

Zoe Financial, Inc.

Firm Brochure - Form ADV Part 2A

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This brochure provides information about the qualifications and business practices of Zoe Financial, Inc. If you have any questions about the contents of this brochure, please contact us at (914) 522-7547 or by email at: support@zoefin.com. 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.

Additional information about Zoe Financial, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov. Zoe Financial, Inc.'s CRD number is: 285158.

Registration does not imply a certain level of skill or training.

Item 2: Material Changes

The material changes in this brochure from the last annual updating amendment of Zoe Financial, Inc. on 03/2023 are described below.

- Cover Page - Zoe Financial moved to a new office in September 2023.

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Item 4: Advisory Business

Zoe Financial, Inc. (hereinafter “ZOEFIN”) is a Corporation organized in the State of Delaware. The firm was formed in June 2016, and the principal owner is Andres Garcia.

Adviser Referral Services

ZOEFIN refers User’s to registered investment advisers. We collect information from User’s and provide referrals through our interactive website. Prior to engaging ZOEFIN, a User must fill out a digital form on our website, <https://zoefin.com>. ZOEFIN collects data that determines User’s goals and investment profile. We then match them up to Investment Advisers that have been previously vetted and best align with the User’s goals and profiles. Some User’s may only receive one recommended Adviser based on the answers given by the client on the interactive website. The User’s may then choose to work with a recommended Adviser. The User determines whether to enter into an advisory relationship with one of the recommended Advisers. As part of our vetting process, we determine whether Advisers accessible through our website are registered as an investment adviser and what their areas of focus and expertise are.

We do not review the ongoing performance of the third-party adviser, do not effect changes for the User’s account, and do not provide investment recommendations to the User’s. User’s will be provided a copy of the recommended Adviser’s Form ADV Part 2A and should be aware that they can obtain investment advisory services directly from the recommended Adviser or other Advisers of the User’s choice.

Our services are limited to making referrals to other registered investment advisers. The Advisor that the User ultimately chooses to work with is responsible for determining and implementing specific investment strategies for the User.

ZOEFIN is not a current client of any investment adviser included on the Zoe Advisor Network.

Item 5: Fees and Compensation

Adviser Referral Fees

If the referred User enters into an advisory relationship with one of the recommended Advisers, that Adviser will pay ZOEFIN a portion of the fee it charges to its clients. User’s will receive a disclosure statement that details the fee sharing arrangement. ZOEFIN does not receive any fees directly from the referred User.

ZOEFIN charges Advisers an implementation fee that varies based on the level of service provided, as well as an ongoing membership fee per Advisor. Some advisors may pay a higher rate than others for ZOEFIN’S services. This may create a conflict of interest in that ZOEFIN would have an incentive to refer User’s to Investment Advisers that provide ZOEFIN with a higher implementation fee or membership fee. ZOEFIN’s algorithms are designed and intended to act in the best interests of the User, including when determining to which investment advisers to refer to a User. ZOEFIN obtains the Advisers ADV Part 2A to verify their registration status.

In some situations, ZOEFIN may receive a one-time referral fee from an Adviser on the network instead of an ongoing percentage of the management fee. At no time is a client or potential client charged for any referral fees.

Because Zoe Financial's contractual relationship with Advisors includes compensation from Advisors for their participation on the Zoe Advisor Network, Zoe Financial may have a material conflict of interest in referring Advisors to prospective clients.

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

ZOEFIN does not charge performance-based fees or provide side-by-side management.

Item 7: Types of Clients

ZOEFIN provides referral services to Retail Investors that utilize our web platform to match its User's with appropriate Advisors who can provide User's with Financial Advisory services.

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

ZOEFIN's process consists of conducting due diligence on prospective Registered Investment Advisers ("RIA") and their Investment Adviser Representatives ("IAR"). The diligence process includes, but is not limited to, reviewing that RIA's must generally be: (1) financial planning centric; (2) have a number of IARs that possess certain advanced designations, such as the CFA, CFP, CPA and/or a graduate degree in business administration; and (3) have no material disciplinary disclosures. ZOEFIN may also conduct calls to discuss any information it collects during its diligence process. Zoe reviews the RIA's Form ADV Parts 1A and 2A and Form CRS, as well as any other relevant and available data such as websites and general news available via a google search.

Provided the RIA meets Zoe's above criteria, ZOEFIN then reviews the IAR's responses to its questionnaire, his/her CRD record, Form U4 and Form ADV Part 2B.

Once the due diligence is complete and the RIA and IAR's of the RIA are approved, it may refer User to the approved investment advisers, however ZOEFIN cannot ensure that those Advisors will perform as desired, and we will have no control over the day-to-day operations of any recommended Advisors. ZOEFIN would not be aware of certain activities at its recommended Advisors, including, without limitation, an Adviser engaging in unreported risks, investment "style drift" or even regulatory breaches or fraud. Additionally, ZOEFIN cannot guarantee that a User's financial goals will be attained through its recommended Advisors and User's should understand the inherent risks associated with any type of investments they participate in.

Item 9: Disciplinary Information

ZOEFIN has no criminal or civil actions or administrative or self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

Neither ZOEFIN nor its supervised persons are registered as, a broker/dealer or a representative of a broker/dealer. ZOEFIN does have a pending application to become a FINRA Member Firm.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither ZOEFIN nor its supervised persons are registered as or have pending applications to become either a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor or an associated person of the foregoing entities.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Neither ZOEFIN nor its supervised persons have any financial affiliations material to its business that would present a possible conflict of interest.

D. Recommendation of Other Advisers or Managers and How This Adviser is Compensated for Those Selections

ZOEFIN refers User's to Investment Advisers based on a due diligence process and algorithmic processes based on the data provided by the User and the data it retains of each Investment Adviser. ZOEFIN will be compensated via a fee share from the recommended advisers or a one-time referral fee when a User elects to enter into an advisory relationship with that adviser. ZOEFIN has no control over the Investment Advisory fees charge to each User. User's should discuss the fee structure with the Investment Adviser and review the Investment Adviser's 2A Brochure.

This may create a conflict of interest in that ZOEFIN would have an incentive to refer User's to Investment Advisers that provide ZOEFIN with a larger fee share or pay such fee share on a schedule more favorable to ZOEFIN. User's of ZOEFIN are not obligated to work with any recommended Investment Advisers. ZOEFIN's algorithms are designed and intended to act in the best interests of the User, including when determining to which

investment advisers to refer to a User. ZOEFIN obtains the Advisers ADV Part 2A to verify their registration status.

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

ZOEFIN has a written Code of Ethics that includes but is not limited to Prohibited Activities, Conflicts of Interest, Confidentiality, Compliance with Laws and Regulations, Reporting Violations, Training and Education, and Recordkeeping. ZOEFIN's Code of Ethics is available free upon request.

Item 12: Brokerage Practices

This item is not applicable to the business activities of ZOEFIN.

Item 13: Review of Accounts

This item is not applicable to the business activities of ZOEFIN.

Item 14: Client Referrals and Other Compensation

ZOEFIN's compensation is mostly derived from referrals of User's of its website to other Investment Advisers. Investment Advisers pay a referral fee to ZOEFIN but are prohibited from charging any part thereof to the User's.

ZOEFIN has arrangements in place with certain non-affiliated third party solicitors, under which such solicitors refer clients to us in exchange for a fixed amount per client referred. Such compensation creates an incentive for the solicitors to refer clients to us, which is a conflict of interest for the solicitors. Rule 206(4)-1 of the Advisers Act addresses this conflict of interest by, among other things, requiring disclosures of whether the solicitor is a client or a non-client and a description of the material conflicts of interest and material terms of the compensation arrangement with the solicitor.

Accordingly, we require third party solicitors who introduce potential clients to us to referred clients, in writing: whether the solicitor is a client or a non-client; that the solicitor will be compensated for the referral; the material conflicts of interest arising from the relationship and/or compensation arrangement; and the material terms of the compensation arrangement, including a description of the compensation to be provided for the referral.

ZOEFIN also has a separate solicitor agreement with Ethic, Inc., a Registered Investment Advisor. ZOEFIN refers other Registered Investment Advisors to Ethic, Inc for portfolio management of

client assets. ZOEFIN is compensated based on a percentage of assets under management for those client accounts managed by Ethic, Inc. A conflict of interest exists, because ZOEFIN has financial incentive to promote Ethic, Inc., to RIA's on its platform.

As of May 2022, Creative Planning, LLC, and affiliates from CapFinancial, LLC, Mariner, LLC dba Mariner Wealth Advisors, and Sequoia Financial Advisors, LLC, now have vested ownership interest in Zoe Financial. These RIA's and RIA affiliates are also on the Zoe platform and may have clients referred to them by Zoe through their matching system. As a result, a conflict of interest exists among the RIA, RIA affiliates and Zoe in the form of increased financial incentives by being referred clients. To avoid this conflict of interest, Zoe continues to refer potential clients to advisors solely based on that individual's answers to questions during the potential client's onboarding process, and does not give preferential treatment on the number of referrals sent to these new owners.

Item 15: Custody

This item is not applicable to the business activities of ZOEFIN.

Item 16: Investment Discretion

This item is not applicable to the business activities of ZOEFIN.

Item 17: Voting Client Securities (Proxy Voting)

This item is not applicable to the business activities of ZOEFIN.

Item 18: Financial Information

ZOEFIN does not require or solicit the prepayment of more than \$1,200 in fees six months or more in advance. In addition, ZOEFIN is required to disclose any financial condition that is reasonably likely to impair its ability to meet contractual commitments to clients. ZOEFIN has no disclosures pursuant to this Item.