Item 1: Cover Page

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Form ADV Part 2A – Firm Brochure

Dated March 24, 2025

This Brochure provides information about the qualifications and business practices of Rora Wealth, Inc. "Rora", (we" or "us"). If you have any questions about the contents of this Brochure, please contact us at (404) 967-0727. 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.

Rora Wealth, Inc. is registered as an Investment Adviser with the States of New York, Georgia, and California. Registration of an Investment Adviser does not imply any level of skill or training.

Additional information about Rora is available on the SEC's website at www.adviserinfo.sec.gov which can be found using the firm's identification number 297568.

Item 2: Material Changes

This section of the ADV Part 2A brochure is meant to describe any material changes relating to Rora that clients should be aware of since the last annual update of this brochure. Since the most recent annual update filing of Form ADV Part 2, March 31, 2024, we have implemented the following changes:

- We have amended the name of the firm from Deane Wealth Management, Inc. to Rora Wealth, Inc.
- In Item 19 below, Rora updated its outside business activities to include the amendment of the following entities: Rora Media, LLC fka Samuel Deane, LLC and Rora Capital Management, LLC fka KRS Ventures, LLC.
- Rora has updated various items to reflect revisions to its service offerings including addition of tax preparation services for certain clients.
- Rora has updated Item 5 to reflect revisions to its fees for the services it offers.
- In Item 4 and 10 below, Rora has added information pertaining to its affiliated investment adviser, Rora Capital Management, LLC, as well as the private fund it manages, Rora Capital, LLC.

Future Changes

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. This complete Disclosure 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 Rora Wealth, Inc.

At any time, you may view the current Disclosure Brochure online at the SEC's Investment Adviser Public Disclosure website at http://www.adviserinfo.sec.gov by searching for our firm name or by our CRD number 297568.

You may also request a copy of this Disclosure Brochure at any time, by contacting us at (404) 967-0727

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Item 4: Advisory Business

Description of Advisory Firm

Rora Wealth, Inc. (hereinafter referred to as “Rora”, “we” or “us”) is an independent investment advisory firm, specializing in financial planning and investment management services customized to the particular needs of business owners and employees in the technology sector. Rora is a Registered Investment Advisor with the State of New York, Georgia and California and was founded in 2018. Samuel Deane is the CEO and principal owner of Rora. As of March 25, 2025, Rora reports $14,151,501 in discretionary Assets Under Management and no non-discretionary Assets Under Management. Additional information about Mr. Deane may be found in the incorporated Form ADV Part 2B at the end of this brochure.

Types of Advisory Services

Investment Management

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 with an asset allocation target and create and manage a portfolio based on that policy and allocation targets. We may 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.,capital appreciation or capital preservation), as well as tax considerations. Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors. Fees pertaining to this service are outlined in Item 5 of this brochure.

Recommendation of Affiliated Private Fund

Rora may recommend that certain of its eligible clients invest in one or more series of a private fund, Rora Capital LLC (the “Fund”), which was organized by Rora’s affiliate, Rora Capital Management, LLC (“RCM”), to make investments primarily in early-stage technology companies. Rora and RCM are owned and controlled by Samuel Deane. The Fund may, depending on the series, charge investors an asset-based management fee and/or a fee based on the performance of any investment made by such series. As a result of this relationship, a conflict of interest exists as Rora has an incentive to recommend an investment in one or more series offered by the Fund to investors because such recommendations could result in more overall compensation payable to Samuel Deane because clients would be responsible for paying Rora’s investment management fee as well as any fees payable to RCM in connection with their investment in the Fund. Nonetheless, to mitigate any conflict of interest, to the extent that any series of a Fund charges investors a management fee, Rora will waive the management fee payable to RCM in connection with such investor’s investment in the series.

More information about the Fund, including information relating to investor eligibility criteria, compensation payable to RCM and any service providers, and information pertaining to applicable risks and conflicts of interest can be found in the Limited Liability Company Agreement of the Fund, the Risk Disclosure document for the

Fund, the subscription document for the Fund, the Series LLC Operating Agreement for the applicable series of the Fund, and other disclosure documents pertaining to an investment in the Fund (the "Fund Offering Documents").

Use of Third Party Managers, Outside Managers, or Sub-Advisers (TAMPs)

We offer the use of Third Party Managers, Outside Managers, or Sub-Advisers (TAMPs) for portfolio management services. We assist Clients in selecting an appropriate allocation model, completing the Outside Manager's investor profile questionnaire, interacting with the Outside Manager and reviewing the Outside Manager. Our review process and analysis of outside managers is further discussed in Item 8 of this Form ADV Part 2A. Additionally, we will meet with the Client on a periodic basis to discuss changes in their personal or financial situation, suitability, and any new or revised restrictions to be applied to the account. Fees pertaining to this service are outlined in Item 5 of this brochure.

Financial Planning

We provide comprehensive financial planning services and hourly financial planning engagements targeted at specific client needs. Financial planning services do not involve the active management of client investment accounts, but instead focus on a client's overall financial situation.

Comprehensive financial planning involves working one-on-one with a planner over an extended period of time. Clients purchasing this service will receive ongoing financial planning advice designed to achieve his or her stated financial goals and objectives. By paying an annual retainer fee, clients get to work with a planner who will work with them to develop and implement their plan. The planner will monitor the plan, recommend any changes and ensure the plan is up to date.

With our comprehensive financial planning services, a client will be taken through a process designed to identify their goals and values around money. They will be required to provide information to help complete the following areas of analysis: net worth, cash flow, insurance, credit scores/reports, employee benefits, retirement planning, insurance, investments, college planning and estate planning. Once the client's information is reviewed, their plan will be built and analyzed, and then the findings, analysis and potential changes to their current situation will be reviewed with the client. 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.

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**: Our firm offers estate planning services to our clients that 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. Services also consist of education on estate planning topics and the gathering of required information needed to provide outside estate planning firms so that an estate plan can be created or updated. Our services should not be construed as the provision of legal advice to our clients.

  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 and 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").

- **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.

- **Real Estate Planning Strategies:** Clients can have a significant portion of their net worth tied up in real estate, especially their primary residence, and especially in high cost of living areas. Our analysis and advice will focus on the role that real estate (both residence and rental) plays in your total financial picture and how to best balance the risks and potential rewards of real estate ownership with those of your investment portfolio and the rest of your financial picture. Specific analyses may include refinancing, the "should I pay off my mortgage faster or invest more" question, and leveraging high home values when making plans for the future.

- **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.

- **Tax Planning Strategies:** Services may include recommendations on 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 consideration that there is always a possibility of future changes to federal, state or local tax laws and rates that may impact your situation.

- **Tax Return Preparation:** As part of our engagement with certain clients who engage us for comprehensive financial planning or investment management services, we arrange for third parties to assist our clients with filing of their federal and state tax returns which service is included in our fee. While we will coordinate submission of information to such third parties to facilitate preparation of tax returns, we will not be involved in providing tax preparation services to our clients. The client is responsible for the completeness and accuracy of information used to prepare the returns as we will not independently verify such information.

  Our services will not involve accounting or tax advice. 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.

Outside of our comprehensive financial service offering, Rora may enter into an engagement with a client to provide financial planning services on an hourly basis. This service is available to clients who have a specific need regarding one or a group of planning topics only.

Client acknowledges that they are free to accept or reject Rora's recommendations at their discretion and, unless otherwise agreed with Rora, are responsible for implementing any such recommendations. Clients also acknowledge that a conflict of interest exists if Rora recommends it or its affiliates to implement any of Rora's financial planning recommendations because this could result in more overall compensation payable to Rora and/or its affiliates. Client understands that it may choose any advisor, brokerage firm, or other professionals to implement the recommendations and advice given by Rora. Rora does not guarantee the results of any of its recommendations, any specific level of performance, or the success of its overall financial planning consulting services.

Client Tailored Services and Client Imposed Restrictions

We offer the same suite of services to all of our clients. However, specific client financial plans and their implementation 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 may impose reasonable restrictions around investing in certain securities or types of securities.

Wrap Fee Programs

We do not participate in wrap fee programs.

Item 5: Fees and Compensation

Rora is a fee-only, fiduciary firm. Rora is compensated solely by professional fees received directly from its clients. Neither Rora, nor any related person associated with Rora, receives compensation that is contingent on the purchase or sale of a financial product. Neither Rora, nor any related person of Rora, accepts any sales commissions, referral fees, service fees, or other form of compensation from any third party, nor does Rora or any related person compensate anyone else directly or indirectly for client referrals. Fees are generally negotiable and are paid as described below, directly by the client. Rora's fee and the specific manner in which fees are charged is established in each client agreement with the client. In no event will Rora collect more than $500.00 more than six months in advance from any client.

Please note, unless a Client has received the firm's Disclosure Brochure at least 48 hours prior to signing the investment advisory contract, the investment advisory contract may be terminated by the Client within five (5) business days of signing the contract without incurring any advisory fees. How we are paid depends on the type of advisory service we are performing. Please review the fee and compensation information below.

Investment Management

We are compensated for our investment management services primarily by asset-based fees charged based on the investment strategy selected and a client's assets under our management, which is calculated pursuant to one of three fee schedules described below.

Fee Schedule 1 - ETF Strategies

Client Assets Under Management	Annual Advisory Fee Percentage (paid monthly)
All accounts	0.50%

Fee Schedule 2 - Direct Indexing Strategies

Client Assets Under Management	Annual Advisory Fee Percentage (paid monthly)
$250,000 - $2,500,000	1.00%
$2,500,001 - $10,000,000	0.85%
$10,000,001 - $20,000,000	0.75%
$20,000,001 and above	0.65%

Fee Schedule 3 - Option Strategies

Client Assets Under Management	Annual Advisory Fee Percentage (paid monthly)
All accounts	1.50%

When a Sub-Advisor is used, Rora will debit the Client's account for our fee, and the Sub-Advisor will debit the Client's account for the Sub-Advisor's fee. Please note, the above fee schedule includes the Sub-Advisor's fee. The asset-based fees described above are negotiable and paid at the end of each calendar month. Initial fees are prorated based on the number of days in the month during which a client's assets have been designated to be under our management. Upon termination of an advisory relationship with a client, fees are prorated through the

date of termination. The asset-based fees are “blended” such that the percentage rates are applied to each corresponding range of assets, resulting in a combined weighted fee. For example, an account valued at $3,000,000 and under Fee Schedule 2 would pay an effective fee of 0.97% with the annual fee of $29,250.00. The monthly fee is determined by the following calculation: (($2,500,000 x 1.0%) + ($500,000 x 0.85%)) ÷12 = $2,437.50.

Financial Planning

Rora Wealth offers financial planning services on either an annual retainer fee or hourly basis. For comprehensive financial planning services, Rora charges an annual retainer fee, based on the corresponding service offerings described below:

Tier 1

$625/mo
Best for tech professionals looking for ongoing financial planning. This offering includes discovery process, ongoing financial planning, and annual tax review.

Tier 2
$850/mo
Best for tech professionals and executives with equity compensation complexity. This offering includes everything in tier 1, equity compensation and IPO planning, and tax return preparation.

Tier 3
$1,250/mo
Best for startup founders and business owners. This offering includes everything in previous tiers, personal and business planning, and complete tax analysis.

Clients can also engage Rora to provide financial planning services on a separately-negotiated basis, based on their situation.

Hourly Financial Planning engagements are offered at an hourly rate between $500 and $1,500 per hour, depending on complexity. There is a minimum 3 hour requirement for all hourly engagements. The fee may be negotiable in certain cases and is billed monthly in arrears. Fees for this service may be paid by electronic funds transfer, check or debited directly from a taxable brokerage account. In the event of early termination by the client, any fees for the hours already worked will be due.

<u>Tax Return Preparation</u>
The fees for Tax Return Preparation are included when clients engage us for Tier 2 or Tier 3 comprehensive financial planning services or when they engage us for investment management services and have at least $1,500,000 in assets under management with us. It may be possible for clients to obtain tax preparation from other service providers that are less than those provided through Rora.

For other clients, tax preparation services must be separately obtained from other service providers. We can recommend tax preparation service providers, but a conflict of interest exists when we recommend such tax preparation service providers with whom we have an ongoing business relationship.

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 and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual fund and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to our fee, and we shall not receive any portion of these commissions, fees, and costs.

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

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

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

We do not charge performance-based fees or provide side-by-side management. However, RCM generally will charge a fee based on the performance of any given series of the Fund. As a result, clients of Rora could be charged fees based on the performance of any series of the Fund in which they invest where RCM is entitled to receive performance-based compensation.

Item 7: Types of Clients

We provide financial planning and investment management services to individuals, including high net-worth individuals, and their families.

Rora has a minimum account size requirement for investment management services. Our minimum account size requirement is $500,000. This requirement is waived for clients engaging in ongoing financial planning services.

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

We meet with each client to determine their unique wealth management needs and constraints. Through this process, we work with the client to determine an asset allocation plan that attempts to fulfill the short-term and long-term portfolio objectives. We then determine the appropriate managers and investment vehicles that will be used to implement the client's portfolio. In most cases, we invest a client's portfolio using equity and fixed income separate accounts managed by a third-party investment manager, exchange traded funds, exchange traded

notes, and mutual funds. In some cases, we utilize equity derivatives to reduce risk and/or potentially enhance expected yields.

We use a range of investment strategies to create a diversified portfolio of assets with the aim of producing risk adjusted returns that are appropriate for the client's stated objectives. Our primary equity investment strategies are index-based strategies with the goal of maintaining diversification at the security, sector, and regional level. These strategies are typically fundamental in nature and are implemented using long-only positions.

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.

Cyclical analysis is a type of technical analysis that involves evaluating recurring price patterns and trends based upon business cycles. Economic/business cycles may not be predictable and may have many fluctuations between long-term expansions and contractions. The lengths of economic cycles may be difficult to predict with accuracy and therefore the risk of cyclical analysis is the difficulty in predicting economic trends and consequently the changing value of securities that would be affected by these changing trends.

Charting analysis involves the gathering and processing of price and volume information for a particular security. This price and volume information is analyzed using mathematical equations. The resulting data is then applied to graphing charts, which is used to predict future price movements based on price patterns and trends. Charts may not accurately predict future price movements. Current prices of securities may not reflect all information about the security and day-to-day changes in market prices of securities may follow random patterns and may not be predictable with any reliable degree of accuracy.

Modern Portfolio Theory
The underlying principles of MPT are:

- Investors are risk averse. The only acceptable risk is that which is adequately compensated by an expected return. Risk and investment return are related and an increase in risk requires an increased expected return.
- Markets are efficient. The same market information is available to all investors at the same time. The market prices every security fairly based upon this equal availability of information.
- The design of the portfolio as a whole is more important than the selection of any particular security. The appropriate allocation of capital among asset classes will have far more influence on long-term portfolio performance than the selection of individual securities.
- Investing for the long-term (preferably longer than ten years) becomes critical to investment success because it allows the long-term characteristics of the asset classes to surface.
- Increasing diversification of the portfolio with lower correlated asset class positions can decrease portfolio risk. Correlation is the statistical term for the extent to which two asset classes move in tandem or opposition to one another.

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. 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 such factors 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 de-listed 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 clients invest.

Investment Companies Risk – 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).

Digital Assets Risk – A principal risk in trading Digital Assets is the rapid fluctuation of market price. High price volatility undermines Digital Assets' role as a medium of exchange as consumers or retailers are much less likely to accept them as a form of payment. The value of client portfolios relates in part to the value of the Digital Assets held in the client portfolio and fluctuations in the price of Digital Assets could adversely affect the value of a client's portfolio. There is no guarantee that a client will be able to achieve a better than average market price for Digital Assets or will purchase Digital Assets at the most favorable price available. The price of Digital Assets achieved by a client may be affected generally by a wide variety of complex and difficult to predict factors such as Digital Asset supply and demand; rewards and transaction fees for the recording of transactions on the blockchain; availability and access to Digital Asset service providers (such as payment processors), exchanges, miners or other Digital Asset users and market participants; perceived or actual Digital Asset network or Digital Asset security vulnerability; inflation levels; fiscal policy; interest rates; and political, natural and economic events.

Regulatory Risk (Government Oversight of Digital Assets) – The regulatory schemes—both foreign and domestic—possibly affecting Digital Assets or a Digital Asset network may not be fully developed and subject to change. It is possible that any jurisdiction may, in the near or distant future, adopt laws, regulations, policies or rules directly or indirectly affecting a Digital Asset network, generally, or restricting the right to acquire, own, hold, sell, convert, trade, or use Digital Assets, or to exchange Digital Assets for either fiat currency or other virtual currency. It is also possible that government authorities may take direct or indirect investigative or prosecutorial action related to, among other things, the use, ownership or transfer of Digital Assets, resulting in a change to its value or to the development of a Digital Asset network.

Alternative Investments – Investing in alternative assets will put the investor's entire investment amount at risk. There are many situations in which the company may fail completely or a shareholder may not be able to sell the stock they own in the company. In these situations, an investor may lose the entire amount of their investment. For investments in alternative assets such as startups, total loss of capital is a highly likely outcome. Alternative investments involve a high level of risk and investors should not invest any funds unless they are able to bear the entire loss of the investment. The amount of return on investment, if any, is highly variable and not guaranteed. Some startups may be successful and generate significant returns, but many will not be successful and will only generate small returns, if any at all. Any returns that an investor may receive will be variable in amount, frequency, and timing. Investors should not invest any funds in which they require a regular, predictable and/or stable return. Any returns may take several years to materialize. Most startups take five to seven years to generate any investment return, if any at all. It may also take many years before investors will know if a startup investment will generate any return. Investors should not invest any funds in which they require a return within a certain

timeframe. It may be difficult for investors to sell their securities. Startup investments are privately held companies and are not traded on a public stock exchange. Also, there is currently no readily available secondary market for private buyers to purchase such securities. Furthermore, there may be restrictions on the resale of the securities investors purchase as well as the ability to transfer. Investors should not invest any funds in which they require the ability to withdraw, cash-out, or liquidate within a certain period of time.

Private Funds – Investing in private funds comes with numerous risks. Among others, investors will be subject to significant restrictions on transfers and withdrawals. Private funds are also subject to much less regulation than registered investment companies, such as mutual funds and exchange-traded funds. Among other things, private funds have no obligation to diversify investments, and they can make more speculative investments than registered investment companies. Additionally, investors in private funds will not receive the same types of information and reporting as they would receive if they invested in a registered investment company. In addition, investors in private funds will have little or no say in the operation of the fund, which is generally controlled by the manager of the fund.

Cybersecurity - As with any entity that conducts business through electronic means in the modern marketplace, Rora and its service providers may be susceptible to operational and information security risks resulting from cyberattacks. Cyberattacks include, among other behaviors, stealing or corrupting data maintained online or digitally; denial-of-service attacks on websites; unauthorized monitoring, release, misuse, loss, destruction, or corruption of confidential information; unauthorized access to relevant systems; compromises to networks or devices that Rora and its service providers use to service their operations; operational disruption or failures in the physical infrastructure or operating systems that support Rora and its service providers; and various other forms of cybersecurity breaches. Cyberattacks affecting Rora or any of its intermediaries or service providers may adversely impact Rora's clients, potentially resulting in, among other things, financial losses or the inability to transact business.

For instance, cyberattacks may impact the release of client information or confidential business information, impede trading, subject Rora to regulatory fines or financial losses, and/or cause reputational damage. Rora may also incur additional costs for cybersecurity risk management purposes designed to mitigate or prevent the risk of cyberattacks. Such costs may be ongoing because threats of cyberattacks are constantly evolving, as cyber attackers become more sophisticated and their techniques become more complex. Similar types of cybersecurity risks are also present for issuers of securities in which clients are invested, which could result in material, adverse consequences for such issuers and may cause investments in such companies to lose value. There can be no assurance that RORA, its service providers, or the issuers of the securities in which clients invest will not suffer losses relating to cyberattacks or other information security breaches in the future.

Item 9: Disciplinary Information

Criminal or Civil Actions

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

Administrative Enforcement Proceedings

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

Self-Regulatory Organization Enforcement Proceedings

Rora 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 Rora or the integrity of its management.

Item 10: Other Financial Industry Activities and Affiliations

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

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

As discussed in Item 4, RCM is under common control with Rora as they are both owned and controlled by Samuel Deane. As such, Rora has a conflict of interest in recommending an investment in the Fund to its advisory clients.

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 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 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

From time to time, our firm or its "related persons" may buy or sell securities for themselves at or around the same time as clients. We will not trade non-mutual fund securities 24 hours prior to the same security for clients.

Item 12: Brokerage Practices

Factors Used to Select Custodians and/or Broker-Dealers

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

1. Research and Other Soft-Dollar Benefits

We currently do not receive soft dollar benefits.

2. 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.

3. 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.

The Custodian and Brokers We Use (Charles Schwab & Co., Inc.)

Rora Wealth does not maintain custody of your assets that we manage, although we may be deemed to have custody of your assets if you give us authority to withdraw assets from your account (see Item 15—Custody, below). Your assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or bank. We recommend that our clients use Charles Schwab & Co., Inc. (Schwab), a registered broker-dealer, member SIPC, as the qualified custodian.

We are independently owned and operated and are not affiliated with Schwab. Schwab will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we recommend that you use Schwab as custodian/broker, you will decide whether to do so and will open your account with Schwab by entering into an account agreement directly with them. Conflicts of interest associated with this arrangement are described below as well as in Item 14 (Client referrals and other compensation). You should consider these conflicts of interest when selecting your custodian.

The Custodian and Brokers We Use (Altruist Financial, LLC)

For the benefit of no commissions or transaction fees, fully digital account opening, a large variety of security options and complete integration with software tools, Rora recommends Altruist Financial LLC, an unaffiliated SEC-registered broker dealer and FINRA/SIPC member, as the introducing broker to Apex Clearing Corporation, an unaffiliated SEC-registered broker dealer and FINRA/SIPC member, as the clients' custodian. Rora does not receive any research or other soft-dollar benefit by nature from its relationship with Altruist Financial LLC, nor does Rora receive any referrals in exchange for using Altruist Financial LLC as a broker dealer.

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.

Item 13: Review of Accounts

Client accounts with the Portfolio Management Service will be reviewed regularly on a quarterly basis by Samuel Deane, Owner and CCO. The account is reviewed with regards to the client's investment policies and risk tolerance levels. Events that may trigger a special review would be unusual performance, addition or deletions of

client imposed restrictions, excessive draw-down, volatility in performance, or buy and sell decisions from the firm or per client's needs.

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

Rora will not provide written reports to Portfolio Management clients.

Item 14: Client Referrals and Other Compensation

We receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. We benefit from the products and services provided because the cost of these services would otherwise be borne directly by us, and this creates a conflict. You should consider these conflicts of interest when selecting a custodian. These products and services, how they benefit us, and the related conflicts of interest are described above (see Item 12—Brokerage Practices).

We do not, directly or indirectly, compensate any person who is not advisory personnel for Client referrals.

Item 15: Custody

Rora does not accept custody of client funds except in the instance of withdrawing client fees.
For client accounts in which Rora directly debits their advisory fee:

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

Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains the client's investment assets. We urge you to carefully review such statements and compare such official custodial records to the account statements or reports that we may provide to you. Our statements or reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Under the Advisers Act, SEC registered investment advisers are required to hold securities with “qualified custodians,” among other requirements. Certain Digital Assets may be deemed to be securities. Currently, many of the companies providing Digital Assets custodial services fall outside of the SEC’s definition of “qualified custodian”, and many long-standing, prominent qualified custodians do not provide custodial services for Digital Assets or otherwise provide such services only with respect to a limited number of actively traded Digital Assets. Accordingly, clients may use non- qualified custodians to hold all or a portion of their Digital Assets.

Item 16: Investment Discretion

For those client accounts where we provide Investment Advisory Services, we maintain discretion over client accounts with respect to securities to be bought and sold and the amount of securities to be bought and sold. Investment discretion is explained to clients in detail when an advisory relationship has commenced. At the start of the advisory relationship, the client will execute a Limited Power of Attorney, which will grant our firm discretion over the account. Additionally, the discretionary relationship will be outlined in the advisory contract and signed by the client.

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.

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

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 in advance.

Item 19: Requirements for State-Registered Advisers

Samuel Deane

Born: 1992

Educational Background

- 2017 – Masters in Business Administration, Hofstra University
- 2014 – Bachelors in Science, University at Albany

Business Experience

- 06/2021 – Present, Rora Capital Management, LLC, Managing Member
- 09/2020 – Present, Rora Media, LLC, Managing Member (fka Samuel Deane, LLC)
- 06/2018 – Present, Rora Wealth, Inc., CEO and CCO (fka Deane Wealth Management, Inc.)

Other Business Activities

Samuel Deane is the principal owner of Rora Media, LLC, a media entity through which he is compensated for brand partnerships, writing and public speaking. Samuel is also the principal owner of Rora Capital Management, LLC, an exempt investment advisor to Rora Capital LLC. These outside business activities do not make up more than 30% of his time.

Performance Based Fees

Please see response above in Item 6.

Material Disciplinary Disclosures

No management person at Rora Wealth, Inc. 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

As discussed in more detail in Item 4 above, Samuel Deane is the owner of RCM, which is the organizer and manager of the Fund.

Additional Compensation

Samuel Deane does not receive any economic benefit from any person, company, or organization, in exchange for providing clients advisory services through Rora.

Supervision

Samuel Deane, as Owner and Chief Compliance Officer of Rora, is responsible for supervision. He may be contacted at the phone number on this brochure supplement.

Requirements for State Registered Advisers

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

Conflicts of Interest

Pursuant to California Code of Regulations Section 260.238 (k) any material conflicts of interest regarding the investment adviser, its representatives or any of its employees are disclosed to the client prior to entering into any Advisory or Financial Planning Agreement.

Business Continuity Plan

Rora maintains a written Business Continuity Plan that identifies procedures related to an emergency or significant business disruptions, including death of the investment adviser or any of its representatives.

Rora Wealth, Inc.
3280 Peachtree Road NE, 7th Floor
Atlanta, GA 30305
(404) 967-0727
Dated March 24, 2025

Form ADV Part 2B – Brochure Supplement

For

Samuel Deane - Individual CRD# 6882384

Owner, and Chief Compliance Officer

This brochure supplement provides information about Samuel Deane that supplements the Rora Wealth, Inc. ("Rora") brochure. A copy of that brochure precedes this supplement. Please contact Samuel Deane if the Rora brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about Samuel Deane is available on the SEC's website at www.adviserinfo.sec.gov which can be found using the identification number 688238

Item 2: Educational Background and Business Experience

Samuel Deane

Born: 1992

Educational Background

- 2017 – Masters in Business Administration, Hofstra University
- 2014 – Bachelors in Science, University at Albany

Business Experience

- 06/2021 – Present, Rora Capital Management, LLC, Managing Member
- 09/2020 – Present, Rora Media, LLC, Managing Member (fka Samuel Deane, LLC)
- 06/2018 – Present, Rora Wealth, Inc., CEO and CCO (fka Deane Wealth Management, Inc.)

Item 3: Disciplinary Information

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

Item 4: Other Business Activities

Samuel Deane is the principal owner of Rora Media, LLC, a media entity through which he is compensated for brand partnerships, writing and public speaking. Samuel is also the principal owner of Rora Capital Management, LLC, an exempt investment advisor to Rora Capital LLC. These outside business activities do not make up more than 30% of his time.

Item 5: Additional Compensation

Other than from clients, Samuel Deane does not receive any economic benefit from any person, company, or organization, in exchange for providing clients advisory services through Rora.

Item 6: Supervision

Samuel Deane, as Owner and Chief Compliance Officer of Rora, is responsible for supervision. He may be contacted at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

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