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November 13, 2023

FORM ADV PART 2A AND FORM ADV PART 2B SUPPLEMENT BROCHURE

This brochure provides information about the qualifications and business practices of Virtue Wealth Counsel, LLC. If you have any questions about the contents of this brochure, contact us at 402-676- 2477. 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 Virtue Wealth Counsel, LLC is available on the SEC's website at www.adviserinfo.sec.gov.

Virtue Wealth Counsel, LLC is a registered investment adviser, CRD number 298592. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Item 2 Material Changes

Our last annual amendment was filed on March 22, 2022. Since that filing, we have amended certain portions of our Form ADV 2 to indicate that our client's assets are custodied with Charles Schwab & Co, Inc.

We will ensure that you receive a summary of material changes, if any, to this and subsequent disclosure brochures within 120 days after our fiscal year ends. Our fiscal year ends on December 31, so you will receive the summary of material changes, if any, no later than April 30 each year. At that time, we will also offer a copy of the most current disclosure brochure. We may also provide other ongoing disclosure information about material changes as necessary.

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Item 4 Advisory Business

Virtue Wealth Counsel, LLC is a registered investment adviser based in Nebraska, and has been in business since September, 2018. We are organized as a limited liability company under the laws of the State of Nebraska. Dennis Peatrowsky is our President, Chief Compliance Officer and sole owner. Mr. Peatrowsky has been a licensed professional in the investment adviser industry since October, 1996. Currently, we offer Portfolio Management and Financial Planning investment advisory services which are personalized to each client.

Please refer to the description of each investment advisory service listed below for information on how we tailor our advisory services to your needs. As used in this brochure, the words "the Firm", "we," "our," and "us" refer to Virtue Wealth Counsel, LLC and the words "you," "your," and "client" refer to you as either a client or prospective client of our firm. As used in this brochure, our Associated Persons are our firm's officers, employees, and all individuals providing investment advice on behalf of our firm.

Portfolio Management Services

Virtue Wealth Counsel, LLC evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. Risk tolerance levels are documented in the Client Questionnaire. An Investment Policy Statement is available for each client. The Firm generally limits its investment advice to equities, fixed income securities, U.S. Treasury bills and bonds, ETFs (including ETFs in the gold and precious metal sectors), mutual funds, and non-U.S. Securities. The Firm may use other securities as well to help diversify a portfolio when applicable. The Firm may have constructive custody as described in Item 5, including through a qualified custodian's standard letter of authorization signed by the client. The services of a qualified independent custodian will be used for portfolio management services. The client always maintains asset control.

We provide discretionary portfolio management services where the investment advice provided is custom tailored to meet your needs and investment objectives. Subject to any written guidelines, which you may provide, we will be granted discretion and authority to manage your account. Accordingly, we are authorized to perform various investment functions, at your expense on your behalf, without further approval from you. Such functions include the determination of securities to be purchased or sold and the amount of securities to be purchased or sold. Once your portfolio is constructed, we will provide continuous supervision and re-optimization of your portfolio as changes in securities, market conditions and client circumstances may require.

When deemed suitable or requested by a client, we may recommend the purchase of a no-load Variable Annuity. Our portfolio management services within these products are limited to the initial selection and ongoing reallocation of the Variable Annuity Sub-Accounts. Portfolio Management Services within Variable Annuities are otherwise similar to our standard Portfolio Management Services. Variable Annuities are treated differently than other investments for tax purposes, and client should review the features and associated costs of an annuity prior to purchase.

Our annual fee for portfolio management services is billed monthly in advance. Fees will be based on the client's total account values on the last calendar day of the month. Our fees will be assessed pro rata in the event the portfolio management agreement is executed at any time other than the first day of a calendar month. The payment of fees for portfolio management services will be made via a direct debit by the qualified and independent custodian holding the clients' funds and securities and the custodian will provide a statement to you reflecting the deduction of the advisory fee. Our fee for advisory services varies depending on the amount of assets managed by the Firm.

Fee Structures for Portfolio Management

We charge an annual advisory fee of up to 1.70% on assets. However, based on the type of assets in a client's account, size of the account, number of investment advisors reviewing account activity or other factors, fees charged may be less. As the portfolio manager, we will receive the advisory fee as payment. Our fees are charged monthly, in advance. In any partial calendar month, the management fee will be pro-rated based on the number of days that the Account was open during the month. We make no guarantee that the aggregate cost of our program is lower than programs available elsewhere. Our fees for asset management services are negotiable. The specific manner in which fees are charged by us is established in each client's written agreement. Management fees shall be prorated for each capital contribution and withdrawal made during the applicable

calendar month. Accounts initiated or terminated during a calendar month will be charged a prorated fee.

Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable.

We may allow accounts of members of the same household to be aggregated for purposes of meeting the minimum account size or fees, such as accounts on behalf of children of current clients, accounts for a spouse, and other types of related accounts. Additionally, clients must pick up all third-party fees for the purchase of securities, custodial fees or any other fees the custodian may charge.

Payment of our management fees will be made by the qualified custodian holding the client's funds and securities provided that:

- We possess written authorization from you to deduct advisory fees from your account held by a qualified custodian;
- We send the qualified custodian written notice of the amount of the fee to be deducted from your account; and,
- Clients are provided a statement, at the very least on a monthly frequency from the custodian, reflecting the deduction of the advisory fee.

We encourage you to review all account statements for accuracy. We will have electronic access to or will receive a duplicate copy of the statement that was delivered to you.

Either party may terminate the portfolio management agreement within five days of the date of execution without penalty. After the five-day period, either party may terminate the portfolio management agreement by providing 30 days written notice to the other party. Fees will be due and payable for the period of time that services were provided.

Financial Planning Services

Financial planning services will typically involve providing a variety of services, principally advisory in nature, to you regarding the management of your financial resources based upon an analysis of your individual needs. An Associated Person of the Firm will first conduct a complimentary initial consultation with you. After the initial consultation, if you decide to engage us for financial planning services, we will conduct follow up meetings as necessary, during which pertinent information about your financial circumstances and objectives will be collected. We may use a contractor for financial planning services in the area of client data input, data analysis, and executive summary reports. We review all data and reports. Once such information has been reviewed and analyzed, a written financial plan - designed to achieve your individual stated financial goals and objectives - will be produced and presented to you. The primary objective of this process is to allow us to assist you in developing a strategy for the successful management of income, assets, and liabilities in meeting your individual financial goals and objectives.

Financial plans are based on your financial situation at the time the plan is created and is based on financial information disclosed by you to us. You are advised that certain assumptions may be made with respect to interest and inflation rates and use of past trends and performance of the market and economy. Past performance is in no way an indication of future performance. We cannot offer any guarantees or promises that your financial goals and objectives will be met. As your financial situation, goals, objectives, or needs change, you must notify us promptly. In limited circumstances, you may only require advice on a single aspect of your management of your financial resources. In this case we offer financial plans in a specific format and/or general consulting services that address only those specific areas of interest or concern to you.

We utilize the following financial planning/consulting fee schedule:

- **Fixed Fees:** Fixed fees for broad-based and specific financial planning generally range between \$500 and \$2,500 depending on the scope and complexity of the contracted services. In some cases, based upon the complexity of the plan, our fees might be higher. The agreed upon fee will be payable upon signing the agreement for services. We will not require a prepayment of fees in the amount of \$500 or more for more than six months in advance of services rendered.
- **Hourly Fees:** We charge an hourly fee for general consulting services. Our hourly rate is \$200 and this may be negotiable at our discretion depending on the scope and the complexity of the contracted services. We will require payment upon completion of the consulting services.

When the scope of the financial planning or consulting services has been agreed upon, a determination will be made as to applicable fee. The final fee, subject to negotiation, is directly dependent upon the facts and circumstances of your financial situation and the complexity of the financial plan or services requested.

If you implement the financial plan by becoming a portfolio management client of our firm, we may, in our sole discretion, offset a portion of, or waive the cost of, the financial planning services.

You may retain us for ongoing financial planning and consulting services on a quarterly basis. Retainer services include unlimited telephone contact, guidance with respect to implementation of the financial plan and other financial issues as necessary, and may include periodic meetings to review your progress towards stated goals, a review of asset performance, implementation services, and minor updates to the existing plan. You are encouraged to schedule an annual review to discuss the progress of the most recent financial plan. Our fee for on-going financial planning and consulting services will be determined on a case-by-case basis depending on the individual circumstances of your financial situation and the scope and complexity of the contracted services. When the scope of the retainer services has been agreed upon, a determination will be made as to an applicable fee, payable quarterly in advance. Our fees will be assessed pro rata in the event the retainer agreement is executed at any time other than the first day of a calendar quarter. Our fees for subsequent quarters will become payable on the first day of the applicable calendar quarter. The services, fees, and terms of the retainer program will be clearly set forth in the retainer agreement signed by our firm and you.

Either party may terminate a financial planning agreement within five business days after the date when all parties have signed the agreement without penalty. After this five-day period, either party may terminate the agreement upon written notice to the other. Clients will incur a pro rata charge for bona fide financial planning and/or consulting services rendered prior to such termination. Any prepaid, unearned fees will be promptly refunded to the Client.

The fees charged are calculated as described above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds, or any portion of the funds of an advisory client (15 U.S.C. §80b-5(a)(1)).

Types of Investments

We primarily provide advice on individual securities, U.S. Treasury bills or bonds, mutual funds and exchange traded funds. However, we may advise you on any type of investment that we deem appropriate based on your stated goals and objectives. We may also provide advice on any type of investment held in your portfolio at the inception of our advisory relationship. You may request that we refrain from investing in particular securities or certain types of securities. You must provide these restrictions to our firm in writing. The Firm doesn't does not place client assets within any wrap fee programs.

Assets Under Management

As of December 31, 2022, we provide continuous management services for \$19,131,051, in client assets on a discretionary basis.

Item 5 Fees and Compensation

Please refer to the "Advisory Business" section in this brochure for information on our advisory fees, fee deduction arrangements, and refund policy according to each service we offer. Upon completion of the Client Agreement, together with the Advisory Representatives securing the relevant approvals, the Adviser will be considered engaged by the Clients. The term of engagement will be ongoing, as set forth in the Advisory Agreement. For ongoing agreements, clients will be responsible for ensuring that the Adviser has been timely informed of changes in investment objectives and risk tolerance.

Additional Fees and Expenses

As part of our investment advisory services to you, we may invest, or recommend that you invest, in individual securities, U.S. Treasury bills and bonds, mutual funds and exchange traded funds. The fees that you pay to our firm for investment advisory services are separate and distinct from the fees and expenses charged for trading individual securities, U.S. Treasury bills or bonds, mutual funds or exchange traded funds (described in each fund's prospectus) to their shareholders. Fees for mutual funds and exchange traded funds will generally include a management fee and other fund expenses. In certain cases, and with client consent, fees will be deducted from an associated account rather than the account for which the fees are being charged. Client may also incur certain charges imposed by third parties outside of those paid to the firm and IAR in connection with investments made through the Account, including but not limited to no-load mutual fund 12b-1 distribution fees (trail commissions), certain deferred sales charges on previously purchased mutual funds and IRA and Qualified Retirement Plan fees.

As mentioned above, you will also incur transaction charges and/or brokerage fees when purchasing or selling securities. These charges and fees are typically imposed by the broker-dealer or custodian through whom your account transactions are executed. We do not share in any portion of the brokerage fees/transaction charges imposed by the broker-dealer or custodian. To fully understand the total cost you will incur, you should review all the fees charged by mutual funds, exchange traded funds, our firm, and others. For information on our brokerage practices, please refer to the "Brokerage Practices" section of this brochure.

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

We do not accept performance-based fees or participate in side-by-side management.

Item 7 Types of Clients

We offer investment advisory services to individuals, trusts, profit-sharing plans, charitable institutions, corporations and other business entities. Client relationships vary in scope and length of service. The Firm requires a minimum of \$100,000 to open and maintain an advisory account. We may waive this based on prior relationships, anticipated other assets, or at our discretion. We may combine account values for you and your children, joint accounts with your spouse, and other types of related accounts to meet the stated minimum.

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

We are the portfolio manager for our clients. This could create a conflict of interest in that we are recommending ourselves as the manager of our client's assets. To address this conflict of interest, we review our performance compared to client objectives and widely known industry indexes; no third-party reviews our portfolio manager performance.

We utilize a long-term strategy when providing and implementing our advice. However, should a client's situation change or the basis for making an investment change, there are occasions where we will utilize a short-term strategy and securities are held less than one year.

We invest your portfolios in securities as determined by your instructions, needs and risk tolerance. Fixed Income investments are chosen primarily on the basis of quality of the issuer, maturity date of the instrument and interest yield. Stock selection is done through an extensive and intensive process of research, reading, prior knowledge, weighing factors and making judgments. The risks of this methodology include capital loss due to incomplete research, unexpected problems at a company in which stock is held, inadequate diversification and problems in the general economy. Our investment strategies and advice may vary depending upon each client's specific financial situation. As such, we determine investments and allocations based upon your predefined objectives, risk tolerance, time horizon, financial horizon, financial information, liquidity needs, and other various suitability factors. Your restrictions and guidelines may affect the composition of your portfolio.

Our strategies and investments may have unique and significant tax implications. However, unless we specifically agree otherwise, and in writing, tax efficiency is not our primary consideration in the management of your assets. Regardless of your account size or any other factors, we strongly recommend that you continuously consult with a tax professional.

Moreover, as a result of revised IRS regulations, custodians and broker-dealers will begin reporting the cost basis of equities acquired in client accounts on or after January 1, 2011. Your custodian will default to the FIFO (First-In First-Out) accounting method for calculating the cost basis of your investments. You are responsible for contacting your tax advisor to determine if this accounting method is the right choice for you. If your tax advisor believes another accounting method is more advantageous, please provide written notice to our firm immediately and we will alert your account custodian of your individually selected accounting method. Please note that decisions about cost basis accounting methods will need to be made before trades settle, as the cost basis method cannot be changed after settlement.

Risk of Loss

"Investing in securities involves risk of loss that you should be prepared to bear." We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

Recommendation of Particular Types of Securities

As disclosed under the "Advisory Business" section, we recommend investments as appropriate for you. Each client has different needs and different tolerance for risk. Each type of security has its own unique set of risks associated with it and it would not be possible to list here all of the specific risks of every type of investment. Even within the same type of investment, risks can vary widely.

Our firm provides model or customized investment portfolios. Model portfolio objectives include, but are not limited to, growth, balanced, conservative and income objectives, and are recommended based upon client profiles. Individual securities portfolios are often concentrated within 20 to 30 diversified positions including domestic, international and emerging equities, U.S. Treasury bills and bonds, mutual funds, exchange traded funds, alternative securities such as preferred equities or bonds, MLPs or REITS, short-term money market instruments, or any combination thereof. Risks can be significantly increased if concentration is in a particular company or sector of the market.

Other risks include companies that use leverage (i.e., borrows money) to a significant degree, or concentrating in a particular type of security rather than balancing the investment with different types of securities. Exchange traded funds differ from mutual funds since they can be bought and sold throughout the day like stock and their price can fluctuate throughout the day. During time of extreme market volatility ETF pricing may lag vs the actual underlying asset values. The returns on mutual funds and ETFs can be reduced by the costs to manage

the funds. Also, while some mutual funds are "no load" and charge no fee to buy into, or sell out of, the fund,

other types of mutual funds do charge such fees which can also reduce returns. Mutual funds can also be "closed end" or "open end". So-called "open end" mutual funds continue to allow in new investors indefinitely which can dilute other investors' interests.

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 our advisory business or the integrity of our management. Our firm and our Associated Persons, outside of this event, do not have any reportable arbitration claims, civil, self-regulatory organization proceeding or administrative proceeding.

Item 10 Other Financial Industry Activities and Affiliations

Mr. Peatrowsky is a member and attorney for Vincent & Peatrowsky Law Offices, LLC ("Vincent & Peatrowsky Law Offices"). Vincent & Peatrowsky Law Offices is winding down and is no longer taking on new clients. Mr. Peatrowsky is the sole member and attorney for Peatrowsky Law, LLC, which offers estate, business and securities arbitration related legal services. It is expected that some clients of the Firm may become clients of Peatrowsky Law, LLC and vice versa. However, you are advised that you are under no obligation to utilize either the legal services offered by Mr. Peatrowsky and Peatrowsky Law, LLC or the advisory services offered through the Firm. Advisory services and fees offered through VWC are separate and distinct from the legal services and fees offered through Peatrowsky Law, LLC. VWC and Peatrowsky Law, LLC share office space; however, the Firm keeps books and records in separate secure files.

Dennis Peatrowsky is licensed to sell insurance. In that capacity, he may sell fixed insurance products or long-term care insurance. When selling insurance, he will typically earn a commission. This represents a conflict of interest in that he has an incentive to recommend insurance products for compensation. As a fiduciary, he has a responsibility to put your needs ahead of their own. Clients are under no obligation to use him for their insurance needs and are notified at the time of purchase that they will receive compensation for the sale of insurance products.

From time to time, the Investment Adviser Representatives may offer clients advice, products or services from these activities. These practices represent conflicts of interest because it gives them an incentive to recommend services or products based on the commissions or fees received. This conflict is mitigated by disclosures, procedures, and the Firm's fiduciary obligation to place the best interest of the client first.

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

We strive to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics includes guidelines for professional standards of conduct for our Associated Persons. Our goal is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing with you. All of our Associated Persons are expected to adhere strictly to these guidelines. Persons associated with our firm are also required to report any violations of our Code of Ethics. Additionally, we maintain and enforce written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about you or your account holdings by persons associated with our firm.

Clients or prospective clients may obtain a copy of our Code of Ethics by contacting us at the telephone number on the cover page of this brochure.

Participation or Interest in Client Transactions

Neither our firm nor any of our Associated Persons has any material financial interest in client transactions beyond the provision of investment advisory services as disclosed in this brochure.

Personal Trading Practices

Our firm or persons associated with our firm may buy or sell the same securities that we recommend to you or securities in which you are already invested. A conflict of interest exists in such cases because we have the ability to trade ahead of you and potentially receive more favorable prices than you will receive. To eliminate this conflict of interest, it is our policy that neither our Associated Persons nor we shall have priority over your account in the purchase or sale of securities.

Item 12 Brokerage Practices

We recommend that our clients use Charles Schwab & Co., Inc. ("Schwab"), a registered broker-dealer, member SIPC, as a 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 a 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.

We maintain a relationship with one broker-dealer. While you are free to choose any broker-dealer or other service provider to hold your assets, in order for us to have the ability to manage your assets, we require that you establish an account with a brokerage firm with which we have an existing relationship. Such relationship may include benefits provided to our firm, including but not limited to, research, market information, and administrative services that help our firm manage your account(s). We believe that recommended broker-dealers provide quality execution services for our clients at competitive prices. Price is not the sole factor we consider in evaluating best execution. We also consider the quality of the brokerage services provided by recommended broker-dealers, including the value of research provided, the firm's reputation, execution capabilities, commission rates, and responsiveness to our clients and our firm. In recognition of the value of research services and additional brokerage products and services recommended broker-dealers provide, you may pay higher commissions and/or trading costs than those that may be available elsewhere.

Brokerage for Client Referrals

We do not receive client referrals from broker-dealers in exchange for cash or other compensation, such as brokerage services or research.

Directed Brokerage

We routinely recommend that you direct our firm to execute transactions through Schwab. As such, we may be unable to achieve the most favorable execution of your transactions and you may pay higher brokerage commissions than you might otherwise pay through another broker-dealer that offers the same types of services. Not all advisers require their clients to direct brokerage.

Block Trades

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 factual 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

Dennis Peatrowsky, President and Chief Compliance Officer of our firm, will review your account on a monthly basis. Triggering factors that may stimulate additional reviews of your account include, but are not limited to, the following: changes in economic conditions, changes in your financial situation or investment objectives, and/or your request for an additional review of your account. Clients will receive monthly statements directly from their account custodian(s). Clients also have daily access to their account through a web portal. We place information into the client password protected web portal on a regular basis. All documents, including client review reports, are filed into this electronic filing system, which allows clients to access these reports at any time.

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, how they benefit us, and the related conflicts of interest are described above (see Item 12- Brokerage Practices).

Item 15 Custody

VWC does not directly hold Client funds or securities. All Client assets are held by unaffiliated qualified custodians. However, VWC is deemed to have technical custody of client funds due to our ability to calculate and direct the custodians to directly debit client accounts for investment advisory fees, and through a move money form from a qualified custodian standard letter of authorization. Clients receive monthly statements from the qualified custodians indicating the amount of such fees or transactions. These statements are sent either electronically via email or to the postal address the Client has provided to the qualified custodian. We urge all Clients to carefully review their account statements promptly upon receipt and to compare the account statement from their qualified custodian with any reports you might receive from VWC. Clients may establish asset transfer authorizations that permit the qualified custodian to rely upon instructions from VWC to transfer client funds or securities to their bank or third parties. These arrangements are also disclosed at ADV Part 1, Item 9, but in accordance with the guidance provided in the SEC's February 21, 2017 Investment Adviser Association No-Action Letter, the affected accounts are not subject to an annual surprise CPA examination. For clients located in the state of Arizona, we will only accept asset transfer authorizations that permit the qualified custodian to rely upon instructions from VWC to transfer client funds or securities to their bank accounts, not to third parties.

Item 16 Investment Discretion

We typically receive discretionary authority from you at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account. When selecting securities and determining amounts, we observe the investment objectives, limitations and restrictions of the clients for which we advise. Investment objectives and restrictions must be provided to us in writing. Please refer to the "Advisory Business" section in this brochure for more information on our discretionary management services.

Item 17 Voting Client Securities

We will not vote proxies on behalf of your advisory accounts. At your request, we may offer you advice regarding corporate actions and the exercise of your proxy voting rights. If you own shares of common stock or mutual funds, you are responsible for exercising your right to vote as a shareholder. 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 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. Virtue Wealth Counsel, LLC, Dennis Peatrowsky and Mark Henry have not been the subject of a bankruptcy proceeding.

Item 19 Requirements for State Registered Advisers

Dennis G. Peatrowsky,
Sole Member, President
and Chief Compliance
Officer

Year of Birth: 1967

Formal Education:

- Park College, B.S., Summa Cum Laude, Management, 1985.
- Creighton University, J.D., Law, 1994.

Business Background for the Previous Five Years:

- Virtue Wealth Counsel, LLC , Sole Member, President and Chief Compliance Officer, 07/2018 to Present.
- Vincent & Peatrowsky Law Offices, LLC, Member/Attorney, 05/2016 to Present (winding down). Peatrowsky Law, LLC, Member/Attorney, 10-2021 to Present.
- Registered Representative, Questar Capital Corp, 12/2015 to 09/2018
- Investment Advisor Representative, Questar Asset Management, 12/2015 to 09/2018
- Registered Representative, Geneos Wealth Management, 2/2015 to 10/2015
- DBA/CCO, Manarin Wealth Counsel, 9/2013 to 11/2015
- Registered Representative, Manarin Securities Corp, 9/2013 to 2/2015
- VP, First Financial Institutional Compliance Consultants, 9/2012 to 2/2014
- Attorney, Vincent Law Office, 9/2012 to 2/2014

Professional Licenses and Designations:

- Series 65 Uniform Investment Adviser Law Examination
- Active License to Practice Law; Nebraska State Bar Association (1994)

Mr. Peatrowsky is a member and attorney for Vincent & Peatrowsky Law Offices, LLC ("Vincent & Peatrowsky Law Offices") which is winding down, and Peatrowsky Law, LLC. Mr. Peatrowsky is the Sole Member, President and Chief Compliance Officer of Virtue Wealth Counsel, LLC. Peatrowsky Law, LLC offers estate, business and securities arbitration related legal services. Some clients of Virtue Wealth Counsel, LLC may become clients of Peatrowsky Law, LLC and vice versa. However, you are advised that you are under no obligation to utilize either the legal services offered by Mr. Peatrowsky and Peatrowsky Law, LLC or the advisory services offered through Virtue Wealth Counsel, LLC. Advisory services and fees offered through Virtue Wealth Counsel, LLC are separate and distinct from the legal services and fees offered through Peatrowsky Law, LLC.

Neither our firm, nor any of our Associated Persons, are compensated for advisory services with performance-based fees. Please refer to the "Performance-Based Fees and Side-By-Side Management" section above for additional information on this topic.

Neither our firm, nor any of our Associated Persons have any reportable arbitration claims, civil, self-regulatory organization proceeding or administrative proceeding.

Neither our firm, nor any of our Associated Persons have a material relationship or arrangement with any issuer of securities.

Refer to the Part 2B brochure supplement for Dennis G. Peatrowsky and Mark N. Henry including the

background information about management personnel and those giving advice on behalf of our firm.

Item 20 Additional Information

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any nonpublic personal information about you to any nonaffiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians, broker-dealers, accountants, consultants, and attorneys.

We restrict internal access to nonpublic personal information about you to employees, who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your nonpublic personal information and to ensure our integrity and confidentiality. We will not sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice prior to or at the time you sign an advisory agreement with our firm. Thereafter, we will deliver a copy of the current privacy policy notice to you on an annual basis. Please contact our main office at the telephone number on the cover page of this brochure if you have any questions regarding this policy.

Trade Errors

If a trade error results in a profit, the trade error will be corrected in the trade error account of the executing broker-dealer and you will not keep the profit.

Class Action Lawsuits

We do not determine if securities held by you are the subject of a class action lawsuit or whether you are eligible to participate in class action settlements or litigation nor do we initiate or participate in litigation to recover damages on your behalf for injuries as a result of actions, misconduct, or negligence by issuers of securities held by you.

Dennis G. Peatrowsky

Virtue Wealth Counsel, LLC

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March 24, 2023

FORM ADV PART 2B
BROCHURE SUPPLEMENT

This brochure supplement provides information about Dennis G. Peatrowsky that supplements the Virtue Wealth Counsel, LLC brochure. You should have received a copy of that brochure. Please contact us at (402) 676-2477. if you did not receive Virtue Wealth Counsel, LLC's brochure or if you have any questions about the contents of this supplement.

Additional information about Dennis G. Peatrowsky is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Educational Background and Business Experience

Dennis G. Peatrowsky

Year of Birth: 1967

Formal Education:

- Park College, B.S., Summa Cum Laude, Management, 1985.
- Creighton University, J.D., Law, 1994.

Business Background for the Previous Five Years:

- Virtue Wealth Counsel, LLC , Sole Member, President and Chief Compliance Officer, 07/2018 to Present.
- Vincent & Peatrowsky Law Offices, LLC, Member/Attorney, 05/2016 to Present (winding down). Peatrowsky Law, LLC, Member/Attorney, 10-2021 to Present.
- Registered Representative, Questar Capital Corp, 12/2015 to 09/2018
- Investment Advisor Representative, Questar Asset Management, 12/2015 to 09/2018
- Registered Representative, Geneos Wealth Management, 2/2015 to 10/2015
- DBA/CCO, Manarin Wealth Counsel, 9/2013 to 11/2015
- Registered Representative, Manarin Securities Corp, 9/2013 to 2/2015
- VP, First Financial Institutional Compliance Consultants, 9/2012 to 2/2014
- Attorney, Vincent Law Office, 9/2012 to 2/2014

Professional Licenses and Designations:

- Series 65 Uniform Investment Adviser Law Examination
- Active License to Practice Law; Nebraska State Bar Association (1994)

Item 3 Disciplinary Information

Mr. Peatrowsky does not have, nor has he ever had, any disciplinary disclosure.

Item 4 Other Business Activities

Mr. Peatrowsky is a member and attorney for Vincent & Peatrowsky Law Offices, LLC ("Vincent & Peatrowsky Law Offices") which is winding down, and Peatrowsky Law, LLC. Mr. Peatrowsky is the Sole Member, President and Chief Compliance Officer of Virtue Wealth Counsel, LLC. Peatrowsky Law, LLC offers estate, business and securities arbitration related legal services. Some clients of Virtue Wealth Counsel, LLC may become clients of Peatrowsky Law, LLC and vice versa. However, you are advised that you are under no obligation to utilize either the legal services offered by Mr. Peatrowsky and Peatrowsky Law, LLC or the advisory services offered through Virtue Wealth Counsel, LLC. Advisory services and fees offered through Virtue Wealth Counsel, LLC are separate and distinct from the legal services and fees offered through Peatrowsky Law, LLC.

Item 5 Additional Compensation

Please refer to the Other Business Activities section above for disclosures on Mr. Peatrowsky's receipt of additional compensation as a result of his activities as an attorney.

The investment adviser representative is an independent insurance agent that markets and sells the following

types of products: fixed annuities, fixed indexed annuities, disability insurance, health insurance, non-variable life insurance, employee-benefits and long-term care insurance, and typically earns a commission, and on-going distribution or service fees, for doing so.

Also, please refer to the Fees and Compensation section and the Client Referrals and Other Compensation section of Virtue Wealth Counsel's firm brochure for additional disclosures on this topic.

Item 6 Supervision

As the Sole Member, President and Chief Compliance Officer of Virtue Wealth Counsel, LLC, Mr. Peatrowsky is not supervised by other persons. Mr. Peatrowsky can be reached at (402) 676-2477 or dennis@virtuewealthcounsel.com.

Item 7 Requirements for State-Registered Advisers

Mr. Peatrowsky does not have, or has ever had, any reportable arbitration claims, has not been found liable in a reportable civil, self-regulatory organization proceeding or administrative proceeding, and has not been the subject of a bankruptcy petition.