethics' Principles | Table 11.1

Integrity	We shall offer and provide professional services with integrity.
Objectivity	We shall be objective in providing professional services to clients.
Competence	We shall provide services to clients competently and maintain the necessary knowledge and skill to continue to do so in those areas in which they are engaged.
Fairness	We shall perform professional services in a manner that is fair and reasonable to clients, principals, partners, and employers, and shall disclose conflict(s) of interest in providing such services.
Confidentiality	We shall not disclose confidential client information without the specific consent of the client unless in response to proper legal process, or as required by law.
Professionalism	Our conduct in all matter shall reflect credit of the profession.
Diligence	We shall act diligently in providing professional services.

We periodically review and amend our Code of Ethics to ensure that it remains current, and we require all firm access persons to attest to their understanding of and adherence to the Code of Ethics at least annually. Our firm will provide of copy of its Code of Ethics to any client or prospective client upon request.



Investment Recommendations Involving a Material Financial Interest and Conflicts of Interest

Neither our firm, its associates, nor any related person is authorized to recommend to a client, or effect a transaction for a client, involving any security in which our firm or a related person has a material financial interest, such as in the capacity as an underwriter, advisor to the issuer, etc.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

Our firm and its “related persons” do not invest in the same securities, or related securities, e.g., warrants, options or futures, which we recommend to clients.

Trading Securities At/Around the Same Time as Client’s Securities

Because our firm and its “related persons” do not invest in the same securities, or related securities, e.g., warrants, options or futures, which we recommend to clients, we do not trade in securities at or around the same time as clients.

Item 12 | Brokerage Practices

Factors Used to Select Custodians and/or Broker-Dealers

Mindful Wealth LLC does not have any affiliation with Broker-Dealers. Specific custodian recommendations are made to client based on their need for such services. We recommend custodians based on the reputation and services provided by the firm.

Client accounts enrolled in Schwab Institutional Intelligent Portfolios® are maintained at, and receive the brokerage services of, CS&Co., a broker-dealer registered with the Securities and Exchange Commission and a member of FINRA and SIPC. While clients are required to use CS&Co. as custodian/broker to enroll in the Program, the client decides whether to do so and opens their account with CS&Co. by entering into a brokerage account agreement directly with CS&Co. We do not open the account for the client. If the client does not wish to place his or her assets with CS&Co., then we cannot manage the client’s account through the Program, but we could do so outside of the Program. CS&Co. may aggregate purchase and sale orders for Funds across accounts enrolled in the Program, including both accounts for our clients and accounts for clients of other independent investment advisory firms using the Platform.

Schwab Advisor Services™ is Schwab’s business serving independent investment advisory firms like us. Through Schwab Advisor Services, CS&Co. provides us and our clients, both those enrolled in the Program and our clients not enrolled in the Program, with access to its institutional brokerage services—trading, custody, reporting, and related services—many of which are not typically available to CS&Co. retail customers. However, certain retail customers may be able to get institutional brokerage services



from Schwab without going through us. CS&Co. 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. CS&Co.'s support services described below are generally available on an unsolicited basis (we don't have to request them) and at no charge to us. The availability to us of CS&Co.'s products and services is not based on us giving particular investment advice, such as buying particular securities for our clients. Here is a more detailed description of CS&Co.'s support services:

CS&Co.'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. CS&Co.'s services described in this paragraph generally benefit the client and the client's account.

Research and Other Soft-Dollar Benefits

CS&Co. also makes available to us other products and services that benefit us but do not directly benefit the client or its account. These products and services assist us in managing and administering our clients' accounts and operating our firm. They include investment research, both Schwab's own and that of third parties. We use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at CS&Co. In addition to investment research, CS&Co. also makes available software and other technology that:

- provide access to client account data (such as duplicate trade confirmations and account statements); facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- provide pricing and other market data;
- facilitate payment of our fees from our clients' accounts; and
- assist with back-office functions, recordkeeping, and client reporting.

CS&Co. offers other services intended to help us manage and further develop our business enterprise. These services include:

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



CS&Co. provides some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. CS&Co. also discounts or waives its fees for some of these services or pays all or a part of a third party's fees. If you did not maintain your account with Schwab, we would be required to pay for these services from our own resources.

The availability of services from CS&Co. benefits us because we do not have to produce or purchase them. We don't have to pay for these services, and they are not contingent upon us committing any specific amount of business to CS&Co. in trading commissions or assets in custody. With respect to the Program, as described above under *Item 4 Advisory Business*, we do not pay SPT fees for the Platform. The fact that we receive these benefits from Schwab is an incentive for us to recommend the use of Schwab rather than making such a decision based exclusively on your interest in receiving the best value in custody services and the most favorable execution of transactions. This is a conflict of interest. We believe, however, that taken in the aggregate our recommendation of CS&Co. as custodian and broker is in the best interests of our clients. It is primarily supported by the scope, quality, and price of CS&Co.'s services and not Schwab's services that benefit only us.

Brokerage for Client Referrals

We receive no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

Clients Directing Which Broker/Dealer/Custodian to Use

While we recommend TD Ameritrade or Charles Schwab (Schwab Advisor Services) to our clients, they may direct us to use a specific broker/dealer. By allowing clients to choose a specific custodian, we may be unable to achieve most favorable execution of client transaction and that this may cost clients money over using a lower-cost custodian.

Aggregating (Block) Trading for Multiple Client Accounts

Investment advisors may elect to purchase or sell the same securities for several clients at approximately the same time when they believe such action may prove advantageous to clients. This process is referred to as aggregating orders, batch trading or block trading. We do not engage in block trading. It should be noted that implementing trades on a block or aggregate basis may be less expensive for client accounts; however, it is our trading policy is to implement all client orders on an individual basis. Therefore, we do not aggregate or "block" client transactions. Considering the types of investments we hold in advisory client accounts, we do not believe clients are hindered in any way because we trade accounts individually. This is because we develop individualized investment strategies



for clients and holdings will vary. Our strategies are primarily developed for the long-term and minor differences in price execution are not material to our overall investment strategy.

Item 13 | Review of Accounts

Client accounts will be reviewed on a quarterly basis by Jeffrey R. Snodgrass, Managing Member and CCO. The accounts are reviewed with regards to the client's investment policies and risk tolerance levels. Events that may trigger a special review would be unusual performance, addition or deletions of client imposed restrictions, excessive draw-down, volatility in performance, or buy and sell decisions from the firm or per client's needs.

Clients will receive trade confirmations from the broker(s) for each transaction in their accounts as well as monthly or quarterly statements and annual tax reporting statements from their custodian showing all activity in the accounts, such as receipt of dividends and interest.

Mindful Wealth LLC will provide reports to our clients on a quarterly basis. We urge clients to compare these reports against the account statements they receive from their custodian.

Item 14 | Client Referrals and Other Compensation

We receive an economic benefit from Schwab in the form of the support products and services it makes available to us. You do not pay more for assets maintained at Schwab as a result of these arrangements. However, we benefit from the arrangements because the cost of these services would otherwise be borne directly by us. You should consider these conflicts of interest when selecting a custodian. The products and services provided by Schwab, how they benefit us, and the related conflicts of interest are described above under *Item 12 Brokerage Practices*. The availability to us of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

Item 15 | Custody

Mindful Wealth LLC does not accept custody of client funds. Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains client's investment assets. We urge clients to carefully review such statements and compare such official custodial records to the account statements or reports that we may provide. Our statements or reports may vary from custodial statements based on accounting procedures, accrued interest, reporting dates,



or valuation methodologies of certain securities. See table 15.1 for our procedures related to directly debiting fees.

Procedures for Directly Debiting Fees | Table 15.1

1	Mindful Wealth will send a copy of its invoice to the custodian at the same time that it sends the client a copy.
2	The custodian will send at least quarterly statements to the client showing all disbursements for the account, including the amount of the advisory fee.
3	The client will provide written authorization to Mindful Wealth, permitting them to be paid directly for their accounts held by the custodian.

Item 16 | Investment Discretion

For those client accounts where we provide investment management services, we maintain discretion over client accounts with respect to securities to be bought and sold and the amount of securities to be bought and sold. Investment discretion is explained to clients in detail when an advisory relationship has commenced. At the start of the advisory relationship, the client will execute a Limited Power of Attorney, which will grant our firm discretion over the account. Additionally, the discretionary relationship will be outlined in the advisory contract and signed by the client. If client and advisor agree, clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

Item 17 | Voting Client Securities

Mindful Wealth LLC acts as discretionary investment advisor for various clients including clients governed by the Employee Retirement Income Security Act of 1974 (ERISA). The conditions that govern the Advisor’s authority to vote proxies on behalf of its clients are contained in its investment advisory contract. Each client has the right to authorize Mindful Wealth LLC to vote proxies on their behalf or not, and each client’s decision on voting proxies will be documented in their advisory agreement.



Item 18 | Financial Information

Registered Investment Advisers are required in this Item to provide certain financial information or disclosures about our financial condition. We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to clients, and we have not been the subject of a bankruptcy proceeding. We do not have custody of client funds or securities or require or solicit prepayment of more than \$500 in fees per client six months or more in advance.

Item 19 | Requirements for State-Registered Advisors

Jeffrey R. Snodgrass, born 1985

Educational Background

Dec. 2007 – Bachelor of Science – Business Administration, emphasis in Entrepreneurship, Saint Louis University

Business Experience

- 06/2016 – Present, Mindful Wealth LLC, Managing Member and CCO
- 01/2022 – Present, XY Investment Solutions, Managing Director and CCO
- 08/2018 – 01/2022, XY Investment Solutions, Associate
- 01/2007 – 05/2016, Hill Investment Group
- 07/2010 – 12/2012, The LongView Partners, Member

Other Business Activities

In addition to managing Mindful Wealth, Jeffrey R. Snodgrass serves as Managing Director and CCO of the sub-advisor, XY Investment Solutions—which is headquartered in Bozeman, MT.

Performance Based Fees

Mindful Wealth LLC is not compensated by performance-based fees.

Material Disciplinary Disclosures

No management person at Mindful Wealth LLC has ever been involved in an arbitration claim of any kind or been found liable in a civil, self-regulatory organization, or administrative proceeding.



Material Relationships That Management Persons Have with Issuers of Securities

Neither Mindful Wealth LLC, nor Jeffrey R. Snodgrass, have any relationship or arrangement with issuers of securities.





MINDFUL WEALTH

Brochure Supplement

Part 2B

Jeffrey R. Snodgrass | *Managing Member and Chief Compliance Officer*

This brochure supplement provides information about Jeffrey R. Snodgrass that supplements the Mindful Wealth LLC (“Mindful Wealth”) brochure. A copy of that brochure precedes this supplement. Please contact Jeffrey R. Snodgrass if the Mindful Wealth LLC brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about Jeffrey R. Snodgrass is available on the SEC’s website at www.adviserinfo.sec.gov which can be found using the identification number 5501229.

Item 2: Educational Background and Business Experience

Jeffrey R. Snodgrass, born 1985

Educational Background

Dec. 2007 – Bachelor of Science – Business Administration, emphasis in Entrepreneurship, Saint Louis University

Business Experience

- 06/2016 – Present, Mindful Wealth LLC, Managing Member and CCO
- 01/2022 – Present, XY Investment Solutions, Managing Director and CCO
- 08/2018 – 01/2022, XY Investment Solutions, Associate
- 01/2007 – 05/2016, Hill Investment Group
- 07/2010 – 12/2012, The LongView Partners, Member

www.MindfulWealthSTL.com

5431 Chippewa St
St. Louis, MO 63109
phone (314) 462-2004

Brochure Supplement

Item 3: Disciplinary Information

No management person at Mindful Wealth LLC has ever been involved in an arbitration claim of any kind or been found liable in a civil, self-regulatory organization, or administrative proceeding.

Item 4: Other Business Activities

In addition to managing Mindful Wealth, Jeffrey R. Snodgrass serves as Managing Director and CCO of the sub-advisor, XY Investment Solutions—which is headquartered in Bozeman, MT.

Item 5: Additional Compensation

Jeffrey R. Snodgrass does not receive any economic benefit from any person, company, or organization, in exchange for providing clients advisory services through Mindful Wealth.

Item 6: Supervision

Jeffrey R. Snodgrass, as Managing Member and Chief Compliance Officer of Mindful Wealth, is responsible for supervision. Contact him at the phone number or email address on this brochure supplement.

Item 7: Requirements for State Registered Advisers

Jeffrey R. Snodgrass has NOT been involved in an arbitration, civil proceeding, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.

