

Item 1: Cover Page

Three Phases Wealth Advisors LLC For Utah Residents Only

1015 Canopy Dr
Indian Trail, NC 28079
801-318-5720

Form ADV Part 2A – Firm Brochure

Dated: June 1, 2026

This Brochure provides information about the qualifications and business practices of Three Phases Wealth Advisors LLC. If you have any questions about the contents of this Brochure, please contact us at 801-318-5720. 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.

Three Phases Wealth Advisors LLC is a registered investment adviser. Registration does not imply a certain level of skill or training.

Additional information about Three Phases Wealth Advisors LLC also is available on the SEC's website at www.adviserinfo.sec.gov, which can be found using the firm's identification number, 338143.

Item 2: Material Changes

Since our last update November 4, 2025, Three Phases Wealth Advisors LLC does not have any material changes to report.

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

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Item 4: Advisory Business

Description of Advisory Firm

Three Phases Wealth Advisors LLC is an Investment Adviser principally located in the state of North Carolina. We are a limited liability company founded in June 2025. Three Phases Wealth Advisors LLC became registered in October 2025. Daniel Ockey is the principal owner and Chief Compliance Officer ("CCO").

As used in this brochure, the words "Three Phases Wealth Advisors", "we", "our firm", "Advisor" and "us" refer to Three Phases Wealth Advisors 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

Three Phases Wealth Advisors is a fee-only firm, meaning the only compensation we receive is from our Clients for our services. From time to time, Three Phases Wealth Advisors recommends third-party professionals such as attorneys, accountants, tax advisors, insurance agents, or other financial professionals. Clients are never obligated to utilize any third-party professional we recommend. Centsei LLC is an affiliated entity under common ownership with the Adviser; however, it is a separate, non-investment-related business, and the Advisor does not receive compensation, referral fees.

As part of our advisory services, Three Phases Wealth Advisors provides clients with access to various financial education resources designed to support the planning process. These resources may include access to a third-party financial aggregation and budgeting software platform that allows users to link financial accounts, track income and expenses, monitor net worth, and organize financial information in one place, as well as educational courses, videos, worksheets, and other instructional materials created by our affiliated company, Centsei LLC.

Access to a third-party financial aggregation and budgeting software platform and the educational materials from Centsei LLC is provided solely to support the advisory relationship. Clients are not required to use these resources, and they are not charged any additional fees for them. These tools are intended to enhance the planning experience and do not replace the personalized advice provided by the Firm's investment adviser representatives

Financial Planning Services

Financial planning involves an evaluation of a Client's current and future financial state by using currently known variables to predict future cash flows, asset values, and withdrawal plans. The key defining aspect of financial planning is that through the financial planning process, all questions, information, and analysis will be considered as they affect and are affected by the entire financial and life situation of the Client. Clients purchasing this service will receive a written report, providing the Client with a detailed financial plan designed to help achieve the Client's stated financial goals and objectives.

In general, the financial plan will address some or all of the following areas of concern. The Client and Three Phases Wealth Advisors 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 children and 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.

- **Credit Card Points Planning** Advisor may provide guidance on the strategic use of credit cards and reward programs to help Clients maximize travel or other benefits. This service may include evaluating which credit cards align best with a Client's spending habits and offering recommendations for how to accumulate and redeem points efficiently. Such advice is limited to the optimization of rewards programs and does not involve the extension of credit, loan underwriting, or any banking services.

Ongoing Financial Planning. This service involves working one-on-one with a financial planner ("planner") over an extended period of time. Through this ongoing arrangement, Clients are expected to collaborate with the planner to develop and assist in the implementation of their financial plan (the "plan"). The planner will monitor the plan, recommend any appropriate changes and ensure the plan is up-to-date as the Client's situation, goals, and objectives evolve.

Upon engaging the firm for financial planning, Three Phases Wealth Advisors is responsible for obtaining and analyzing all necessary qualitative and quantitative information from the Client that is essential to understanding the Client's personal and financial circumstances; helping the Client identify, select, and prioritize certain financial goals while understanding the effect that pursuing one goal may have on other potential goals; assessing the Client's current course of action and alternative courses of action to identify required changes that provide the best opportunity for the

client to meet their financial goals; developing & presenting financial planning recommendations based on the aforementioned actions while including all information that was required to be considered in preparing the recommendations; and ongoing monitoring of the Client's progress toward the goals and objectives that the recommendations are based around. These components all require in-depth communication with the Client in order for the planner to establish a financial plan and implementation strategy that provides the Client with the most appropriate options in pursuing their established goals and objectives.

Financial Planning Fees and Service Delivery

The Firm provides financial planning services through an initial planning phase followed by an ongoing planning and monitoring phase.

Initial Financial Planning Phase

During this phase, the Firm works closely with the Client to:

- Gather and analyze financial information
- Identify and prioritize financial goals
- Develop planning recommendations
- Review each component of the Client's financial situation
- Assist with implementation of planning recommendations

During this phase, the Firm typically meets with Clients on a recurring basis, often weekly, to review elements of the financial plan and support implementation. The frequency of meetings may vary depending on the Client's availability, responsiveness, and complexity of planning needs.

Ongoing Planning and Implementation (First Year)

Following delivery of the financial plan, the Firm continues to work with the Client to support implementation, monitor progress, and make adjustments as needed.

During this period, the Firm works with Clients to:

- Monitor implementation progress
- Adjust planning recommendations as circumstances change
- Review cash flow, goals, and financial priorities
- Provide guidance and accountability to support execution of the plan

Meeting frequency during this period may vary based on Client needs but is generally more frequent than in subsequent years due to the focus on implementation and refinement of the plan.

Ongoing Financial Planning (Subsequent Years)

After the initial planning and implementation period, Clients are billed an ongoing planning fee on a monthly or quarterly basis, billed in arrears.

Clients generally meet with their planner quarterly to:

- Review financial goals and progress
- Address life changes

- Review cash flow and planning priorities
- Adjust financial planning strategies as needed

In addition, broader reviews of retirement planning, tax considerations, estate planning, risk management, and investment strategy are conducted periodically and at least annually or as circumstances warrant during at least one of the quarterly meetings.

Between scheduled meetings, the Firm may provide guidance and implementation support as part of the ongoing planning engagement.

The Firm does not offer one-time, project-based, hourly, or time-limited financial planning engagements, and only accepts clients under an ongoing financial planning arrangement

Investment Management Services

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 with an asset allocation target and create and manage a portfolio based on that policy and allocation targets. We will also review and discuss a Client's prior investment history, as well as family composition and background. Account supervision 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.

We primarily advise our Clients regarding investments in stocks, bonds, mutual funds, ETFs, U.S. government and municipal securities, options and other derivatives, cash and cash equivalents. We may also provide advice regarding investments held in Client's portfolio at the inception of our advisory relationship and/or other investment types not listed above, at the Client's request.

When we provide investment management services, Clients grant us limited authority to buy and sell securities on a discretionary basis. More information on our trading authority is explained in Item 16 of this Brochure. Clients may impose reasonable restrictions in writing on investing in certain securities, types of securities, or industry sectors.

Educational Seminars / Speaking Engagements

We may provide seminars for groups seeking general advice on investments and other areas of personal finance. These seminars are purely educational in nature and do not involve the sale of any investment products. Information presented will not be based on any individual's need, nor does Three Phases Wealth Advisors provide individualized investment advice to attendees during these seminars. Topics covered during educational seminars will be determined by the Client and Three Phases Wealth Advisors.

Client Tailored Services and Client Imposed Restrictions

We tailor the delivery of our services to meet the individual needs of our Clients. We consult with Clients initially and on an ongoing basis, through the duration of their engagement with us, to determine risk tolerance, time horizon and other factors that may impact the Clients' investment and/or planning needs.

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 advised on or recommended. All such requests must be provided to Three Phases Wealth Advisors in writing. Three Phases Wealth Advisors will notify Clients if they are unable to accommodate any requests.

Wrap Fee Programs

We do not participate in wrap fee programs.

Assets Under Management

As of May 1, 2026, Three Phases Wealth Advisors, has \$0 in discretionary and \$0 in non-discretionary assets under management.

Item 5: Fees and Compensation

Please note, unless a Client has received this brochure at least 48 hours prior to signing an Advisory Contract, the Advisory Contract may be terminated by the Client within five (5) business days of signing the Advisory Contract without penalty or incurring any fees. At no time do we require prepayment of \$1,200 or more six months or more in advance of rendering the services.

How we are paid depends on the type of advisory services we perform. Below is a brief description of our fees, however, you should review your executed Advisory Contract for more detailed information regarding the exact fees you will be paying. Fees are negotiable and may vary based on factors including, the scope and complexity of services provided, the anticipated time and resources required, and the overall nature of the client relationship. No increase to the agreed-upon advisory fees outlined in the Advisory Contract shall occur without prior Client consent. Please note, lower fees for comparable services may be available from other sources.

Three Phases Wealth Advisors may offer reduced advisory fees to clients who have completed a comprehensive financial coaching program, including clients of affiliated firm Centsei LLC. Because Centsei and Three Phases Wealth Advisors are under common ownership, the firm has an economic incentive for Centsei clients to transition to advisory services with Three Phases Wealth Advisors. Clients are under no obligation to use Three Phases Wealth Advisors.

Ongoing Financial Planning

Three Phases Wealth Advisors collects an initial fee ranging from \$500 to \$15,000. The initial fee covers the initial construction of the comprehensive financial plan during the Initial Financial Planning Phase of the engagement. This work will commence immediately after the fee is paid, and the length of time required to complete and deliver the plan is dependent on several factors including the needs of the Client, the Client's ability to provide any necessary information and documentation, as well as the complexity of their financial situation. We will deliver the initial financial plan within six (6) months of starting the engagement, as long as the Client provides the information we request in a timely manner. Advisor may reduce or waive the initial fee at the Advisor's discretion.

Thereafter, we charge a recurring fixed fee for Ongoing Financial Planning. Fees are paid monthly or quarterly in arrears, not to exceed \$500 per month (or \$1,500 per quarter). The maximum annualized amount of the recurring fixed fee is \$6,000 and covers review financial goals and progress, address life changes, review cash flow and planning priorities and adjust financial planning strategies as needed. The fee applies during the Ongoing Planning and Implementation period (typically the first year following delivery of the financial plan) and continues during the Ongoing Financial Planning phase in subsequent years. The fee is dependent upon variables including the specific needs of the Client, complexity, estimated time, research, and resources required to provide services to you, among other factors we deem relevant. Fees are negotiable and the final agreed upon fee will be outlined in your Advisory Contract. Clients will receive a detailed invoice each billing period describing the services rendered during that period.

Investment Management Services

All Assets Under Management		1.00%		0.083%		0.25%	

For investment management services, the Adviser charges a fee based on the value of the Client's managed account(s), capped at 1.00% per year. The specific fee rate is agreed upon with each Client before services begin and varies within this limit based on objective factors such as account size, the scope and complexity of services provided, the anticipated time and resources required, and the overall nature of the client relationship. Fees are billed monthly or quarterly in arrears, based on the account value on the last business day of the billing period, as outlined in the advisory contract.

In determining the advisory fee, we may allow accounts of members of the same household to be aggregated. Three Phases Wealth Advisors relies on the valuation as provided by Client's custodian in determining assets under management. Our advisory fee is prorated for any partial billing periods occurring during the engagement, including the initial and terminating billing periods. Adjustments will be made for deposits and withdrawals during the billing period.

Educational Seminars / Speaking Engagements

Seminars and speaking engagements are offered to organizations and the public on a variety of financial topics. Fees range from \$500 to \$3,000 per seminar. The fee range is based on the content, amount of research conducted, the number of hours of preparation needed, and the number of attendees. Three Phases Wealth Advisors collects 50% of the fee in advance with the remainder due at the conclusion of the Seminar. Advisor offers its services in a virtual or in-person setting. Should the event require travel arrangements, both parties must agree to the terms of travel (i.e., cost, distance, hotel arrangements) at the start of the engagement.

Fee Payment

Fees may be paid either by direct fee deduction from the Client's custodial account or by electronic funds transfer (EFT), or check. We use an independent third party payment processor in which the Client can securely input their banking information and pay their fee. We do not have access to the Client's banking information at any time when fees are paid directly to the client. The Client will be provided with their own secure portal in order to make payments.

For investment management services, fees are deducted directly from the Client's custodial account held at the qualified custodian, unless the Client elects to pay fees directly. Clients authorize the Three Phases Wealth Advisors, in writing, to deduct advisory fees from their custodial account. In the event that insufficient cash is available in the account to satisfy the advisory fee, the Adviser may, pursuant to its discretionary authority, liquidate a portion of the Client's securities holdings in an amount sufficient to cover the advisory fee, consistent with the Client's investment objectives and the Adviser's fiduciary duty. The qualified custodian will send account statements at least quarterly directly to the Client, which will reflect all fee deductions.

Three Phases Wealth Advisors will also provide an invoice to the Client at the same time the fee is deducted, which will include the formula used to calculate the fee, the amount of assets under management on which the fee is based, and the time period covered.

Other Types of Fees and Expenses

When implementing an investment recommendation, the Client may incur additional fees such as brokerage commissions, transaction fees, and other related costs and expenses. Clients may incur certain charges imposed by broker-dealers, 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. Please see Item 12 (Brokerage Practices) for additional information regarding brokerage arrangements and the costs associated with such 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.

Clients may incur fees from third-party professionals such as accountants and attorneys that Three Phases Wealth Advisors may recommend, upon Client request. Such fees are separate and distinct from Three Phases Wealth Advisors' advisory fees.

Terminations and Refunds

For Ongoing Financial Planning and Investment Management services, the Advisory Contract may be terminated at any time by either party with written notice.

If the Advisory Contract is terminated prior to delivery of the initial financial plan, the Initial Financial Planning Fee, which is billed in advance, will be prorated based on the services performed through the date of termination, including meetings conducted, analysis completed, and recommendations delivered. Any unearned portion of the fee will be refunded promptly to the Client.

Ongoing Financial Planning fees are billed monthly or quarterly in arrears. Upon termination, the Client will be responsible for payment of fees for services rendered through the effective date of termination, and no refund will be required for those fees.

Investment Management fees, will be prorated through the effective date of termination in accordance with the advisory agreement. The Firm does not retain unearned advisory fees.

For Educational Seminars and Speaking Engagements, Advisor or Clients may cancel the event which may be terminated at any time by either party with written notice. Should the Client cancel the event within 30 days of the event (with the exception of weather or similar unforeseen causes), the Client will be responsible for reimbursement of any non-refundable travel expenses already incurred and a prorated fee for any work conducted in preparation of the event, based on the percentage of work done and the flat fee agreed upon by both parties. Should any fees collected in advance exceed the amount of work conducted, Advisor will provide a prorated refund within 30 days from the notice of termination.

Client Engagement Requirement and Termination for Non-Engagement. Clients are expected to participate in the planning process (e.g., scheduled meetings, information requests, and action items) in accordance with the annual service calendar. If a client does not remain engaged in the planning process, the Advisor may terminate the agreement upon written notice. Any unearned fees will be promptly refunded on a prorated basis for the period following termination, and the final invoice will itemize services rendered through the termination date.

Sale of Securities or Other Investment Products

Advisor and its supervised persons 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 and do not engage in side-by-side management.

Item 7: Types of Clients

We provide investment management and financial planning services to individuals and high net-worth individuals.

We do not have a minimum account size requirement to open or maintain an account.

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 when we provide securities recommendations in the context of a financial plan.

Methods of Analysis

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.

Technical analysis involves using chart patterns, momentum, volume, and relative strength in an effort to pick sectors that may outperform market indices. However, there is no assurance of accurate forecasts or that trends will develop in the markets we follow. In the past, there have been periods without discernible trends and similar periods will presumably occur in the future. Even where major trends develop, outside factors like government intervention could potentially shorten them.

Furthermore, one limitation of technical analysis is that it requires price movement data, which can translate into price trends sufficient to dictate a market entry or exit decision. In a trendless or erratic market, a technical method may fail to identify trends requiring action. In addition, technical methods may overreact to minor price movements, establishing positions contrary to overall price trends, which may result in losses. Finally, a technical trading method may underperform other trading methods when fundamental factors dominate price moves within a given market.

Mutual Fund and/or ETF Analysis: We look at the experience and track record of the manager of the mutual fund or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We also look at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in other funds in the Client's portfolio. In addition, we monitor the funds or ETFs in an attempt to determine if they are continuing to follow their stated investment strategy.

A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the client may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the fund or ETF less suitable for the Client's portfolio.

Use of Options and Derivative Strategies The Firm's use of options, if any, is incorporated into its investment strategies on a limited basis as part of its overall portfolio management approach, primarily for income generation or risk management purposes (such as covered call strategies). When options are

utilized, the Firm evaluates the underlying security, market conditions, time horizon, and associated risks as part of its investment analysis.

While the Firm maintains discretionary authority over Client accounts, it does not exercise discretionary authority with respect to futures, speculative or high-risk options strategies, leveraged or inverse ETFs. If such investments are reviewed, it is generally limited to assets already held by a Client at the inception of the advisory relationship.

The Firm does not utilize cryptocurrency ETFs or other digital-asset-related investment products as part of its discretionary investment management strategies. If cryptocurrency ETFs or other higher-risk ETFs are reviewed, such review is limited to assets already held by a Client at the inception of the advisory relationship.

Investment Strategies

Asset Allocation

In implementing our Clients' investment strategy, we begin by attempting to identify an appropriate ratio of equities, fixed income, and cash (i.e. "asset allocation") suitable to the Client's investment goals and risk tolerance.

A risk of asset allocation is that the Client may not participate in sharp increases in a particular security, industry or market sector. Another risk is that the ratio of equities, fixed income, and cash will change over time due to stock and market movements and, if not corrected, will no longer be appropriate for the Client's goals. We attempt to closely monitor our asset allocation models and make changes periodically to keep in line with the target risk tolerance model.

Passive and Active Investment Management

We may choose investment vehicles that are considered passive, active, or a combination of both styles.

Passive investing involves building portfolios that are composed 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.

Active investing 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. Actively managed funds are also designed to reduce volatility and risk.

We may engage in both passive and active investing in Client's portfolio. However, we strive to construct portfolios of funds and individual securities that we believe will have the greatest probability for achieving our Clients' personal financial goals with the least amount of volatility and risk rather than attempt to outperform an arbitrary index or benchmark.

Specific investment selections are based on a number of factors that we evaluate in order to select, what we believe to be, the highest quality funds or individual securities for our Clients. These factors include but are not limited to underlying holdings of funds, percentage weighting of holdings within funds, liquidity, tax efficiency, bid/ask spreads, and other smart/strategic beta factors. These factors may or may not result in

the lowest cost ETFs and mutual funds available when utilizing funds in a Client's portfolio, but we strive to keep internal fund expenses as low as possible.

Socially Responsible Investing

We may utilize various socially conscious investment approaches if a Client desires. Three Phases Wealth Advisors may construct portfolios that utilize mutual funds, ETFs, or individual securities with the purpose of incorporating socially conscious principles into a Client's portfolio. These portfolios may sometimes also be customized to reflect the personal values of each individual, family, or organization. This allows our Clients to invest in a way that aligns with their values. Three Phases Wealth Advisors may rely on mutual funds and ETFs that incorporate Environmental, Social and Governance ("ESG") research as well as positive and negative screens related to specific business practices to determine the quality of an investment on values-based merits. Additionally, Three Phases Wealth Advisors may construct portfolios of individual securities in order to provide Clients with a greater degree of control over the socially conscious strategies they are utilizing. Three Phases Wealth Advisors relies on third-party research when constructing portfolios of individual securities with socially conscious considerations.

If you request your portfolio to be invested according to socially conscious principles, you should note that returns on investments of this type may be limited and because of this limitation you may not be able to be as well diversified among various asset classes. The number of publicly traded companies that meet socially conscious investment parameters is also limited, and due to this limitation, there is a probability of similarity or overlap of holdings, especially among socially conscious mutual funds or ETFs. Therefore, there could be a more pronounced positive or negative impact on a socially conscious portfolio, which could be more volatile than a fully diversified portfolio.

Long-term/Short-term purchases

We purchase securities and generally hold them in the Client's account for a year or longer. Short-term purchases may be employed as appropriate when:

- We believe the securities to be currently undervalued, and/or
- We want exposure to a particular asset class over time, regardless of the current projection for this class.

A risk in a long-term purchase strategy is that by holding the security for this length of time, we may not take advantage of short-term gains that could be profitable to a client. Moreover, if our predictions are incorrect, a security may decline sharply in value before we make the decision to sell.

The Firm may use options on a limited basis, primarily for income generation or risk management purposes (such as covered call strategies), and does not engage in speculative or high-risk derivatives strategies.

Three Phases Wealth Advisors does not utilize or recommend investments in illiquid or complex assets such as private placements, limited partnerships, real estate programs, energy programs, leasing programs, proprietary private investments, or variable annuities. Any discussion of such investments is for general educational or financial planning purposes only and does not constitute a recommendation or involve assistance with the selection or implementation of these types of investments.

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: Actively managed mutual funds tend to have a higher turnover rate than passive funds. A high portfolio turnover would result in higher transaction costs and in higher taxes when shares are held in a taxable account. These factors may negatively affect the account's performance.

From time to time, the Firm may recommend or implement an investment strategy that results in a higher level of portfolio turnover. "Turnover" refers to the frequency with which securities are bought and sold within an account. Higher turnover generally increases trading costs (such as commissions and bid-ask spreads) and may also increase the client's tax liability if transactions result in short-term capital gains.

The Firm will recommend a strategy involving turnover risk only when it reasonably believes such activity is consistent with the client's investment objectives, financial situation, and risk tolerance, and that the expected benefits outweigh the associated costs. Circumstances that may warrant higher turnover include, but are not limited to:

- **Tactical or Active Management:** When the Firm seeks to capitalize on perceived short-term market opportunities, sector rotations, or valuation changes.
- **Rebalancing and Tax-Loss Harvesting:** When transactions are necessary to maintain target asset allocations, realize losses for tax purposes, or rebalance portfolios to align with the client's stated goals.
- **Client-Specific Objectives:** When the client's needs (e.g., liquidity, income generation, or changing time horizon) require periodic portfolio adjustments.
- **Model-Driven or Third-Party Strategies:** When the client has selected an investment manager, model, or strategy that inherently involves higher turnover as part of its design or methodology.
- **Market or Risk Management Considerations:** When the Firm determines that reallocations are necessary to reduce portfolio risk or respond to unusual market conditions.

- **Transitional Accounts:** When restructuring an existing portfolio to conform to a new investment strategy or to transition assets to the Firm's recommended model portfolio.

In all cases, the Firm will disclose turnover considerations to the client, ensure that such strategies are suitable based on the client's profile, and will monitor the account to confirm continued alignment with the client's investment policy and overall objectives.

Supervision of Trading Activity

The Firm maintains supervisory procedures to monitor client accounts for trading activity that may be inconsistent with the client's investment objectives or that could be considered excessive. The Chief Compliance Officer ("CCO") or designee periodically reviews trading reports and account activity to identify unusually high levels of turnover or trading inconsistent with a client's stated strategy. If such activity is detected, the Firm investigates the circumstances and takes appropriate corrective action.

The Firm does not receive additional compensation based on the number of transactions executed in client accounts and has no incentive to recommend or engage in excessive trading. All trading is conducted in the best interest of the client and in accordance with the Firm's fiduciary duty.

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.

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.

Material Investment Risks. All investment strategies used by the Firm involve risk of loss, including the potential loss of principal. Long-term investment strategies are subject to market risk, inflation risk, interest rate risk, and the risk that market conditions may change over time. Short-term investment strategies, if used, involve increased volatility and timing risk and may result in higher transaction costs.

Options and Derivative Risks. When options are utilized on a limited basis, primarily for income generation or risk management purposes, they involve additional risks including leverage risk, time-decay risk, liquidity risk, and the potential for loss greater than the premium received.

Trading Frequency. The Firm does not primarily engage in frequent or excessive trading strategies. However, increased trading activity may result in higher brokerage costs and tax consequences, which could reduce overall investment performance.

Risks Associated with Securities

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

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.

Commercial Paper is, in most cases, an unsecured promissory note that is issued with a maturity of 270 days or less. 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 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.

Cryptocurrency (e.g., bitcoin and ether), often referred to as "virtual currency", "digital currency," or "digital assets," is designed to act as a medium of exchange. Cryptocurrency is an emerging asset class. There are thousands of cryptocurrencies, the most well-known of which is bitcoin. Certain of the firm's clients may have exposure to bitcoin or another cryptocurrency, directly or indirectly through an investment such as an ETF or other investment vehicles. Cryptocurrency operates without central authority or banks and is not backed by any government. Cryptocurrencies may experience very high volatility and related investment vehicles may be affected by such volatility. As a result of holding cryptocurrency, certain of the firm's clients may also trade at a significant premium or discount to NAV. Cryptocurrency is also not legal tender. Federal, state or foreign governments may restrict the use and exchange of cryptocurrency, and regulation in the U.S. is still developing. The market price of many cryptocurrencies, including bitcoin, has been subject to extreme fluctuations. If cryptocurrency markets continue to be subject to sharp fluctuations, investors may experience losses if the value of the client's investments decline. Similar to fiat currencies (i.e., a currency that is backed by a central bank or a national, supra-national or quasi national organization), cryptocurrencies are susceptible to theft, loss and destruction. Cryptocurrency exchanges and other trading venues on which cryptocurrencies trade are relatively new and, in most cases, largely unregulated and may therefore be more exposed to fraud and failure than established, regulated exchanges for securities, derivatives and other currencies. Cryptocurrency exchanges may stop operating or permanently shut down due to fraud, technical glitches, hackers or malware.

Due to relatively recent launches, most cryptocurrencies have a limited trading history, making it difficult for investors to evaluate investments. Generally, cryptocurrency transactions are irreversible such that an improper transfer can only be undone by the receiver of the cryptocurrency agreeing to return the cryptocurrency to the original sender. Digital assets are highly dependent on their developers and there is

no guarantee that development will continue or that developers will not abandon a project with little or no notice. Third parties may assert intellectual property claims relating to the holding and transfer of digital assets, including cryptocurrencies, and their source code. Any threatened action that reduces confidence in a network's long-term ability to hold and transfer cryptocurrency may affect investments in cryptocurrencies. Many significant aspects of the U.S. federal income tax treatment of investments in cryptocurrency are uncertain and an investment in cryptocurrency may produce income that is not treated as qualifying income for purposes of the income test applicable to regulated investment companies. Certain cryptocurrency investments may be treated as a grantor trust for U.S. federal income tax purposes, and an investment by the firm's clients in such a vehicle will generally be treated as a direct investment in cryptocurrency for tax purposes and "flow-through" to the underlying investors.

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 (premium) or below (discount) their net asset value and an ETF purchased at a premium may ultimately be sold at a discount; (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.

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.

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).

Margin and Options Restrictions The Firm does not utilize margin borrowing, leverage, or naked or uncovered options as part of its investment management strategies. All option strategies, if used, are limited to fully covered positions, such as covered call writing, and are implemented without the use of margin.

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.

Item 9: Disciplinary Information

Criminal or Civil Actions

Three Phases Wealth Advisors and its management persons have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

Three Phases Wealth Advisors and its management persons have not been involved in any administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

Three Phases Wealth Advisors and its management persons have not been involved in any self-regulatory organization (SRO) proceedings.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer Affiliation, Commodity Interest and Futures-Related Activities

Neither Three Phases Wealth Advisors nor its management persons is registered, or has an application pending to register, as a broker-dealer or a registered representative of a broker-dealer, as a futures commission merchant, commodity pool operator, commodity trading advisor, or an associated person of any such entity.

Other Affiliations

Daniel Ockey is the Co-Founder and Owner of Centsei LLC, a personal finance coaching business that is not investment-related. This activity accounts for approximately 33.33% of his time. Centsei LLC is an affiliated entity under common ownership with the Adviser; however, it does not provide investment advisory services, and clients of Three Phases Wealth Advisors LLC are under no obligation to engage Centsei LLC for any service.

Zach Williams is a Personal Financial Coach/Account Executive at Centsei LLC, a personal finance coaching business that is not investment-related. This activity accounts for approximately 6% of his time each month. Centsei LLC is an affiliated entity under common ownership with the Adviser; however, it does not provide investment advisory services, and clients of Three Phases Wealth Advisors LLC are under no obligation to engage Centsei LLC for any service.

David Rawson is a Personal Financial Coach/Account Executive at Centsei LLC, a personal finance coaching business that is not investment-related. This activity accounts for approximately 6% of his time each month. Centsei LLC is an affiliated entity under common ownership with the Adviser; however, it does not provide investment advisory services, and clients of Three Phases Wealth Advisors LLC are under no obligation to engage Centsei LLC for any service.

As part of the advisory relationship, Three Phases Wealth Advisors may provide clients with access to certain educational materials, courses, and financial planning tools created by Centsei LLC at no additional cost. This relationship presents a potential conflict of interest because of the common ownership; however, the Adviser has an economic incentive for clients of Centsei LLC to engage Three Phases Wealth Advisors for advisory services, which creates a conflict of interest. To mitigate this conflict clients are not required or encouraged to engage Centsei LLC as a condition of receiving advisory services and all recommendations are made in the best interest of the Client..

Related Persons

Neither Three Phases Wealth Advisors or its management persons have any relationship or arrangement with any outside financial industry related parties.

Recommendations or Selections of Other Investment Advisers

Three Phases Wealth Advisors does not recommend or select other investment advisers for our clients.

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

As a fiduciary, our firm has 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 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 of Ethics does not attempt to identify all possible conflicts of interest, and compliance with each of its specific provisions will not shield our firm or its access persons from liability for misconduct that violates a fiduciary duty to our Clients. A summary of the Code of Ethics' Principles is outlined below.

- Integrity - Access persons shall offer and provide professional services with integrity.
- Objectivity - Access persons shall be objective in providing professional services to Clients.
- Competence - Access 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 - Access 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 - Access 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 - Access persons conduct in all matters shall reflect the credit of the profession.
- Diligence - Access 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 access persons, 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, principal transaction, among others.

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

Our firm, its access persons, and its related persons may buy or sell securities similar to, or different from, those we recommend to Clients. In an effort to reduce or eliminate certain conflicts of interest, our Code of Ethics may require that we restrict or prohibit access persons' transactions in specific reportable securities. Any exceptions or trading pre-clearance must be approved by Three Phases Wealth Advisors's Chief

Compliance Officer in advance of the transaction in an account. Three Phases Wealth Advisors maintains a copy of access persons' personal securities transactions as required.

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

From time to time our firm, its access persons, or its related persons may buy or sell securities for themselves at or around the same time as they buy or sell securities for Clients' account(s). To address this conflict, it is our policy that neither our firm or access persons shall have priority over Clients' accounts in the purchase or sale of securities.

Item 12: Brokerage Practices

Factors Used to Select Custodians

In recommending custodians, 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 custodian’s services. The factors we consider when evaluating a custodian for best execution include, without limitation, the custodian’s:

- Combination of transaction execution services and asset custody services (generally without a separate fee for custody);
- Capability to execute, clear, and settle trades (buy and sell securities for your account);
- Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.);
- Breadth of available investment products (stocks, bonds, mutual funds, exchange-traded funds (ETFs), etc.);
- Availability of investment research and tools that assist us in making investment decisions;
- Quality of services;
- Competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate the prices;
- Reputation, financial strength, security and stability;
- Prior service to us and our clients.

With this in consideration, our firm recommends Altruist (“Altruist”), an independent and unaffiliated SEC registered broker-dealer firm and member of the Financial Industry Regulatory Authority (“FINRA”) and the Securities Investor Protection Corporation (“SIPC”).

Research and Other Soft-Dollar Benefits

Three Phases Wealth Advisors does not have any soft-dollar arrangements with custodians 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, Altruist 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.

Clients should be aware that the receipt of economic benefits by Advisor or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Advisor’s choice of Altruist for custody and brokerage services. These services may include access to trading, reporting, and account administration tools, technology integrations, and operational support that the Firm would otherwise need to develop or pay for independently. This conflict of interest is mitigated as Advisor regularly reviews the factors used to select custodians to ensure our recommendation is appropriate.

Three Phases Wealth Advisors does not believe that the receipt of these benefits results in Clients paying higher commissions or transaction costs than would otherwise be available through other broker-dealers. However, because the Firm receives these benefits from Altruist, a conflict of interest exists in that the Firm has an incentive to recommend Altruist as custodian.

Altruist

Three Phases Wealth Advisors offers investment advisory services through the custodial platform offered by Altruist Financial LLC, an unaffiliated SEC-registered broker-dealer and FINRA/SIPC member ("Altruist"). Custody, clearing, and execution services are provided by Altruist as a self-clearing broker-dealer. Three Phases Wealth Advisors's clients establish brokerage accounts through Altruist. Three Phases Wealth Advisors maintains an institutional relationship with Altruist whereby Altruist provides certain benefits to Three Phases Wealth Advisors, including a fully digital account opening process, a variety of available investments, and integration with software tools that can benefit Three Phases Wealth Advisors and its clients. Three Phases Wealth Advisors is not affiliated with Altruist.

Brokerage for Client Referrals

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

Clients Directing Which Broker/Dealer/Custodian to Use

Our firm recommends Clients establish account(s) at Altruist to execute transactions through. We will assist with establishing your account(s) at Altruist, however, we will not have the authority to open accounts on the Client's behalf. Not all investment advisers require their Clients to use their recommended custodian. By recommending that Clients use Altruist, we may be unable to achieve most favorable execution of Client transactions, and this practice may cost Clients more money. We base our recommendations on the factors disclosed in Item 12 herein and will only recommend custodians if we believe it's in the best interest of the Client.

If Clients do not wish to utilize our recommended custodian, we permit Clients to direct brokerage. We will be added to your account through a limited trading authority. However, due to restraints from not having access to an institutional platform, we are unable to achieve most favorable execution of Client transactions. Clients directing brokerage may cost Clients more money. For example, in a directed brokerage account, the Client may pay higher brokerage commissions because we may not be able to aggregate orders to reduce transaction costs, or the Client may receive a higher transaction price at their selected custodian versus our recommended 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 access persons may participate in block trading with your accounts; however, they will not be given preferential treatment.

Item 13: Review of Accounts

Periodic Reviews

Daniel Okey, Owner, Founder, Financial Planner, Financial Advisor & CCO of Three Phases Wealth Advisors, will work with clients to obtain current information regarding their assets and investment holdings and will review this information as part of our financial planning services. Three Phases Wealth Advisors does not provide specific reports to clients, other than financial plans. Clients who engage us for investment management services will have their account(s) reviewed regularly on a quarterly basis. The account(s) are reviewed with regards to the Client's investment objectives and risk tolerance levels.

Triggers of Reviews

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.

Review Reports

Clients will receive trade confirmations from the custodian(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.

Three Phases Wealth Advisors does not provide written performance or holdings reports to Investment Management Clients outside of what is provided directly by their custodian.

Item 14: Client Referrals and Other Compensation

Compensation Received by Three Phases Wealth Advisors LLC

Three Phases Wealth Advisors is a fee-only firm that is compensated solely by its Clients. Three Phases Wealth Advisors does not receive commissions or other sales-related compensation. Except as mentioned in Item 12 above, we do not receive any economic benefit, directly or indirectly, from any third party for advice rendered to our Clients.

Client Referrals from Solicitors

Three Phases Wealth Advisors does not, directly or indirectly, compensate any person who is not advisory personnel for Client referrals.

Item 15: Custody

Three Phases Wealth Advisors does not hold, directly or indirectly, Client funds or securities, or have any authority to obtain possession of them. All Client assets are held at a qualified custodian.

If Three Phases Wealth Advisors deducts its advisory fee from Client's account(s), the following safeguards will be applied:

- i. The Client will provide written authorization to Three Phases Wealth Advisors, permitting us to be paid directly from Client's accounts held by the custodian.
- ii. The custodian will send at least quarterly statements to the Client showing all disbursements from the accounts, including the amount of the advisory fee.

In jurisdiction where required, Three Phases Wealth Advisors will send an itemized invoice to the Client at the same time it instructs the custodian to debit the advisory 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.

Clients are informed of applicable billing and invoice practices at the start of the relationship and Client Agreement(s). Clients will receive itemized billing invoices at any time regardless of the jurisdiction, through advice pay or provided upon request. Advice pay will provide invoices electronically.

We urge you to carefully review custodial statements and compare them to the account invoices or reports that we may provide to you and notify us of any discrepancies. Clients are responsible for verifying the accuracy of these fees as listed on the custodian's brokerage statement as the custodian does not assume this responsibility. Our invoices 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, Three Phases Wealth Advisors 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(s). Additionally, the discretionary relationship will be outlined in the Advisory Contract and signed by the Client. Clients may limit our discretion by requesting certain restrictions on investments. However, approval of such requests are at the firm's sole discretion.

The Firm does not offer investment management services on a non-discretionary basis and only manages accounts on a discretionary basis pursuant to written client authorization.

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 has any questions on a particular proxy vote, they may contact us at the number listed on the cover of this brochure.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward you any electronic solicitation to vote proxies.

Item 18: Financial Information

We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to our Clients, nor have we been the subject of any bankruptcy proceeding. We do not have custody of Client funds or securities, except as disclosed in Item 15 above, or require or solicit prepayment of more than \$1,200 in fees six months or more in advance.

Item 19: Requirements for State-Registered Advisers

Principal Officers

Daniel Ockey serves as Three Phases Wealth Advisors sole principal and CCO. Information about Daniel Ockey's education, business background, and outside business activities can be found in his ADV Part 2B, Brochure Supplement attached to this Brochure.

Outside Business

All outside business information, if applicable, of Three Phases Wealth Advisors is disclosed in Item 10 of this Brochure.

Performance-Based Fees

Neither Three Phases Wealth Advisors nor Daniel Ockey is compensated by performance-based fees.

Material Disciplinary Disclosures

No management person at Three Phases Wealth Advisors 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

Three Phases Wealth Advisors nor Daniel Ockey have any relationship or arrangement with issuers of securities.

Item 1: Cover Page

Three Phases Wealth Advisors LLC

For Utah Residents Only

1015 Canopy Dr
Indian Trail, NC 28079
801-318-5720

Form ADV Part 2B – Brochure Supplement

Dated: May 1, 2026

For

Daniel Ockey

Owner, Founder, Financial Planner, Financial Advisor and Chief Compliance Officer

This brochure supplement provides information about Daniel Ockey that supplements the Three Phases Wealth Advisors LLC ("Three Phases Wealth Advisors") brochure. You should have received a copy of that brochure. Please contact Daniel Ockey if you did not receive Three Phases Wealth Advisors brochure or if you have any questions about the contents of this supplement.

Additional information about Daniel Ockey is available on the SEC's website at www.adviserinfo.sec.gov which can be found using the identification number 8144836.

Item 2: Educational Background and Business Experience

Daniel Ockey

Born: 1993

Educational Background

- 2017 – B.S. Business Strategy, Brigham Young University
- 2015 – Associates Degree, Brigham Young University - Idaho

Business Experience

- 06/2025 – Present, Three Phases Wealth Advisors LLC, Owner, Founder, Financial Planner, Financial Advisor & CCO
- 08/2018 – Present, Centsei LLC, Owner, Co-Founder
- 01/2019 – 04/2020, Crisp, Vice President of Sales & Strategy

Item 3: Disciplinary Information

Daniel Ockey has never been involved in any criminal or civil actions, administrative proceedings, self-regulatory organization (SRO) proceedings, or other hearings or formal adjudications.

Item 4: Other Business Activities

Daniel Ockey is the Co-Founder and Owner of Centsei LLC, a personal finance coaching business that is not investment-related. His responsibilities include managing a team of financial coaches and independent contractors, as well as overseeing marketing and business strategy. This accounts for approximately 58.6% of his time.

Item 5: Additional Compensation

Daniel Ockey does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through Three Phases Wealth Advisors.

Item 6: Supervision

Daniel Ockey as Chief Compliance Officer of Three Phases Wealth Advisors, supervises the advisory activities of our firm. Daniel Ockey is bound by and will adhere to the firm's policies and procedures and Code of Ethics. Clients may contact Daniel Ockey at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

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

Item 1: Cover Page

Three Phases Wealth Advisors LLC

For Utah Residents Only

1015 Canopy Dr
Indian Trail, NC 28079
801-318-5720

Form ADV Part 2B – Brochure Supplement

Dated: February 25, 2026

For

David Rawson

Financial Planner & Financial Advisor

This brochure supplement provides information about David Rawson that supplements the Three Phases Wealth Advisors LLC (“Three Phases Wealth Advisors”) brochure. You should have received a copy of that brochure. Please contact Daniel Ockey if you did not receive Three Phases Wealth Advisors brochure or if you have any questions about the contents of this supplement.

Additional information about David Rawson is available on the SEC’s website at www.adviserinfo.sec.gov which can be found using the identification number 8148054.

Item 2: Educational Background and Business Experience

David Rawson

Born: 1997

Educational Background

- 2022 – BYU, BS in Strategic Management from the Marriott School of Business

Business Experience

- 06/2025 – Present, Three Phases Wealth Advisors LLC, Financial Planner & Financial Advisor
- 11/2024 – Present, FranklinCovey, Remote - Client Success Manager
- 04/2023 – Present, Centsei LLC, Financial Coach/Account Executive/Independent Contractor
- 07/2022 – 11/2024, FranklinCovey, Associate Implementation Strategist
- 04/2021 – 07/2022, BambooHR, Implementation Account Manager
- 01/2021 – 05/2021, Cougar Consulting Group, Business Analyst
- 10/2020 – 03/2021, Caravel Associates, Strategy Consultant
- 05/2019 – 10/2020, Basketball Coach, Coach
- 07/2018 – 05/2019, Bantam Sports, Basketball Official

Item 3: Disciplinary Information

David Rawson has never been involved in any criminal or civil actions, administrative proceedings, self-regulatory organization (SRO) proceedings, or other hearings or formal adjudications.

Item 4: Other Business Activities

David Rawson is currently employed as a Customer Success Manager at FranklinCovey, a leadership training company headquartered in Draper, Utah. In this role, David Rawson manages FranklinCovey client accounts. This activity accounts for approximately 24% of their time each month. Clients of Three Phases Wealth Advisors LLC are not involved in, nor are they solicited to participate in this outside business activity.

David Rawson is currently employed as a Personal Financial Coach/Account Executive/Independent Contractor at Centsei LLC. In this role, Mr. Rawson provides educational financial coaching to families on strategies to accelerate debt elimination, grow savings, and build wealth. This activity is not investment-related and accounts for approximately 6% of his time each month. Clients of Three Phases Wealth Advisors are not involved in, nor are they solicited to participate in, this outside business activity.

Item 5: Additional Compensation

David Rawson does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through Three Phases Wealth Advisors.

Item 6: Supervision

Daniel Okey as Chief Compliance Officer of Three Phases Wealth Advisors, supervises the advisory activities of our firm. David Rawson is bound by and will adhere to the firm's policies and procedures and Code of Ethics. Clients may contact David Rawson at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

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

Item 1: Cover Page

Three Phases Wealth Advisors LLC

For Utah Residents Only

193 North 90 East
Vineyard, UT 84059

Supervised From:
1015 Canopy Drive
Indian Trail, NC 28079
801-318-5720

Form ADV Part 2B – Brochure Supplement

Dated: February 25, 2026

For

Zach Williams

Investment Advisor Representative

This brochure supplement provides information about Zach Williams that supplements the Three Phases Wealth Advisors LLC (“Three Phases Wealth Advisors”) brochure. You should have received a copy of that brochure. Please contact Daniel Ockey if you did not receive Three Phases Wealth Advisors’s brochure or if you have any questions about the contents of this supplement.

Additional information about Zach Williams is available on the SEC’s website at www.adviserinfo.sec.gov which can be found using the identification number 8194012.

Item 2: Educational Background and Business Experience

Zach Williams

Born: 1993

Educational Background

- 2016 – Bachelor of Science, Business Management - Utah Valley University.

Business Experience

- 11/2025 – Present, Three Phases Wealth Advisors LLC, Investment Advisor Representative
- 04/2024 – Present, Centsei LLC, Financial Coach/Account Executive/Independent Contractor
- 09/2022 – Present,, Intuit, Senior Partner Development Manager
- 12/2018 – 09/2022, Podium, Partner Manager

Item 3: Disciplinary Information

Zach Williams has never been involved in any criminal or civil actions, administrative proceedings, self-regulatory organization (SRO) proceedings, or other hearings or formal adjudications.

Item 4: Other Business Activities

Zach Williams is a Personal Financial Coach/Account Executive/Independent Contractor at Centsei LLC, a personal finance coaching business that is not investment-related. This activity accounts for approximately 6% of his time each month. Centsei LLC is an affiliated entity under common ownership with the Adviser; however, it does not provide investment advisory services, and clients of Three Phases Wealth Advisors LLC are under no obligation to engage Centsei LLC for any service.

Item 5: Additional Compensation

Zach Williams does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through Three Phases Wealth Advisors.

Item 6: Supervision

Daniel Ockey as Chief Compliance Officer of Three Phases Wealth Advisors, supervises the advisory activities of Zach Williams. Clients may contact Daniel Ockey at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

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