

Threadgill Financial, LLC

1610 Woodstead Court, Suite 194

Spring, TX 77380

(713) 893-5635

January 2024

This Brochure provides information about the qualifications and business practices of Threadgill Financial, LLC. If you have any questions about the contents of this Brochure, please contact us at (713) 893-5635 or via email at zac@ThreadgillFinancial.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

Threadgill Financial, LLC (“Threadgill”) is a Registered Investment Adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information that you may use to determine whether to hire or retain them.

Additional information about Threadgill is also available via the SEC’s website www.adviserinfo.sec.gov. You can search this site by using a unique identifying number, known as a CRD number. The CRD number for Threadgill is 174865. The SEC’s web site also provides information about any persons affiliated with Threadgill who are registered, or are required to be registered, as Investment Adviser Representatives of Threadgill.

Item 2 – Material Changes

Since our last annual amendment filing on January 4, 2023, we have the following material changes to disclose:

1. Charles Schwab & Co. (Schwab) acquired TD Ameritrade (TDA). In September of 2023 all accounts held at TDA were transitioned to Schwab;
2. As of October 2023, we no longer offer educational seminars.

In the future, this section of the Brochure will discuss only the specific material changes that were made to the Brochure and will provide you with a summary of all material changes that have occurred since the last filing of this Brochure. This section will also identify the date of our last annual Brochure update.

We will ensure that you receive a summary of any material changes to this and subsequent Brochures within 90 days of the close of our business' fiscal year end which is December 31st. We will provide other ongoing disclosure information about material changes as they occur. We will also provide you with information on how to obtain the complete brochure. Currently, our Brochure may be requested at any time, without charge, by contacting Zachary Threadgill at (713) 893-5635.

Item 3 – Table of Contents

- Item 1 – Cover Page 1
- Item 2 – Material Changes 2
- Item 3 – Table of Contents 3
- Item 4 – Advisory Business Introduction 4
- Item 5 – Fees and Compensation 5
- Item 6 – Performance Based Fee and Side by Side Management 6
- Item 7 – Types of Client(s)..... 7
- Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss 7
- Item 9 – Disciplinary Information 9
- Item 10 – Other Financial Industry Activities and Affiliations..... 10
- Item 11 – Code of Ethics, Participation or Interest in Client Accounts and Personal Trading 10
- Item 12 – Brokerage Practices 12
- Item 13 – Review of Accounts 14
- Item 14 – Client Referrals and Other Compensation 15
- Item 15 – Custody 15
- Item 16 – Investment Discretion 15
- Item 17 – Voting Client Securities..... 16
- Item 18 – Financial Information 16
- ADV Part 2B Brochure Supplement – Zachary N. Threadgill, JD, CFP® 17
- ADV Part 2B Brochure Supplement – Adam Reese Threadgill, JD 20

Item 4 – Advisory Business Introduction

Our Advisory Business

Threadgill Financial, LLC “Threadgill” is a Registered Investment Adviser (“Adviser”) which offers investment advice regarding securities and insurance to clients. Threadgill was founded in 2015 by Zachary Threadgill who serves as Chief Compliance Officer and Managing Member.

Services

We provide portfolio management services. Our focus is on helping you develop and execute plans that are designed to build and preserve your wealth. We will be reasonably available to help you with questions about your account.

Portfolio Management

Portfolio management is the professional management of securities (stocks, bonds and other securities) in order to meet your specified investment goals. With a Portfolio Management Account, you engage us to assist you in developing a portfolio designed to meet your investment objectives. The investments in the portfolio account individual equity securities (stocks).

We will meet with you to discuss your financial circumstances, investment goals and objectives, and to determine your risk tolerance. We will ask you to provide statements summarizing current investments, income and other earnings, recent tax returns, retirement plan information, other assets and liabilities, wills and trusts, insurance policies, and other pertinent information.

Our investment strategy is based on long term investing primarily, in individual, equities. Many of the stocks we consider pay dividends. At times, we may choose to hold large sums of cash if we view stock prices too high. Based on the nature of our strategy, we do not allow clients ability to impose restrictions on the management of their account(s).

You are obligated to notify us promptly when your financial situation, goals, objectives, or needs change.

Under certain conditions, securities from outside accounts may be transferred into your advisory account; however, we may recommend that you sell any security if we believe that it is not suitable for the current recommended investment strategy. You are responsible for any taxable events in these instances. Certain assumptions may be made with respect to interest and inflation rates and the use of past trends and performance of the market and economy. Past performance is not indicative of future results.

If you decide to implement our recommendations, we will help you open a custodial account(s). The funds in your account will generally be held in a separate account, in your name, at an independent custodian, and not with us.

You will enter into a separate custodial agreement with the custodian which authorizes the custodian to take instructions from us regarding all investment decisions for your account. We will select the securities bought and sold and the amount to be bought and sold, within the parameters of the objectives and risk tolerance of your account. You will be notified of any purchases or sales through trade confirmations and

statements that are provided by the custodian. These statements list the total value of the account, itemize all transaction activity, and list the types, amounts, and total value of securities held. You will at all times maintain full and complete ownership rights to all assets held in your account, including the right to withdraw securities or cash, proxy voting and receiving transaction confirmations.

We manage assets on a discretionary basis, which means you have given us the authority to determine the following without your consent:

- Securities to be bought or sold for your account
- Amount of securities to be bought or sold for your account

Trading may be required to meet initial allocation targets, after substantial cash deposits that require investment allocation, and/or after a request for a withdrawal that requires liquidation of a position. Additionally, your account may be rebalanced or reallocated periodically in order to reestablish the targeted percentages of your initial asset allocation. This rebalancing or reallocation will occur on the schedule we have determined together. You will be responsible for any and all tax consequences resulting from any rebalancing or reallocation of the account. We are not tax professionals and do not give tax advice. However, we will work with your tax professionals to assist you with tax planning.

We are available during normal business hours either by telephone, fax, email, or in person by appointment to answer your questions.

Wrap Fee

We do not participate in wrap fee programs.

Assets Under Management

As of December 31, 2023, we managed total assets of \$325,004,192 in discretionary assets under management.

Item 5 – Fees and Compensation

We provide Portfolio management services for a fee. We offer two fee options for the management of the client's portfolio(s); 1% annually or a fee based on the capital gains in the client's account(s) (performance-based fee).

1% Annual Fee

Under this option, our fee is charged at the end of each quarter and based on account balances at quarter end calculated as follows:

0.25% X account balance at end of quarter.

Partial quarters are pro-rated based on the number of days your account is open;

0.25% per Quarter x Four Quarters=1% per year.

The fee shown above is an annual fee. The fee will not be increased without your prior written consent. We believe our advisory fee is reasonable considering the fees charged by other investment advisers offering similar services/programs.

Client is free to terminate this relationship at any time either by notifying us or closing or transferring the account. Any fees that are due, but have not been paid, will be billed to the client and are due immediately.

Third Party Fees

We generally invest in individual stocks and there may be nominal costs associated with purchasing or selling these stocks. Our fees do not include brokerage commissions, transaction fees, and other related costs and expenses. You may incur certain charges imposed by custodians, third party investment companies and other third parties. These include fees charged by managers, custodial fees, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Our brokerage practices are discussed in more detail under Item 12 – Brokerage Practices.

Other Compensation

For about 5% of our clients we may recommend Fixed Deferred Annuities. These may be appropriate where someone has a large sum of cash, money market, CDs, or bonds, liquidity is not an issue and they want a higher guaranteed interest rate. In the event your portfolio includes an annuity/insurance product, Zachary Threadgill may receive additional compensation from sales of such. They may be eligible to receive incentive awards (including prizes such as trips or bonuses) for recommending certain types of insurance policies or other investment products that he recommends.

While Zachary Threadgill endeavors at all times to put the interest of our clients first as part of our fiduciary duty, the possibility of receiving incentive awards creates a conflict of interest and may affect their judgment when making recommendations. We require that all Advisors disclose this conflict of interest when such recommendations are made. Also, we require Advisors to disclose that Clients may purchase recommended insurance products from other insurance agents not affiliated with us.

Item 6 – Performance Based Fee and Side by Side Management

Annual Performance Fee

The Investment Advisors Act of 1940 permits our fee to be based on account performance if you invest at least \$1,100,000 upon execution of the advisory agreement.

There is no fee unless you earn more than 5% in a calendar year measured January 1 to December 31.

If you earn more than 5%, our fee is 25% of the return over 5%.

If the period you are a client is less than a calendar year, the fee is calculated in the same manner with no proration.

If you add or withdraw funds during the year, we will account for these additions or withdrawals in the calculation.

Examples:

You earn 4% No Fee.

You earn 9% 25% X \$ return over 5%.

On a starting balance of \$1,100,000 and ending balance of \$1,199,000, the excess over 5% is \$44,000, so the fee is 25% X \$44,000 = \$11,000

Performance based fees will be calculated in January for the preceding year and will be deducted from your account shortly thereafter.

Switching between the above options is permitted prospectively in January and must be done by signing a new Advisory Agreement in which you elect a new fee option for the year. Switching at any other time is not permitted.

In addition to our annual investment management fee, you may incur trading costs assessed by the custodian (Schwab). Most stock trades are free. Trades of foreign stocks or over the counter stocks are \$6.95. If we purchase a mutual fund or ETF you may incur an expense associated with that fund.

Item 7 – Types of Client(s)

We provide portfolio management services to individuals and high net worth individuals. Our minimum account opening balance is \$500,000 which may be negotiable based upon certain circumstances.

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

Methods of Analysis

We use fundamental analysis as part of our overall investment management discipline. Fundamental analysis is a technique that attempts to determine a security's value by focusing on the underlying factors that affect a company's actual business and its future prospects. Fundamental analysis is about using real

data to evaluate a security's value. It refers to the analysis of the economic well-being of a financial entity as opposed to only its price movements.

The end goal of performing fundamental analysis is to produce a value that we can compare with the security's current price, with the aim of figuring out what sort of position to take with that security (underpriced = buy, overpriced = sell or short).

Investment Strategies

To perform this analysis, we use many resources, such as:

- Morningstar and other third party research sources
- Annual reports, prospectuses, filings
- Company press releases and websites

The investment strategy we use to implement any investment advice given to you is primarily a long-term strategy in which we intend to hold securities for at least a year.

Risk of Loss

We cannot guarantee our analysis methods will yield a return. In fact, a loss of principal is always a risk. Investing in securities involves a risk of loss that you should be prepared to bear. You need to understand that investment decisions made for your account by us are subject to various market, currency, economic, political and business risks. The investment decisions we make for you will not always be profitable nor can we guarantee any level of performance.

A list of all risks associated with the strategies, products and methodology we offer are listed below:

Fundamental Analysis Risk

Fundamental analysis, when used in isolation, has a number of risks:

- There are an infinite number of factors that can affect the earnings of a company, and its stock price, over time. These can include economic, political and social factors, in addition to the various company statistics.
- The data used may be out of date.
- It is difficult to give appropriate weightings to the factors.
- It assumes that the analyst is competent.
- It ignores the influence of random events such as oil spills, product defects being exposed, and acts of God and so on.

Interest Rate Risks

Dividend paying stocks usually move inversely with interest rates, meaning stock values may decrease when interest rates rise.

Cash Risk

At times, we may have substantial sums of cash un-invested. If this occurs during a time the market rises dramatically we may miss out on returns. If this occurs during a time of significant inflation, the cash may lose purchasing power to inflation.

Diversification Risk

We usually own 20-50 stocks. We may make a mistake in our judgment of a business' quality or safety and are subject to losses from company specific issues. We may not always be fully invested and may miss out on stock market upside.

Insurance Product Risk

There is no guarantee that you will earn any return on your investment and there is a risk that you will lose money. Carefully read the prospectus. Some of the major risks include:

- **Liquidity and Early Withdrawal Risk** – There may be a surrender charges for withdrawals within a specified period, which can be as long as six to eight years. Any withdrawals before a client reaches the age of 59 ½ are generally subject to a 10 percent income tax penalty in addition to any gain being taxed as ordinary income.
- **Sales and Surrender Charges** – Asset-based sales charges or surrender charges. These charges normally decline and eventually are eliminated the longer you hold your shares. For example, a surrender charge could start at 7 percent in the first year and decline by 1 percent per year until it reaches zero.
- **Guarantees** – Insurance companies provide a number of specific guarantees. For example, they may guarantee a death benefit or an annuity payout option that can provide income for life. These guarantees are only as good as the insurance company that gives them.

Market Risk

Overall "market risk" poses the greatest potential danger for investors in stocks. Stock prices can fluctuate for a broad range of reasons, such as the overall strength of the economy or demand for particular products or services.

Overall Risks

Clients need to remember that past performance is no guarantee of future results. All investments carry some level of risk. You may lose some or all of the money you invest, including your principal, because the securities held by a fund goes up and down in value. Dividend or interest payments may also fluctuate, or stop completely, as market conditions change.

Item 9 – Disciplinary Information

Registered Investment Advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of us or the integrity of our management. We do not have any information to disclose concerning Threadgill or any of our investment advisors. We adhere to high ethical standards for all advisors and associates.

Item 10 – Other Financial Industry Activities and Affiliations

Neither Threadgill nor any of its management persons are registered as a broker-dealer or registered as a representative of a broker-dealer, nor does it have any pending application to register. In addition, neither Threadgill nor its management persons are affiliated with any broker-dealer.

Threadgill and its management persons are not registering as a commodity pool operator, futures commission merchant, or commodity trading advisor.

Other Financial Industry Affiliations

Zachary Threadgill, the Managing Member and Chief Compliance Officer for Threadgill, is a licensed insurance agent/broker with various companies. He may recommend insurance products and may also, as independent insurance agents, sell those recommended insurance products to Clients. When such recommendations or sales are made, a conflict of interest exists as the insurance licensed Advisors earn insurance commissions for the sale of those products, which may create an incentive to recommend such products. We require that all Advisors disclose this conflict of interest when such recommendations are made. Also, we require Advisors to disclose that Clients may purchase recommended insurance products from other insurance agents not affiliated with us.

Item 11 – Code of Ethics, Participation or Interest in Client Accounts and Personal Trading

General Information

We have adopted a Code of Ethics for all supervised persons of the firm describing its high standards of business conduct, and fiduciary duty to you, our client. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts, the reporting of certain gifts and business entertainment items, and personal securities trading procedures. All of our supervised persons must acknowledge the terms of the Code of Ethics annually, or as amended.

Participation or Interest in Client Accounts

Our Compliance policies and procedures prohibit anyone associated with Threadgill from having an interest in a client account or participating in the profits of a client's account without the approval of the CCO.

The following acts are prohibited:

- Employing any device, scheme or artifice to defraud
- Making any untrue statement of a material fact
- Omitting to state a material fact necessary in order to make a statement, in light of the circumstances under which it is made, not misleading

- Engaging in any fraudulent or deceitful act, practice or course of business
- Engaging in any manipulative practices

Clients and perspective clients may request a copy of the firm's Code of Ethics by contacting Zachary Threadgill.

Personal Trading

We may recommend securities to you that we will purchase for our own accounts. We may trade securities in our account that we have recommended to you as long as we place our orders after your orders. This policy is meant to prevent us from benefiting as a result of transactions placed on behalf of advisory accounts.

Certain affiliated accounts may trade in the same securities with your accounts on an aggregated basis when consistent with our obligation of best execution. When trades are aggregated, all parties will share the costs in proportion to their investment. We will retain records of the trade Order (specifying each participating account) and its allocation. Completed Orders will be allocated as specified in the initial trade order. Partially filled Orders will be allocated on a pro rata basis. Any exceptions will be explained on the Order.

Threadgill has a personal securities transaction policy in place to monitor the personal securities transactions and securities holdings of "Access Persons". The policy requires that an Access Person of the firm provide the Chief Compliance Officer or his/her designee with a written report of their current securities holdings within ten (10) days after becoming an Access Person. Additionally, each Access Person must provide the Chief Compliance Officer or his/her designee with a written report of the Access Person's current securities holdings at least once each twelve (12) month period thereafter on a date the Adviser selects; provided, however that at any time that the Adviser has only one Access Person, he or she shall not be required to submit any securities report described above.

We have established the following restrictions in order to ensure our fiduciary responsibilities regarding insider trading are met:

- No securities for our personal portfolio(s) shall be bought or sold where this decision is substantially derived, in whole or in part, from the role of Investment Advisory Representative(s) of Threadgill, unless the information is also available to the investing public on reasonable inquiry. In no case, shall we put our own interests ahead of yours.

Privacy Statement

We are committed to safeguarding your confidential information and hold all personal information provided to us in the strictest confidence. These records include all personal information that we collect from you or receive from other firms in connection with any of the financial services they provide. We also require other firms with whom we deal with to restrict the use of your information. Our Privacy Policy is available upon request.

Conflicts of Interest

Threadgill Financial advisors may employ the same strategy for their personal investment accounts as it does for its clients. However, advisors may not place their orders in a way to benefit from the purchase or sale of a security.

We act in a fiduciary capacity. If a conflict of interest arises between us and you, we shall make every effort to resolve the conflict in your favor. Conflicts of interest may also arise in the allocation of investment opportunities among the accounts that we advise. We will seek to allocate investment opportunities according to what we believe is appropriate for each account. We strive to do what is equitable and in the best interests of all the accounts we advise.

Item 12 – Brokerage Practices

Factors Used to Select Custodians

We recommend a custodian for clients to use based on relatively low transaction fees, access to desired securities, trading platforms and support services.

Soft Dollars

Soft dollar benefits may be proportionally allocated to any accounts that may generate different amounts of the soft dollar benefits.

Custodians may provide us with certain brokerage and research products and services that qualify as "brokerage or research services" under the rules. These research products and/or services will assist the Advisor in its investment decision making process. Such research generally will be used to service all of the Advisor's clients, but brokerage commissions paid by the client may be used to pay for research that is not used in managing the client's account. The account may pay to a broker-dealer a commission greater than another qualified broker-dealer might charge to effect the same transaction where the Advisor determines in good faith that the commission is reasonable in relation to the value of the brokerage and research services received.

Because soft dollar benefits could be considered to provide a benefit to the adviser that might cause the client to pay more than the lowest available commission without receiving the most benefit, they are considered a conflict of interest in recommending or directing custodial services. Threadgill mitigates these conflicts of interest through strong oversight of soft-dollar arrangements by the Chief Compliance Officer, in order to assure the soft dollar benefits serve the best interests of the client.

There may other benefits from recommending a custodian such as software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide research, pricing and other market data; (iv) facilitate payment of fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Other services may include, but are not limited to, performance reporting, financial planning, contact management systems, third party research, publications, access to educational conferences, roundtables and webinars, practice management resources, access to consultants and other third party service providers who provide a wide array of business related services and technology with whom Threadgill may contract directly. Threadgill may receive seminar expense reimbursements from product sponsors which may be based on the sales of products to their clients.

Economic Benefits

Threadgill 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 require that our clients use Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and 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 require that you use Schwab as custodian/broker, you will decide whether to do so and open your account with Schwab by entering into an account agreement directly with them. We do not open the account for you. If you do not wish to place your assets with Schwab, then we cannot manage your account. Not all advisors require their clients to use a particular broker-dealer or other custodian selected by the advisor. Even though your account is maintained at Schwab, we can still use other brokers to execute trades for your account, as described in the next paragraph.

We seek to use a custodian/broker who will hold your assets and execute transactions on terms that are overall most advantageous when compared to other available providers and their services. We consider a wide range of factors, including, among others, these:

- combination of transaction execution services along with asset custody services (generally without a separate fee for custody)
- capability to execute, clear and settle trades (buy and sell securities for your account)
- capabilities to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)
- breadth of investment products made available (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 them
- reputation, financial strength and stability of the provider
- their prior service to us and our other clients

availability of other products and services that benefit us, as discussed below (see “Products and Services Available to Us from Schwab”)

Best Execution

We have an obligation to seek best execution for you. In seeking best execution, the determinative factor is not the lowest possible commission cost but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer’s services, including the value of research provided, execution capability, commission rates, reputation and responsiveness. Therefore, we will seek competitive commission rates, but we may not obtain the lowest possible commission rates for account transactions.

Brokerage for Client Referrals

We do not receive any compensation or incentive for referring you to broker-dealers for brokerage trades.

Directed Brokerage

We do not permit directed brokerage. We will require you to use the custodian of our choosing as the custodial firm

Trading

Transactions for each client account generally will be effected independently, unless we decide to purchase or sell the same securities for several clients at approximately the same time. We may (but are not obligated to) combine or “batch” such Orders to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among our clients’ differences in prices and commission or other transaction costs. Under this procedure, transactions will be price-averaged and allocated among our clients in proportion to the purchase and sale orders placed for each client account on any given day.

Item 13 – Review of Accounts

Reviews

Reviews are conducted upon your request. Reviews will be conducted by your Investment Advisor Representative. You may request more frequent reviews and may set thresholds for triggering events that would cause a review to take place. Generally, we will monitor changes and shifts in the economy, changes to business fundamentals, or to a business’s management of a company in which client assets are invested, and market shifts and corrections.

Reports

We do not provide any other statements except the one provided by your custodian. You will be provided with account statements reflecting the transactions occurring in the account on monthly basis. These statements will be written or electronic depending upon what you selected when you opened the account. You will be provided with paper confirmations for each securities transaction executed in the account. You are obligated to notify us of any discrepancies in the account(s) or any concerns you have about the account(s).

Item 14 – Client Referrals and Other Compensation

We do not receive any compensation for referring clients to another adviser nor do we pay any compensation to another advisor if they refer clients to us. 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 that have their clients maintain accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above (see Item 12 – Brokerage Practices). The availability to us of Schwab’s products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

Item 15 – Custody

We do not have physical custody of any accounts or assets. However, we may be deemed to have custody of your account(s) if we have the ability to deduct your advisory fees from the custodian. You should receive at least monthly statements from the custodian (currently Charles Schwab) that holds and maintains your investment assets.

Under government regulations, we are deemed to have custody of your assets if you authorize us to instruct Schwab to deduct our advisory fees directly from your account. Schwab maintains actual custody of your assets. You will receive account statements directly from Schwab at least quarterly. They will be sent to the email or postal mailing address you provided to Schwab.

Item 16 – Investment Discretion

We receive discretionary authority from you at the beginning of an advisory relationship to select the identity and amount of securities to be bought or sold. This information is described in the Advisory Agreement you sign with us. In all cases, however, this discretion is exercised in a manner consistent with your stated investment objectives for your account.

When selecting securities and determining amounts, we observe the investment policies, limitations and restrictions you have set. For registered investment companies, our authority to trade securities may also be limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made.

Prior to assuming discretionary authority, clients must execute the Advisory Agreement. Execution of the Advisory Agreement grants us the authority to determine, without obtaining specific client consent, both the amount and the type of securities to be bought and sold to help achieve the client account objectives.

Item 17 – Voting Client Securities

As a matter of firm policy and practice, we do not have any authority to and do not vote proxies on behalf of advisory clients. You retain the responsibility for receiving and voting proxies for any and all securities maintained in your portfolios. We may provide advice to you regarding your voting of proxies. The custodian will forward you copies of all proxies and shareholder communications relating to your account assets.

Item 18 – Financial Information

We are required to provide you with certain financial information or disclosures about our financial condition. We have no financial commitment that would impair our ability to meet any contractual and fiduciary commitments to you, our client. We have not been the subject of any bankruptcy proceedings. We generally charge advisory fees on a quarterly basis in arrears, though some clients may choose to pay advisory fees up to one year in advance. In such instances the client will be provided a copy of the Adviser's balance sheet dated no longer than ninety (90) days from the date the client enters into the agreement.

ADV Part 2B Brochure Supplement – Zachary N. Threadgill, JD, CFP®

Item 1 – Cover Page

Zachary N. Threadgill, JD, CFP®

CRD #5840092

**Threadgill Financial, LLC
1610 Woodstead Court, Suite 194
Spring TX 77380
(713) 893-5635
January 30, 2024**

This Brochure supplement provides information about Zachary Threadgill and supplements the Threadgill (“Threadgill”) Brochure. You should have received a copy of that Brochure. Please contact Zachary Threadgill if you did not receive the Brochure or if you have any questions about the contents of this supplement.

Additional information about Zachary Threadgill, CRD#5840092 is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Full Legal Name: Zachary N. Threadgill

Year of Birth: 1980

Education

Bachelor of Business Administration, Finance 2003
University of Texas at Arlington

Juris Doctor 2006
Southern Methodist University

Designations

CFP® 2010

College of Financial Planning, Denver, CO

Minimum Designation Requirements

Certified Financial Planner (CFP)

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

Prerequisites/Experience: Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year)

Educational Requirements: Complete an advanced college level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning.

Examination Type: Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning Issues and apply one's knowledge of financial planning to real world circumstances.

Ethics: Agree to be bound by CFP Board's Standards of Professional/Conduct, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

Continuing Education/Experience Requirements: Complete 30 hours of continuing education hours every two years, including two hours on the Code of Ethics and other parts of the Standards of Professional Conduct to maintain competence and keep up with developments in the financial planning field.

Ethics: Renew an agreement to be bound by the Standards of Professional Conduct. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Business History

January 2015 – Present	CCO and Managing Member at Threadgill
September 2014 – March 2015	Financial Advisor at AWM Financial Services, Inc. dba Allied Wealth Management
March 2011– June 2014	Financial Advisor at Money Matters with Ken Moraif
October 2010 – June 2011	Financial Advisor at Cambridge Investment Research Advisors, Inc.
September 2010 – December 2010	Representative at Cambridge Investment Research, Inc.
June 2006 – October 2010	Tax Attorney at New York Life Insurance Company

Item 3 – Disciplinary History

Neither Threadgill nor Zachary Threadgill has any disciplinary history to disclose.

Item 4 – Other Business Activities

Zachary Threadgill may recommend insurance products and may also, as independent insurance agents, sell those recommended insurance products to Clients. When such recommendations or sales are made, a conflict of interest exists as the Insurance licensed Advisors earn insurance commissions for the sale of those products, which may create an incentive to recommend such products. We require that all Advisors disclose this conflict of interest when such recommendations are made. Also, we require Advisors to disclose that Clients may purchase recommended insurance products from other insurance agents not affiliated with us.

Item 5 – Additional Compensation

Zachary Threadgill does not receive any other compensation.

Item 6 – Supervision

Zachary Threadgill is the Chief Compliance Officer and performs all supervisory duties for his firm.

ADV Part 2B Brochure Supplement – Adam Reese Threadgill, JD

Item 1 – Cover Page

Adam Reese Threadgill, JD, CFP

CRD #6451623

Threadgill Financial, LLC

1610 Woodstead Court, Suite 194

Spring TX 77380

(713) 893-5635

January 30, 2024

This Brochure supplement provides information about Adam Reese Threadgill and supplements the Threadgill (“Threadgill”) Brochure. You should have received a copy of that Brochure. Please contact Zachary Threadgill if you did not receive the Brochure or if you have any questions about the contents of this supplement.

Additional information about Adam Reese Threadgill, CRD#6451623 is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Full Legal Name: Adam Reese Threadgill

Year of Birth: 1985

Education

Bachelor of Arts – Middle Eastern Studies
University of Texas at Austin 2011

Juris Doctor
University of Texas at Austin 2014

Designations

CFP^R 2017

College of Financial Planning, Denver, CO

Minimum Designation Requirements

Certified Financial Planner (CFP)

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

Prerequisites/Experience: Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year)

Educational Requirements: Complete an advanced college level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning.

Examination Type: Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning Issues and apply one's knowledge of financial planning to real world circumstances.

Ethics: Agree to be bound by CFP Board's Standards of Professional/Conduct, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

Continuing Education/Experience Requirements: Complete 30 hours of continuing education hours every two years, including two hours on the Code of Ethics and other parts of the Standards of Professional Conduct to maintain competence and keep up with developments in the financial planning field.

Ethics: Renew an agreement to be bound by the Standards of Professional Conduct. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Business History

Jan 2015 – Present	Registered Investment Adviser Representative at Threadgill
Sep 2014 – Mar 2015	Financial Advisor at AWM Financial Services, Inc. dba Allied Wealth Management
Jun 2009 – Sep 2014	Student at the University of Texas

Apart from his position at Threadgill, Mr. Threadgill has no additional business background. From September 2004 through September 2008, Mr. Threadgill served his country by enlisting as an infantryman in the United States Marine Corps. Not long after fulfilling his duty, Mr. Threadgill enrolled as a student at the University of Texas at Austin.

Item 3 – Disciplinary History

Neither Threadgill nor Adam Threadgill has any disciplinary history to disclose.

Item 4 – Other Business Activities

Neither Threadgill nor Adam Threadgill has any business activities to disclose.

Item 5 – Additional Compensation

Adam Threadgill does not receive any other compensation.

Item 6 – Supervision

Adam Threadgill is supervised by the CCO, Zachary Threadgill. Please contact him at (713) 893-5635 with questions regarding supervision.