Form ADV Part 2A: *Firm Brochure*

Item 1 – Cover Page

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Date of Disclosure Brochure: October 2026

This disclosure brochure provides information about the qualifications and business practices of GreenPortfolio Inc. (also referred to as we, us and GreenPortfolio throughout this disclosure brochure). If the reader (also referred to as "you") have any questions about the contents of this disclosure brochure, please contact Elizabeth Landau at https://greenportfolio.com/contact/. The information in this disclosure brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about GreenPortfolio is also available on the Internet at www.adviserinfo.sec.gov. You can view our firm's information on this website by searching for GreenPortfolio Inc. or our firm's CRD number 330597.

Registration as an investment adviser does not imply a certain level of skill or training.

Item 2 – Material Changes

GreenPortfolio is a registered investment adviser. There have been no material changes made to this Brochure since GreenPortfolio's last amendment to the Brochure, filed in March 2026.

We will ensure that you receive a summary of any material changes to this and subsequent disclosure brochures within 120 days after our firm's fiscal year ends. Our firm's fiscal year ends on December 31, so you will receive the summary of material changes no later than April 30 each year. At that time, we will also offer or provide 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

GreenPortfolio is an investment adviser registered with the United States Securities and Exchange Commission ("SEC") and is a corporation formed under the laws of the State of Delaware. Bonnie Gurry is the Chief Executive Officer (CEO) and owns a significant equity stake of GreenPortfolio. Elizabeth Landau is the Chief Compliance Officer (CCO) of GreenPortfolio and owns a significant equity stake of GreenPortfolio.

Introduction

The investment advisory services of GreenPortfolio are limited to providing investment advice to you by scoring your investment portfolio and financial providers from a climate perspective and by recommending you to third-party investment adviser(s) who can assist with your climate objectives related to your investment portfolio. Our services and advice are provided exclusively through our interactive websites at https://greenportfolio.com/ and https://mygreenportfolio.com/.

Description of Advisory Services

The following are descriptions of the primary services of GreenPortfolio. Please understand that you must consent to our terms of service, which details the exact terms of the service, before you become a client and we can provide you the services described below.

Climate Scoring of Investment Portfolio – Under this service, you will utilize GreenPortfolio's online tool on our website to assess common publicly traded securities for climate impact utilizing GreenPortfolio's algorithms. This service does not include speaking with an employee of GreenPortfolio; our climate scoring service is provided exclusively through our interactive website. While GreenPortfolio's algorithms take a variety of factors into account when determining climate impact, for publicly traded companies one of the most important considerations relates to the estimated carbon intensity of the company's business practices. This assessment can also provide a general understanding of what percentage of your investments are with companies in activities such as oil, gas, or coal extraction. For banks and other similar financial institutions, GreenPortfolio examines the overall business practices of the company to determine their climate score. GreenPortfolio scoring does not evaluate the financial performance, earnings potential, stock price, or other characteristics of publicly traded companies or funds. Although GreenPortfolio is performing an investment analysis from a climate perspective, GreenPortfolio's climate scoring is not a specific recommendation of any particular financial product for you or your particular financial goals, and you should not make any investment decision solely based upon such scoring. Additionally, this service is not a substitute for working one-on-one with a third-party investment adviser who can provide detailed investment analysis and tailored advice based upon your objectives and financial circumstances. For additional information about the limitations and risks of our climate scoring service, please refer to Item 8 of this disclosure brochure. GreenPortfolio does not charge for this service. The financial and personal data you provide to GreenPortfolio to perform a climate assessment may also be used by us to recommend third-party investment adviser(s) to you in accordance with the terms of our privacy policy.

Third-Party Investment Advisors – GreenPortfolio allows you to utilize a software-based algorithm and applications accessed through our websites at https://greenportfolio.com/ and

https://mygreenportfolio.com/ which recommends one or more third-party investment advisers who can assist you with your climate objectives based on personal information such as, but not limited to your age, occupation, marital status, income, net worth, financial situation, investment experience, investment objectives, risk tolerance, time horizon and investment restrictions. Please see Item 8 - *Methods of Analysis, Investment Strategies and Risk of Loss* for details about the method, analysis and limitations underlying our recommendation. During our engagement, we will provide electronic tools and resources on our interactive website for assisting you in making your decision to select an investment adviser. Through our website and follow-up email communications, we will invite you to schedule an introductory meeting with one or all of the third-party investment adviser(s) with whom we recommend. You are not charged for this initial introductory meeting arranged by GreenPortfolio. Except for facilitating (via our interactive website or with follow-up email communications) your introductory meeting with a third-party investment adviser, GreenPortfolio does not serve as a communication conduit between you and the third-party investment adviser.

You are never obligated or required to work with a third-party investment adviser that is recommended by GreenPortfolio. If you choose to engage a third-party investment adviser recommended by GreenPortfolio, the third-party investment adviser will be responsible for providing you with investment advisory services such as financial planning, investment management, and/or investment consulting services, as agreed upon by you and the third-party investment adviser. All services and fees charged by a third-party investment adviser firm should be detailed and outlined in the written agreement you execute with the third-party investment adviser.

Once you have selected a third-party investment adviser and enter your account information into our system, Climate Scoring of your investment portfolio holdings managed by the third-party investment manager will be performed on an ongoing basis. Please see the description of the Climate Scoring of Investment Portfolio for further details and exceptions. Additionally, on an ongoing basis, we will provide you an annual due diligence report about certain aspects of your third-party investment adviser. You may request at any time that we recommend an alternative investment adviser.

Our third-party investment adviser service is only available through the software-based algorithm and applications on our interactive website, and therefore, you will not be able to speak with or otherwise obtain advisory services directly from our employees.

In connection with the recommendation of a third-party investment adviser, GreenPortfolio is paid an ongoing portion of the advisory fee charged by the third-party investment adviser if you engage the third-party investment adviser. Each arrangement between GreenPortfolio and a third-party investment adviser is performed pursuant to a written referral or promoter agreement. GreenPortfolio does not receive any fees directly from you. Please refer to Item 5 – *Fees and Compensation* for more details.

Except for our advice about third-party investment advisers and climate scoring for your portfolio, GreenPortfolio does not provide any other advice about investment strategies, types of investments or specific investments, nor does it prepare financial plans, manage client assets or exercise investment discretion. Moreover, our services do not include reviewing the specific financial plans, investment advice or asset management services provided by the third-party investment adviser. No guarantees can be made by us that your financial goals or objectives will be achieved by working with a third-party investment adviser.

We enter into only a select number of relationships with third-party investment adviser firms, and such firms are required to pay us a portion of the advisory fee charged to you by these firms. Therefore, GreenPortfolio has a conflict of interest in that it will only recommend third-party investment advisers that participate in our program and will agree to compensate us. While GreenPortfolio has a uniform referral rate structure that a recommended third-party investment adviser is required to pay us, the advisory fee structure and actual advisory fee rate charged to a client may vary among the third-party investment advisers recommended by GreenPortfolio. This creates a conflict of interest in that GreenPortfolio has an incentive to recommend a third-party investment adviser that provides GreenPortfolio with a higher amount of compensation due to a third-party investment adviser's higher advisory fee rate and/or other factors. In light of this conflict of interest and the limited scope of recommendation services, you should carefully review and compare the advisory fee rates and other compensation terms of any third-party investment advisers recommended by GreenPortfolio. You are under no obligation to utilize a third-party investment adviser recommended by GreenPortfolio.

Clients are advised that there may be other third-party investment advisers which do not participate in our program that are suitable for a prospective client and that may be less costly than investment advisers recommended by GreenPortfolio. *(Please refer to Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss for more details.)*

If you are unwilling to have your personal and/or financial information provided to the third-party investment advisers in our program, then GreenPortfolio is unable to assist you with a recommendation.

Newsletters

GreenPortfolio occasionally prepares general, educational and informational newsletters which do not focus on the needs of a specific individual.

Specialization

GreenPortfolio concentrates on scoring investment portfolios for purposes of climate investing objectives and recommending and monitoring third-party investment advisers who can assist clients who have climate investment objectives.

Limits Advice to Certain Types of Investments

Other than scoring investment portfolios for climate purposes and recommending third-party investment adviser(s) utilizing its online software, GreenPortfolio does not provide advice on specific investments, types of investments, asset classes or investment strategies. Please refer to Item 8 – *Methods of Analysis, Investment Strategies and Risk of Loss* for more information.

Tailor Advisory Services to Individual Needs of Clients

GreenPortfolio's scoring (via our online software) of publicly held securities for climate purposes is based upon your account's specific holdings. Likewise, GreenPortfolio's recommendation of a third-party investment adviser is based upon the individual needs which you disclose through our interactive website. We will not enter knowingly into an investment adviser relationship with a prospective client whose investment objectives do not include a climate objective and may be considered incompatible with our scoring methodology or the third-party investment adviser which we might recommend.

Client Assets Managed by GreenPortfolio

The services of GreenPortfolio do not include managing assets, and consequently, GreenPortfolio has no assets under management to report as of the date of this Brochure.

Item 5 – Fees and Compensation

In addition to the information provided in *Item 4 – Advisory Business*, this section provides additional details regarding our firm's services along with descriptions of each service's fees and compensation arrangements. It should be noted that lower fees for comparable services may be available from other sources.

Climate Scoring of Investment Portfolio

This is a complimentary service, and there are no direct or indirect fees associated with the climate scoring of investment portfolios.

Third-Party Investment Adviser Service

GreenPortfolio will not charge or assess an investment advisory fee to you for its third-party investment adviser service. However, GreenPortfolio will receive an ongoing referral fee from the third-party investment adviser firm recommended by us if you choose to work with this investment adviser. The referral fee is a percentage of the investment advisory fee charged to you by the third-party investment adviser. For additional details about the referral fee received by GreenPortfolio from the third-party investment adviser recommended by us to you, please refer to the separate disclosure statement made at the time of the recommendation.

The third-party investment adviser recommended by GreenPortfolio will not charge you a fee for the introductory meeting arranged via our service. If you choose to engage a third-party investment adviser firm, you will speak with that third-party investment adviser to determine the fees they charge to provide advisory services. The actual investment advisory fee charged to you will vary depending on the third-party investment adviser. A complete description of the third-party investment adviser's services, fee schedules and account minimums will be disclosed in the third-party investment adviser's disclosure brochure which will be provided to you prior to or at the time an agreement for services is executed. All fees are calculated and collected by the third-party investment adviser or its service providers. Depending upon the third-party investment adviser, a client may incur additional charges other than the fees payable to the third-party investment adviser including, but not limited to, brokerage commissions, mark-ups and mark-downs on fixed-income transactions, mutual fund sales loads, 12b-1 fees and surrender charges, other fees for investments in mutual funds, exchange-traded funds, and alternative investments, margin or other borrowing costs, and IRA and qualified retirement plan fees. We do not receive or share in any portion of such fees and expenses. We are not compensated for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds.

We have a conflict of interest by only recommending from a list of those third-party investment advisers that have agreed to pay a fee to us for client referrals. There may be other third-party investment advisers that may be suitable for you that may be less costly.

Newsletters

Newsletters are provided to clients and prospective clients free of charge.

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

Performance-based fees are defined as fees based on a share of capital gains on or capital appreciation of the assets held in a client's account. We have nothing to report in response to this item because we do not charge or accept performance-based fees.

Item 7 – Types of Clients

GreenPortfolio generally provides investment advice to the following types of clients:

- Individuals
- High net worth individuals

You are required to consent to our terms of service, which serves as our investment advisory agreement, in order for GreenPortfolio to recommend third-party adviser(s).

Minimum Investment Amounts Required & Other Conditions

There are no minimum investment amounts or conditions required for participating in our climate scoring service and our third-party investment adviser service. However, all prospective clients are required to consent to our terms of service.

When you evaluate our service, you should be aware that GreenPortfolio's services are different from the "traditional" investment adviser. GreenPortfolio is an online software based investment advisor which means you must acknowledge your ability and willingness to conduct your relationship with GreenPortfolio on an electronic basis through our interactive website. Under the terms of our agreement, you will agree to receive all information from us through your access to our website and electronic communication from us. Unless noted otherwise on our website or within this Brochure, the signature for consent to our terms of services is managed electronically. Our services are provided exclusively through our interactive website, and GreenPortfolio does not make an investment adviser representative of GreenPortfolio available to discuss a recommendation with you.

With respect to our climate scoring of investment portfolios, your participation must be for personal, non-commercial use and is subject to our terms of service.

With respect to our third-party investment adviser service, GreenPortfolio collects information from you including specific information about your investing profile such as your age, occupation, income, net worth, financial situation, investment experience, investment objectives, risk tolerance or investment restrictions. GreenPortfolio maintains this information in strict confidence; however, GreenPortfolio may share this information with third-party investment advisers during the process of recommending a third-party investment adviser. When making a recommendation of a third-party investment adviser, GreenPortfolio relies upon the information received from you. If you as the prospective client and the

recommended third-party investment adviser decide mutually to enter into an engagement, the third-party investment adviser will require you to execute an investment advisory agreement. A third-party investment adviser may have minimum account and fee requirements in order to participate in its advisory service. Each third-party investment adviser will disclose its minimum account size and fees in its disclosure brochures.

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

Methods of Analysis

GreenPortfolio's investment advice is limited to the climate scoring of investment portfolios and the recommendation of a third-party investment adviser through our interactive websites, https://greenportfolio.com and https://mygreenportfolio.com

For purposes of climate scoring of investment portfolios, GreenPortfolio can assess common publicly traded securities and banking providers for climate impact. While GreenPortfolio's algorithms take a variety of factors into account when determining climate impact, for publicly traded companies one of the most important considerations relates to the estimated carbon intensity of the company's business practices. This assessment can also provide a general understanding of what percentage of your investments are with companies in activities such as oil, gas, or coal extraction. For banks and other similar financial institutions, GreenPortfolio examines the overall business practices of the firm to determine their climate score. GreenPortfolio scoring is not a recommendation of any particular financial product for you or your particular financial goals.

GreenPortfolio limits its recommendation of third-party investment advisers to those third-party investment advisers that agree to assist clients with their climate investment objectives and desire to participate in GreenPortfolio's program and will agree to pay an ongoing referral fee to GreenPortfolio. In addition, GreenPortfolio screens third-party investment advisers for inclusion on the platform. GreenPortfolio analyzes the answers provided by such third-party investment advisers in response to a detailed questionnaire. GreenPortfolio also reviews the Form ADV and Form U4 documents of such firms and the applicable investment adviser representatives. Additionally, GreenPortfolio conducts a separate review of each firm and the applicable investment adviser representative. During our review of a third-party investment adviser, we consider factors such as experience, education, professional designations, type of services, use of proprietary products or a limited menu of available investments, disclosed conflicts of interest, investment advisory fees, previous customer complaints and arbitrations/lawsuits, licensing and disciplinary status of the designated investment adviser representative.

Investment Strategies

Except for our advice about third-party investment advisers and climate scoring for your portfolio, GreenPortfolio does not provide any other advice about investment strategies, types of investments or specific investments, nor does it prepare financial plans, manage client assets or exercise investment discretion. Moreover, our services do not include reviewing the specific financial plans, investment advice or asset management services provided by the third-party investment adviser. No guarantees can be made by us that your financial goals or objectives will be achieved by working with a third-party investment adviser. You should refer to any recommended third-party investment adviser firm's disclosure brochure for information about its investment strategies.

Primarily Recommend One Type of Security

GreenPortfolio does not recommend individual securities nor any types of securities.

Risks of Climate Scoring of Investment Portfolios

Climate scoring of investments and other financial services relies upon publicly available information regarding a firm's business practices as it relates to climate impact. Much of this information, specifically as it relates to emissions and other environmental impact data, is estimated by the firm or other sources. It is not currently technically possible to directly measure all of the carbon, emissions, pollution or other environmental externalities of a firm. Instead, GreenPortfolio and other data firms estimate these types of climate impacts. GreenPortfolio does not verify the accuracy of the information reported by public reporting companies or third-parties. Additionally, climate scoring relies upon environmental and financial data which could contain errors or other mistakes which could alter our calculations and scoring.

Investing with climate impact as a priority could also expose you to political or diversification risks depending upon the unique mix of investment products which you include in your portfolio. It is important to take into consideration your personal objectives, risk tolerance and circumstances before adopting any particular strategy, including climate impact.

Risk of Insufficient Due Diligence

GreenPortfolio's review of the third-party investment adviser depends at least in part on self-disclosures by the third-party investment adviser. There is no internal review by GreenPortfolio of the third-party investment adviser's business operations, portfolio management or investment recommendations. Additionally, GreenPortfolio does not conduct an onsite visit and are not fraud investigators. Consequently, there is a significant risk that GreenPortfolio will not identify red flags about the third-party investment adviser. As a result, we recommend that you supplement our initial and ongoing reports about a recommended third-party investment adviser with your own independent due diligence when deciding whether to engage or maintain a third-party investment adviser recommended by GreenPortfolio.

Risk of Ponzi Scheme

When working with an investment adviser, a client needs to be aware of the risk that an investment adviser is perpetuating a Ponzi scheme which is an investment fraud that pays existing investors with funds collected from new investors. Ponzi scheme organizers often promise to invest your money and generate high returns with little or no risk. But in many Ponzi schemes, the fraudsters do not invest the money. Instead, they use it to pay those who invested earlier and may keep some for themselves.

The following are common red flags of a Ponzi scheme:

- High returns with little or no risk. Be highly suspicious of any "guaranteed" investment opportunity.
- Overly consistent returns. Be skeptical about an investment that regularly generates positive returns regardless of overall market conditions.
- Unregistered investments. Ponzi schemes typically involve investments that are not registered with the SEC or with state regulators. Registration is important because it provides investors with access to information about the company's management, products, services, and finances.
- Secretive, complex strategies. Avoid investments if you do not understand them or cannot get complete information about them.
- Issues with paperwork. Account statement errors may be a sign that funds are not being invested as promised.

- Difficulty receiving payments. Be suspicious if you do not receive a payment or have difficulty cashing out. Ponzi scheme promoters sometimes try to prevent participants from cashing out by offering even higher returns for staying put.

GreenPortfolio's services do not involve investigations of the third-party investment advisers with respect to Ponzi schemes. As a result, there is a risk that a recommended third-party investment adviser could be involved with or perpetuating a Ponzi scheme. You should carefully monitor any recommended third-party investment adviser for warning signs similar to what is described above.

Risk of Loss

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

For instance, cyberattacks may impact the release of private user information or confidential business information, impede trading, subject GreenPortfolio to regulatory fines or financial losses, and/or cause reputational damage. GreenPortfolio may also incur additional costs for cybersecurity risk management purposes designed to mitigate or prevent the risk of cyberattacks. Such costs may be ongoing because threats of cyberattacks are constantly evolving as cyber attackers become more sophisticated and their techniques become more complex. There can be no assurance that GreenPortfolio, its service providers, or the issuers of the securities in which users invest will not suffer losses relating to cyberattacks or other information security breaches in the future.

Past performance is not indicative of future results. Therefore, you should never assume that future performance of any specific investment or investment strategy recommended or selected by the third-party investment adviser will be profitable. Investing in securities (including stocks, mutual funds, and bonds, etc.) involves risk of loss. Further, depending on the different types of investments there may be varying degrees of risk. You should be prepared to bear investment loss including loss of original principal.

Because of the inherent risk of loss associated with investing, GreenPortfolio is unable to represent, guarantee, or even imply that services and methods of analysis used by a recommended third-party investment adviser can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to market corrections or declines. GreenPortfolio does not evaluate or audit the claimed investment performance of a recommended third-party investment adviser.

Item 9 – Disciplinary Information

Item 9 asks for disclosure of any legal or disciplinary events that either the firm, or its management persons, have been involved in, in any of the following areas:

1. A criminal or civil action in a domestic, foreign or military court of competent jurisdiction.
    - GreenPortfolio has nothing to report for this item.

2. An administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority.
    - GreenPortfolio has nothing to report for this item.

3. A self-regulatory organization (SRO) proceeding.
    - GreenPortfolio has nothing to report for this item.

Item 10 – Other Financial Industry Activities and Affiliations

GreenPortfolio is **not** and does **not** have a related person that is a broker/dealer, municipal securities dealer, government securities dealer or broker, an investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund," and offshore fund), another investment adviser or financial planner, a futures commission merchant, commodity pool operator, or commodity trading advisor, a banking or thrift institution, an accountant or accounting firm, a lawyer or law firm, an insurance company or agency, a pension consultant, a real estate broker or dealer, and a sponsor or syndicator of limited partnerships.

We are an independent investment registered adviser and primarily provide investment advisory services. From time to time, GreenPortfolio may enter into agreements with companies that do not offer investment advice to receive advertising fees or commissions for products that are not securities. The receipt of such fees or commissions does not pose a conflict of interest and has no effect on GreenPortfolio's investment advisory services.

Third-Party Investment Advisers

Through our online third-party investment adviser service previously described in *Items 4 and 5* of this disclosure brochure, GreenPortfolio provides investment advice through the recommendation of third-party investment advisers, which have agreed to pay us a referral fee if you engage the third-party investment adviser.

GreenPortfolio has a conflict of interest in that it will only recommend third-party investment advisers that participate in our program and have agreed to compensate us for referrals of our clients. Nonetheless, GreenPortfolio will only recommend third-party investment advisers which we believe are in your best interest.

You are never required to hire a third-party investment adviser recommended by GreenPortfolio, and we encourage you to supplement our analysis and recommendation with your own, independent, due diligence on investment service providers before deciding to retain their services.

If you are considering whether to select a third-party investment adviser recommended by GreenPortfolio, please refer to *Items 4* and *5* for full details regarding the programs, fees, conflicts of interest and materials arrangements involved when GreenPortfolio refers a third-party investment adviser.

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

Code of Ethics Summary

GreenPortfolio has established a Code of Ethics that will apply to all of its supervised persons. As a fiduciary, it is an investment advisor's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. GreenPortfolio has a fiduciary duty to all clients. This fiduciary duty is considered the core underlying principle for our Code of Ethics which also covers our Insider Trading and Personal Securities Transactions Policies and Procedures. GreenPortfolio has the responsibility to make sure that the interests of all clients are placed ahead of GreenPortfolio's own investment interest. Full disclosure of all material facts and conflicts of interest will be provided to clients prior to any services being conducted. GreenPortfolio will conduct business in an honest, ethical and fair manner and avoid all circumstances that might negatively affect or appear to affect our duty of complete loyalty to all clients. This section is intended to provide clients with a summary of GreenPortfolio's Code of Ethics. Clients may receive a complete copy of the Code of Ethics upon request.

Affiliate and Employee Personal Securities Transactions Disclosure

As detailed previously in this Disclosure Brochure, GreenPortfolio does not recommend specific securities to clients nor does the firm buy or sell securities for client accounts. However, GreenPortfolio will have access to information about the holdings of clients who are utilizing our climate scoring of investment portfolio service.

As is required by our internal procedures manual, GreenPortfolio and our supervised persons who have access to information about client holdings ("access persons") will not buy or sell securities for their personal account(s) where their decision is derived, in whole or in part, by information obtained as a result of employment or association with our firm unless the information is also available to the investing public upon reasonable inquiry.

We are now and will continue to be in compliance with applicable state and federal rules and regulations. To mitigate conflicts of interest that can occur when access persons manage their personal accounts at the same time GreenPortfolio has access to a client's holdings, we have developed written supervisory procedures that include personal investment and trading policies for our representatives, employees and their immediate family members (collectively, supervised persons):

- Supervised persons cannot buy or sell securities for their personal accounts when those decisions are based on information obtained as a result of their employment unless that information is also available to the investing public upon reasonable inquiry.
- Supervised persons are generally prohibited from serving as board members of publicly traded companies unless an exception has been granted to the Chief Compliance Officer of GreenPortfolio.

Any supervised person not observing our policies is subject to sanctions up to and including termination.

Item 12 – Brokerage Practices

The third-party investment advisers that we recommend may be dually registered as an investment adviser and broker/dealer or may have an affiliated company that is a broker/dealer. Investment advisory services offered by third-party investment advisers that we recommend are provided through the third-party investment adviser in its separate capacity as a registered broker/dealer member FINRA/SIPC, through its affiliated broker/dealer or through an unaffiliated broker/dealer selected or recommended by the third-party investment adviser. Therefore, when GreenPortfolio recommends a third-party investment adviser, this is an indirect referral to the brokerage platforms utilized by the third-party investment adviser. GreenPortfolio is not conducting due diligence on such brokerage platforms and is not making an endorsement or recommendation of any brokerage platform utilized by a recommended third-party investment adviser.

GreenPortfolio does not receive soft dollar benefits from any broker/dealers nor do any broker/dealers provide us with client referrals.

As previously stated, you are never obligated to utilize GreenPortfolio's third-party investment adviser service nor required to hire a recommended third-party investment adviser as your investment adviser or broker/dealer. Selecting an investment professional is an important decision and should never be made based solely on marketing materials nor should the decision be based solely on our recommendation(s). You are encouraged to conduct your own, independent, due diligence on any recommended third-party investment advisers and brokerage platforms before deciding to retain their services.

Item 13 – Review of Accounts

If you have connected your accounts to our platform for climate scoring of your investment portfolio(s), your accounts and scores are continuously available upon logging in to the system and refreshing your accounts. Your climate scores are prepared by our interactive website utilizing algorithms and are not monitored or reviewed by an individual person at the firm before it is provided to you. It is solely your responsibility to check the climate scoring of your investment portfolio.

With respect to our third-party investment adviser service, our firm will provide you with an annual due diligence report about certain aspects of your third-party investment adviser and if you have connected your accounts being managed by the third-party investment adviser to our platform for climate scoring of your investment portfolio(s), your accounts and scores will be continuously available. Whether reports by third-party investment advisers are provided to you will depend upon the particular third-party investment adviser. You are strongly encouraged to always compare any reports or statements provided by the third-party investment adviser against the account statements delivered from the qualified custodian. When you have questions about discrepancies related to your account statements, you should contact both the third-party investment adviser and the qualified custodian preparing the statement.

Item 14 – Client Referrals and Other Compensation

GreenPortfolio does not directly or indirectly compensate any person for client referrals. The only compensation received from advisory services is the fees charged for providing investment advisory services as described in *Item 5* of this Disclosure Brochure. GreenPortfolio receives no other forms of compensation in connection with providing investment advice. *Please see Item 5, Fees and Compensation, Item 10, Other Financial Industry Activities and Affiliations and Item 12, Brokerage Practices, for additional discussion concerning other compensation.*

Item 15 – Custody

Custody, as it applies to investment advisors, has been defined by regulators as having access or control over client funds and/or securities. In other words, custody is not limited to physically holding client funds and securities. If an investment adviser has the ability to access or control client funds or securities, the investment adviser is deemed to have custody and must ensure proper procedures are implemented. According to this definition, GreenPortfolio does **not** have custody of client funds or securities.

Item 16 – Investment Discretion

GreenPortfolio does not have discretionary authority to make investment decisions for any of your accounts. Likewise, GreenPortfolio does not have the authority to hire or fire any third-party investment adviser on your behalf.

Item 17 – Voting Client Securities

GreenPortfolio does not vote proxies on your behalf. It is your responsibility to vote all proxies for securities held in your accounts. With respect to assets managed by a third-party investment adviser, you will need to refer to each third-party investment adviser's disclosure brochure to determine whether the third-party investment adviser will vote proxies on your behalf. You may request a complete copy of third-party investment adviser's proxy voting policies and procedures as well as information on how your proxies were voted by contacting the third-party investment adviser.

Item 18 – Financial Information

This *Item 18* is not applicable to this brochure. GreenPortfolio does not require or solicit prepayment of more than $1200 in fees per client, six months or more in advance. Therefore, we are not required to include a balance sheet for the most recent fiscal year. We are not subject to a financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients. Finally, GreenPortfolio has not been the subject of a bankruptcy petition at any time.

No Arrangement with Issuer of Securities

GreenPortfolio and its management do not have any relationship or arrangement with any issuer of securities.

Customer Privacy Policy Notice

Commitment to Your Private Information: GreenPortfolio Inc. ("GreenPortfolio") has a policy of protecting the confidentiality and security of information we collect about individuals and/or entities who utilize our services. We do not, and will not, share non-public personal information ("Information") about you with outside third parties without your consent, except for the specific purposes described below. This notice has been provided to you to describe the information we may gather and the situations under which we may need to share it.

Why We Collect and How We Use Information. We limit the collection and use of Information within our firm to only those individuals associated or employed with us that must have Information to provide financial services to you. Such services are limited to climate scoring of investment portfolio and referring you to other third-party investment advisers who have agreed in writing to participate in our third-party investment adviser program. We may additionally use information collected about individuals to create aggregated, anonymized data ("Anonymous Data") that we may use for internal analysis, business development, and marketing.

How We Gather Information. We get our Information directly from you when you provide us with information via our interactive online websites, https://greenportfolio.com and https://mygreenportfolio.com/. The information you typically provide us through our website consists of your name, contact information, age, marital status, number of dependents, occupation, employer, education, investment experience, annual income, net worth, liquid net worth, description of existing assets, investment objectives, risk tolerance, and investment restrictions.

How We Protect Information. Our employees and affiliated persons are required to protect the confidentiality of Information and to comply with our stated policies. They will access Information only when there is an acceptable reason to do so. Employees who violate our Privacy Policy are subject to disciplinary action, up to and including termination from employment with us. We also maintain physical, electronic and procedural safeguards to protect Information, which comply with applicable state and federal laws and rules thereunder.

Sharing Information with Other Companies Permitted or Required Under Law. We do not disclose Information obtained in the course of our practice except as required or permitted under law solely to service clients and to conduct customary business operations. Permitted disclosures include, for instance, providing Information to other third-party investment advisers who participate in our third-party investment adviser program. If you are unwilling to have your personal and/or financial information provided to the third-party investment advisers in our program, then GreenPortfolio is unable to assist you with a recommendation of a third-party investment adviser. Only when necessary, we may provide Information to our third-party service providers that assist us with business, operational and compliance support. In such situations, we stress the confidential nature of Information being shared. When requested, we provide Information outside of the firm as required by law, such as to government entities, consumer reporting agencies or other third parties in response to subpoenas.

Former Customers. Even if we cease to provide you with financial products or services, our Privacy Policy will continue to apply to you, and we will continue to treat your non-public information with strict confidentiality.

Future Changes. Any time a change is made to our Privacy Policy, this Privacy Policy Notice will be revised. The revised statement will be given to all affected clients prior to any disclosure of information. In addition, we provide a copy of this notice to all current and existing clients whenever there is a change to our privacy policy.

Business Continuity Plan

GreenPortfolio has a business continuity and contingency plan in place designed to respond to significant business disruptions. These disruptions can be both internal and external. Internal disruptions will impact our ability to communicate and do business, such as a fire in the office building. External disruptions will prevent the operation of the securities markets or the operations of a number of firms, such as earthquakes, wildfires, hurricanes, terrorist attacks or other wide-scale, regional disruptions.

Our continuity and contingency plan has been developed to safeguard employees' lives and firm property, to allow a method of making financial and operational assessments, to quickly recover and resume business operations, to protect books and records, and to allow clients to continue transacting business.

The plan includes the following:

- Alternate locations to conduct business;
- Hard and electronic back-ups of records;
- Alternative means of communications with employees, clients, critical business constituents and regulators; and
- Details on the firms' employee succession plan

Our business continuity and contingency plan is reviewed and updated on a regular basis to ensure that the policies in place are sufficient and operational.