

Item 1: Cover Page



OMNIWEALTH INVESTMENTS LLC

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Form ADV Part 2A – Firm Brochure

Dated: March 7, 2024

This Brochure provides information about the qualifications and business practices of OMNIWEALTH Investments LLC. If you have any questions about the contents of this Brochure, please contact us at (570) 939-1965. 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.

OMNIWEALTH Investments LLC is registered as an Investment Adviser with the State of Pennsylvania. Registration of an Investment Adviser does not imply any level of skill or training.

Additional information about OMNIWEALTH Investments LLC is available on the SEC's website at www.adviserinfo.sec.gov, which can be found using the firm's identification number, 305142.

Item 2: Material Changes

Since our last annual update dated May 2nd, 2023, we have made the following material changes:

- The firm has updated fees for their services. See Item 5 for further information.
- The firm has removed ongoing financial planning projects.
- The firm amended this brochure to reflect that OWI does not offer investment advisory programs through outside managers.
- The firm has made reflections that OWI only has discretionary Assets Under Management (AUM).
- The firm amended this brochure to reflect that the firm does not recommend TD Ameritrade, Inc. or Interactive Brokers, LLC to clients. Client accounts are no longer held with these custodians.

From time to time, we may amend this Disclosure Brochure to reflect changes in our business practices, changes in regulations, and routine annual updates as required by the securities regulators. Either this complete Disclosure Brochure or a Summary of Material Changes shall be provided to each Client annually if a material change occurs in the business practices of OMNIWEALTH Investments LLC.

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Item 4: Advisory Business

Description of Advisory Firm

OMNIWEALTH Investments LLC became registered as an Investment Adviser with the State of Pennsylvania on November 18, 2019. OMNIWEALTH Investments LLC is a limited liability company founded in September 2019. OMNIWEALTH Group, Inc. is the sole owner of OMNIWEALTH Investments LLC and Joshua Knauss serves as the Chief Compliance Officer.

As used in this brochure, the words "OWI", "we", "our firm", "Advisor" and "us" refer to OMNIWEALTH Investments LLC and the words "you", "your" and "Client" refer to you as either a client or prospective client of our firm.

Types of Advisory Services

Investment Management Services

We are in the business of managing individually tailored investment portfolios. Our firm provides continuous advice to a Client regarding the investment of Client funds based on the individual needs of the Client. Through personal discussions, in which goals and objectives based on a Client's particular circumstances are established, we develop a Client's personal investment policy or an investment plan and create and manage a portfolio based on that policy or plan. We will also review and discuss a Client's prior investment history, sensitivity to volatility in asset prices, and other relevant circumstances.

Investment management is guided by the stated objectives of the Client (e.g., maximum capital appreciation, growth, income, or growth, and income), as well as risk tolerance and tax considerations. Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

OWI does not offer investment advisory programs through outside managers.

Financial Planning Services

We provide project based financial planning services on a wide range of financial topics.

Financial planning involves an evaluation of a Client's current and future financial state by making informed assumptions about variables such as future cash flows, asset values, and withdrawal plans. Clients purchasing this service will receive a written or an electronic report, providing the Client with a summary financial plan designed to achieve his or her stated financial goals and objectives.

In general, the financial plan will address any or all of the following areas of concern. The Client and Advisor will work together to select specific areas to cover. These areas may include, but are not limited to, the following:

- **Business Planning:** We provide consulting services for Clients who currently operate their own business, are considering starting a business, or are planning for an exit from their current business. Under this type of engagement, we work with you to assess your current situation, identify your objectives, and develop a plan aimed at achieving your goals.

- **Cash Flow and Debt Management:** We will conduct a review of your income and expenses to determine your current surplus or deficit along with advice on prioritizing how any surplus should be used or how to reduce expenses if they exceed your income. Advice may also be provided on which debts to pay off first based on factors such as the interest rate of the debt and any income tax ramifications. We may also recommend what we believe to be an appropriate cash reserve that should be considered for emergencies and other financial goals, along with a review of accounts (such as money market funds) for such reserves, plus strategies to save desired amounts.
- **College Savings:** Includes projecting the amount that will be needed to achieve college or other post-secondary education funding goals, along with advice on ways for you to save the desired amount. Recommendations as to savings strategies are included, and, if needed, we will review your financial picture as it relates to eligibility for financial aid or the best way to contribute to grandchildren (if appropriate).
- **Employee Benefits Optimization:** We will provide review and analysis as to whether you, as an employee, are taking the maximum advantage possible of your employee benefits. If you 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.
- **Estate Planning:** This usually includes an analysis of your exposure to estate taxes and your current estate plan, which may include whether you have a will, powers of attorney, trusts, and other related documents. Our advice also typically includes ways for you to minimize or avoid future estate taxes by implementing appropriate estate planning strategies such as the use of applicable trusts. We always recommend that you consult with a qualified attorney when you initiate, update, or complete estate planning activities. We may provide you with contact information for attorneys who specialize in estate planning when you wish to hire an attorney for such purposes. From time-to-time, we will participate in meetings or phone calls between you and your attorney with your approval or request.
- **Financial Goals:** We will help Clients identify financial goals and develop a plan to reach them. We will identify what you plan to accomplish, what resources you will need to make it happen, how much time you will need to reach the goal, and how much you should budget for your goal.
- **Insurance:** Review of existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home, and automobile.
- **Investment Analysis:** This may involve developing an asset allocation strategy to meet Clients' financial goals and risk tolerance, providing information on investment vehicles and strategies, reviewing employee stock options, as well as assisting you in establishing your own investment account at a selected broker/dealer or custodian. 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 your likelihood of achieving your financial goals, typically focusing on financial independence as the primary objective. For situations where projections show less than the desired results, we may make recommendations,

including those that may impact the original projections by adjusting certain variables (e.g., working longer, saving more, spending less, taking more risk with investments).

If you are near retirement or already retired, advice may be given on appropriate distribution strategies to minimize the likelihood of running out of money or having to adversely alter spending during your retirement years.

- **Risk Management:** A risk management review includes an analysis of your exposure to major risks that could have a significant adverse impact on your 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”).
- **Tax Planning Strategies:** Advice may include ways to minimize current and future income taxes as a part of your 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 the consideration that there is always a possibility of future changes to federal, state or local tax laws and rates that may impact your situation.

We recommend that you consult with a qualified tax professional before initiating any tax planning strategy, and we may provide you with contact information for accountants or attorneys who specialize in this area if you wish to hire someone for such purposes. We will participate in meetings or phone calls between you and your tax professional with your approval.

Financial Planning Services are offered on a project-based engagement.

Project-Based Financial Planning. We provide project-based financial planning services on a limited scope one-time engagement. Project-Based Financial Planning is available for Clients looking to address specific questions or issues. The Client may choose from one or more of the above topics to cover or other areas as requested and agreed to by OWI. For Project-Based Financial Planning, the Client will be ultimately responsible for the implementation of the financial plan.

Client Tailored Services and Client Imposed Restrictions

We offer the same suite of services to all of our Clients. However, specific Client portfolios are dependent upon the Client Investment Policy Statement which outlines each Client’s current situation (income, tax levels, and risk tolerance levels) and is used to construct a Client specific plan to aid in the selection of a portfolio that matches restrictions, needs, and targets.

Clients are able to specify, within reason, any restrictions they would like to place as it pertains to individual securities and/or sectors that will be traded in their account. All such requests must be provided to OWI in writing. OWI will notify Clients if they are unable to accommodate any requests.

Retirement Account Advice

When OWI provides investment advice to Clients regarding Client’s retirement plan account or individual retirement account, we are fiduciaries within the meaning of Title I of the Employee Retirement Income Security

Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way we make money creates some conflicts with Client's interests, so we operate under a special rule that requires us to act in your best interest and not put our interest ahead of yours.

Under this special rule's provisions, we must:

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

Wrap Fee Programs

We do not participate in wrap fee programs.

Assets Under Management



As of December 31, 2023, OWI has \$34,536,124.00 in discretionary assets under management.

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 penalty. How we are paid depends on the type of advisory service we are performing. Please review the fee and compensation information below.

Investment Management Services

Our standard advisory fee is based on the market value of the assets under management and is calculated as follows

| | | | | |
|---|-------------------------|--------------------------|-----------|-----------------|
|  INITIAL Aggregate Account Balance | \$0.25-\$1mm | \$1mm - \$2mm | \$2-\$5mm | \$5mm & Up |
|  Account Fees | 1.5% on the first \$1mm | 1.25% on the first \$1mm | 1% | Fees Negotiable |
| 1% on the portion above \$1mm | | | | |

mm: Million

The Investment Management fee is paid monthly in arrears based on the last business day of the month. The above fee schedule is a blended tier. For example, an account with an opening value of \$1,500,000 would pay an effective rate of 1.17%. The monthly fee is determined by the following calculation: $((\$1,000,000 \times 1.25\%) + (\$500,000 \times 1.00)) \div 12 = \$1,458.33$. Clients may make additions or withdrawals from their account at any time; however, OWI reserves the right to adjust our advisory fees on a pro-rata basis on account of any such cash-flow transactions.

The annual fees may be negotiable at the discretion of OWI. We have a minimum investment account size requirement of \$250,000. This may be reduced or waived at the discretion of OWI. The initial fee is prorated based on the number of days in the current billing period the account was under the OWI’s management. No increase in the annual fee schedule shall be effective without agreement from the Client by signing a new agreement or amendment to their current advisory agreement.

Advisory fees are directly debited from Client accounts. The fee deduction amount is set between an agreement with the Client and the Client’s custodian and OWI will not have the ability to change the fee amount without the Client re-signing an agreement with their custodian.

An engagement may be terminated with written notice at least 30 calendar days in advance. Since fees are paid in arrears, no refund will be needed upon termination of the agreement. Any earned but unpaid fees will be billed to the Client based on the number of days in the current billing period the account was under the Advisor’s management up to the date of termination.

Project Based Financial Planning

Project-Based Financial Planning is offered on a fixed fee basis. The fixed fee will be agreed upon before the start of any work. The fixed fee can range between \$1,000 and \$10,000, depending on complexity and scope of the project. The fee is negotiable. Half of the fee is due at the beginning of the process and the remainder is due upon completion of work, however, OWI will not bill an amount above \$500 more than 6 months in advance. Fees for this service may be paid only by check. In the event of early termination any prepaid but unearned fees will be refunded to the Client and any completed deliverables of the project will be provided to the Client and no further fees will be charged.

Other Types of Fees and Expenses

Our fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which 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, 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.

OWI does not offer investment advisory programs through outside managers.

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

We do not offer performance-based fees and do not engage in side-by-side management.

Item 7: Types of Clients

We provide financial planning and investment management services to individuals, high net-worth individuals, charitable organizations and corporations or other businesses.

We have a minimum investment account size requirement of \$250,000. This may be reduced or waived at the discretion of OWI.

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

Below is a brief description of our methods of analysis and primary investment strategies.

Fundamental analysis involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience, and expertise of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's stock compared to the current market value. The risk of fundamental analysis is that the information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for a stock's value. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

Strategic and Tactical Allocations are alternative strategies which we may implement when constraints make it difficult to apply fundamental analysis to a portfolio. Using strategic and tactical allocations, we focus not only on asset classes such as equities, fixed income, and cash, but also on factors such as value, momentum, and market capitalization size. We believe that diversification of asset classes and factors can contribute to an attractive reward-to-risk ratio in the portfolio. We employ both strategic and tactical allocation approaches. Through strategic allocation, we construct our long-term target weights for asset classes and strategies based on the client's time horizon, risk tolerance, and required rate of return to meet his or her financial goals. Through tactical allocation, we may deviate from target long-term weights established according to our strategic allocation approach, based on our return expectations for asset classes and investment strategies at a given point in the market cycle.

Use of Outside Managers: OWI does not offer investment advisory programs through outside managers.

Material Risks Involved

All investing strategies we offer involve risk and may result in a loss of your original investment which you should be prepared to bear. Many of these risks apply equally to stocks, bonds, commodities, and any other investment or security. Material risks associated with our investment strategies are listed below.

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: The Adviser's 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.

Turnover Risk: At times, the strategy may have a portfolio turnover rate that is higher than other strategies. A high portfolio turnover would result in correspondingly greater brokerage commission expenses and may result in the distribution of additional capital gains for tax purposes. These factors may negatively affect the account's performance.

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.

Concentration Risk: Certain investment strategies focus on particular asset-classes, industries, sectors or types of investment. From time to time, these strategies may be subject to greater risks of adverse developments in such areas of focus than a strategy that is more broadly diversified across a wider variety of investments.

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.

Legal or Legislative Risk: Legislative changes or Court rulings may impact the value of investments, or the securities' claim on the issuer's assets and finances.

Inflation: Inflation may erode the buying power of your investment portfolio, even if the dollar value of your 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.

Commercial Paper is, in most cases, an unsecured promissory note that is issued with a maturity of 270 days or less. With it being unsecured, the risk to the investor is that the issuer may default.

Common stocks may go up and down in price quite dramatically, and in the event of an issuer's bankruptcy or restructuring, it could lose all value. A slower-growth or recessionary economic environment could have an adverse effect on the price of all stocks.

Corporate Bonds are debt securities to borrow money. Generally, issuers pay investors periodic interest and repay the amount borrowed, either periodically during the life of the security and/or at maturity. Alternatively, investors can purchase other debt securities, such as zero coupon bonds, which do not pay current interest, but rather are priced at a discount from their face values and their values accrete over time to face value at maturity. The market prices of debt securities fluctuate depending on factors such as interest rates, credit quality, and maturity. In general, market prices of debt securities decline when interest rates rise and increase when interest rates fall. The longer the time to a bond's maturity, the greater its interest rate risk.

Bank Obligations including 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.

Municipal Bonds are debt obligations generally issued to obtain funds for various public purposes, including the construction of public facilities. Municipal bonds pay a lower rate of return than most other types of bonds. However, because of a municipal bond's 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. Those risks include interest rate risk, reinvestment risk, inflation risk, market risk, call or redemption risk, credit risk, and liquidity and valuation risk.

Options and other derivatives carry many unique risks, including time-sensitivity, and can result in the complete loss of principal. While covered call writing does provide a partial hedge to the stock against which the call is

written, the hedge is limited to the amount of cash flow received when writing the option. When selling covered calls, there is a risk the underlying position may be called away at a price lower than the current market price.

Exchange Traded Funds prices may vary significantly from the Net Asset Value due to market conditions. Certain Exchange Traded Funds may not track underlying benchmarks as expected. ETFs are also subject to the following risks: (i) an ETF's shares may trade at a market price that is above or below their net asset value; (ii) trading of an ETF's shares may be halted if the listing exchange's officials deem such action appropriate, the shares are delisted from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. The Adviser has no control over the risks taken by the underlying funds in which the Clients invest.

Mutual Funds When a Client invests in open-end mutual funds or ETFs, 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).

Item 9: Disciplinary Information

Criminal or Civil Actions

OWI and its management have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

OWI and its management have not been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

OWI 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 OWI or the integrity of its management.

Item 10: Other Financial Industry Activities and Affiliations

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

No OWI employee is registered, or has an application pending to register, as a futures commission merchant, commodity pool operator or a commodity trading advisor.

OWI does not have any related parties. As a result, we do not have a relationship with any related parties.

OWI only receives compensation directly from Clients. We do not receive compensation from any outside source.

Recommendations or Selections of Other Investment Advisers

OWI does not offer investment advisory programs through outside managers.

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. The firm also adheres to the Code of Ethics and Professional Responsibility adopted by the CFP® Board of Standards Inc., and accepts the obligation not only to comply with the mandates and requirements of all applicable laws and regulations but also to take responsibility to act in an ethical and professionally responsible manner in all professional services and activities.

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. A summary of the Code of Ethics' Principles is outlined below.

- Integrity - Associated persons shall offer and provide professional services with integrity.
- Objectivity - Associated persons shall be objective in providing professional services to Clients.
- Competence - Associated persons 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 - Associated persons 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 - Associated persons 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 - Associated persons' conduct in all matters shall reflect the credit of the profession.
- Diligence - Associated persons 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 a 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 or 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, adviser to the issuer, etc.

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

Our firm and its “related persons” may buy or sell securities similar to, or different from, those we recommend to Clients for their accounts. In an effort to reduce or eliminate certain conflicts of interest involving the firm or personal trading, our policy may require that we restrict or prohibit associates’ transactions in specific reportable securities transactions. Any exceptions or trading pre-clearance must be approved by the firm principal in advance of the transaction in an account, and we maintain the required personal securities transaction records per regulation.

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

Because we believe in following our own advice, we regularly invest in the same securities and/or model portfolios we recommend to our clients. For this reason, our firm or its “related persons” may buy or sell securities for themselves at or around the same time as Clients. This may provide an opportunity for representatives of OWI to buy or sell securities before or after recommending securities to Clients resulting in representatives profiting off the recommendations they provide to Clients. Such transactions may create a conflict of interest; however, OWI will never engage in trading that operates to the Client’s disadvantage if representatives of OWI buy or sell securities at or around the same time as Clients

Item 12: Brokerage Practices

Factors Used to Select Custodians and/or Broker-Dealers

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

In recommending broker-dealers, we have an obligation to seek the “best execution” of transactions in Client accounts. The determinative factor in the analysis of best execution is not the lowest possible commission cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of the broker-dealer’s services. The factors we consider when evaluating a broker-dealer for best execution include, without limitation, the broker-dealer’s:

- Execution capability;
- Commission rate;
- Financial responsibility;
- Responsiveness and customer service;
- Custodian capabilities;
- Research services/ancillary brokerage services provided; and
- Any other factors that we consider relevant.

With this in consideration, our firm recommends Charles Schwab & Co., Inc. Although Clients may request us to use a broker-dealer of their choosing, we generally recommend that Clients open brokerage accounts with our recommended custodians. We are not affiliated with our recommended custodians. The Client will ultimately make the final decision of the Custodian to be used to hold the Client’s investments by signing the selected broker-dealer’s account opening documentation.

Research and Other Soft-Dollar Benefits

OWI does not have any soft-dollar arrangements with broker-dealers whereby soft-dollar credits, used to purchase products and services, are earned directly in proportion to the amount of commissions paid by a Client. However, as a result of being on their institutional platform, Broker-Dealers may provide us with certain services and products that may benefit us. All such soft dollar benefits are consistent with the safe harbor contained in Section 28(e) of the Securities Exchange Act of 1934, as amended.

These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving OWI participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to OWI by third party vendors. Our recommended custodians may also have paid for business consulting and professional services received by OWI’s related persons. Some of the products and services made available by our recommended custodians through the program may benefit OWI but may not benefit its Client accounts. These products or services may assist OWI in managing and administering Client accounts, including accounts not maintained at our recommended custodians. Other services made available by our recommended custodians are intended to help OWI manage and further develop its business enterprise. The benefits received by

OWI or its personnel through participation in the program does not depend on the number of brokerage transactions directed to our recommended custodians. As part of its fiduciary duties to Clients, OWI endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits by OWI or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the OWI's choice of our recommended custodians for custody and brokerage services.

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

We do recommend a specific custodian for Clients to use, however, Clients may custody their assets at a custodian of their choice. Clients may also direct us to use a specific broker-dealer to execute transactions. By allowing Clients to choose a specific custodian, we may be unable to achieve the most favorable execution of Client transactions and this may cost Clients money over using a lower-cost custodian.

Aggregating (Block) Trading for Multiple Client Accounts

Generally, we combine multiple orders for shares of the same securities purchased for advisory accounts we manage (this practice is commonly referred to as "block trading"). We will then distribute a portion of the shares to participating accounts in a fair and equitable manner. The distribution of the shares purchased is typically proportionate to the size of the account, but it is not based on account performance or the amount or structure of management fees. Subject to our discretion, regarding particular circumstances and market conditions, when we combine orders, each participating account pays an average price per share for all transactions and pays a proportionate share of all transaction costs. Accounts owned by our firm or persons associated with our firm may participate in block trading with your accounts; however, they will not be given preferential treatment.

Outside Managers used by OWI may block Client trades at their discretion. Their specific practices are further discussed in their ADV Part 2A, Item 12.

Item 13: Review of Accounts

Client accounts with the Investment Management Service will be reviewed regularly on a quarterly basis by Joshua Knauss, President and CCO. The account is reviewed with regards to the Client's investment policies and risk tolerance levels. For those Clients who have engaged our firm for Ongoing Comprehensive Financial Planning services, we review your financial plan on no less than an annual basis. Upon request, updated financial plans are provided.

Events that may trigger a special review would be unusual performance, additions 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. OWI does not provide written reports such as account statements to Clients.

Item 14: Client Referrals and Other Compensation

Except those benefits described in Item 12 above, we do not receive any economic benefit, directly or indirectly, from any third party for advice rendered to our Clients. Nor do we, directly or indirectly, compensate any person who is not advisory personnel for Client referrals.

Item 15: Custody

OWI does not accept custody of Client funds except in the instance of withdrawing Client fees.

For Client accounts in which OWI directly debits their advisory fee,

- i. The Client will provide written authorization to OWI, permitting them to be paid directly for their accounts held by the custodian;
- ii. Each time a fee is directly deducted from a client account, OWI will:
 - a. sends the qualified custodian an invoice or statement of the amount of the fee to be deducted from the client's account;
 - b. sends the client an invoice or statement itemizing the fee. Itemization includes the formula used to calculate the fee, the amount of assets under management the fee is based on, and the time period covered by the fee; and
- iii. The custodian will send at least quarterly statements to the Client showing all disbursements for the account, including the amount of the advisory fee. We urge you to carefully review such statements and compare such official custodial records to the invoices we provide you. Our statements or reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16: Investment Discretion

For those Client accounts where we provide Investment Management Services, OWI has discretionary authority and limited power of attorney to determine the securities and the amount of securities to be bought or sold for a client's account without having to obtain prior Client approval for each transaction. 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.

Item 17: Voting Client Securities

We do not vote Client proxies. Therefore, Clients maintain exclusive responsibility for: (1) voting proxies, and (2) acting on corporate actions pertaining to the Client's investment assets. The Client shall instruct the Client's qualified custodian to forward to the Client copies of all proxies and shareholder communications relating to the Client's investment assets. If the Client would like our opinion on a particular proxy vote, they may contact us at the number listed on the cover of this brochure.

Item 18: Financial Information

Registered Investment Advisers are required in this Item to provide you with 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 Advisers

Principal Officers

Joshua Knauss serves as OWI's sole principal. Information about Joshua Knauss's education, business background, and outside business activities can be found on his ADV Part 2B, Brochure Supplement attached to this Brochure.

Outside Business

All outside business information, if applicable, of OWI is disclosed in Item 10 of this Brochure.

Performance-Based Fees

Neither OWI nor Joshua Knauss is compensated by performance-based fees.

Material Disciplinary Disclosures

No management person at OWI 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

OWI nor Joshua Knauss have any relationship or arrangement with issuers of securities.



OMNIWEALTH INVESTMENTS LLC

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Form ADV Part 2B – Brochure Supplement

Dated: March 7, 2024

For

Joshua Knauss, CFP®

CEO, Chief Investment Officer, and Chief Compliance Officer

This brochure supplement provides information about Joshua Knauss that supplements the OMNIWEALTH Investments LLC (“OWI”) brochure. A copy of that brochure precedes this supplement. Please contact Joshua Knauss if the OWI brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about Joshua Knauss is available on the SEC’s website at www.adviserinfo.sec.gov which can be found using the identification number 4423212.

Item 2: Educational Background and Business Experience

Joshua Knauss

Born: 1978

Educational Background

- 2017 – CFA Level 1 Exam - Passed
- 2016 – CFP Course Requirements, College For Financial Planning
- 2001 – BBA Finance, Temple University

Business Experience

- 09/2019 – Present, OMNIWEALTH Investments LLC, CEO, CIO, CCO
- 04/2013 – Present, OMNIWEALTH Group Inc., CEO
- 08/2018 – 11/2019, Insurance Agents & Brokers, Outside Advisor
- 08/2015 – 09/2018, BlueSkies Wealth Advisors, Financial Advisor
- 07/2012 – 08/2015, 18th Street Financial Services, Financial Advisor
- 08/2009 – 07/2012, Northumberland Christian School, Director Of Development

Professional Designation(s):

CFP® (Certified Financial Planner):

I am certified for financial planning services in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”). Therefore, I may refer to myself as a CERTIFIED FINANCIAL PLANNER™ professional or a CFP® professional, and I may use these and CFP Board’s other certification marks (the “CFP Board Certification Marks”). The CFP® certification is voluntary. No federal or state law or regulation requires financial planners to hold the CFP® certification. You may find more information about the CFP® certification at www.cfp.net.

CFP® professionals have met CFP Board’s high standards for education, examination, experience, and ethics. To become a CFP® professional, an individual must fulfill the following requirements:

- Education – Earn a bachelor’s degree or higher from an accredited college or university and complete CFP Board-approved coursework at a college or university through a CFP Board Registered Program. The coursework covers the financial planning subject areas CFP Board has determined are necessary for the competent and professional delivery of financial planning services, as well as a comprehensive financial plan development capstone course. A candidate may satisfy some of the coursework requirement through other qualifying credentials.
- Examination – Pass the comprehensive CFP® Certification Examination. The examination is designed to assess an individual’s ability to integrate and apply a broad base of financial planning knowledge in the context of real-life financial planning situations.
- Experience – Complete 6,000 hours of professional experience related to the personal financial planning process, or 4,000 hours of apprenticeship experience that meets additional requirements.
- Ethics – Satisfy the Fitness Standards for Candidates for CFP® Certification and Former CFP® Professionals Seeking Reinstatement and agree to be bound by CFP Board’s Code of Ethics and

Standards of Conduct (“Code and Standards”), which sets forth the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements to remain certified and maintain the right to continue to use the CFP Board Certification Marks:

- Ethics – Commit to complying with CFP Board’s Code and Standards. This includes a commitment to CFP Board, as part of the certification, to act as a fiduciary, and therefore, act in the best interests of the client, at all times when providing financial advice and financial planning. CFP Board may sanction a CFP® professional who does not abide by this commitment, but CFP Board does not guarantee a CFP® professional's services. A client who seeks a similar commitment should obtain a written engagement that includes a fiduciary obligation to the client.
- Continuing Education – Complete 30 hours of continuing education every two years to maintain competence, demonstrate specified levels of knowledge, skills, and abilities, and keep up with developments in financial planning. Two of the hours must address the Code and Standards.

Item 3: Disciplinary Information

Joshua Knauss has never 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

Joshua Knauss is the president of OMNIWEALTH GROUP INC. Through OMNIWEALTH GROUP INC. and its subsidiaries, Joshua also serves as a consultant, speaker and author. This activity accounts for approximately 10 hour per week, mostly outside of trading hours.

Item 5: Additional Compensation

Joshua Knauss does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through OWI.

Item 6: Supervision

Joshua Knauss, as Chief Compliance Officer of OWI, is responsible for supervision. Joshua Knauss is bound by the firm’s policies and procedures and Code of Ethics. He may be contacted at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

Joshua Knauss has NOT been involved in an arbitration, civil proceeding, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.