Item 1 ADV Part 2A Brochure Cover Page

Woodhull Capital Advisors, LLC

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This Brochure provides information about the qualifications and business practices of Woodhull Capital Advisors, LLC ("Woodhull", "Advisor", "us", "we", "our"). If you have any questions about the contents of this Brochure, please contact us at (631) 257-0807 or via email at jim@woodhullcapitaladvisors.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.

Additional information about Woodhull is also available via the SEC's website www.Advisorinfo.sec.gov. You can search this site by using a unique identifying number, known as a CRD number. The CRD number for Woodhull is 291313. The SEC's web site also provides information about any persons affiliated with Woodhull who are registered, or are required to be registered, as Investment Advisor Representatives of Woodhull.

Woodhull is a Registered Investment Advisor. Registration of an Investment Advisor does not imply any level of skill or training. The oral and written communications of an Advisor provide you with information that you may use to determine whether to hire or retain them.

Item 2 Material Changes

Since our last annual amendment filing on March 19, 2020, we have had no material changes.

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 31. 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 James Grennen at (631) 257-0807.

Item 3 – Table of Contents

Item 4 – Advisory Business Introduction

Our Advisory Business

Woodhull is a registered investment Advisor with the State of New York. The Advisor was founded in 2017 by James Grennen. As a registered investment Advisor, we hold ourselves to a fiduciary standard, which means our firm and its associates will act in the utmost good faith and perform in a manner believed to be in the best interest of our clients. As fiduciaries, we are obligated to put you – our client – first.

Services

We provide Fee-Only, as-needed financial planning, on both an on-going and hourly basis, to individuals from all walks of life. These services may be general in nature or focused on a particular area of interest or need, depending on the individual's unique circumstances.

Financial Planning and Consulting

During the Financial Planning process, we provide advice to you on such subjects as cash flow analysis, retirement capital needs, education funding, risk management, estate planning, or other specific needs as you may request. The following are general examples and may change based on your current situation and needs.

Level 1 Financial Plan

This is a general review of the client's financial situation. This financial plan includes basic planning:

- Identification of client goals
- Initial data gathering
- Financial planning analysis
- Final presentation of recommendations

This plan is best suited for younger clients who have basic financial needs without the need for a comprehensive financial plan. Depending on current needs, client may also receive cash flow projections, asset allocation or other advisory services. Cost will be determined based on complexity of client's situation and total time required for services.

Level 2 Financial Plan

This financial plan focuses on specific areas requested by the client and involves a **modest** level of complexity. Total time can range from 10-14 hours depending on the services required, the complexity of the client's situation, and the total time required for services. The plan typically includes:

- Basic tax planning strategies
- Basic retirement contribution strategies
- Basic insurance sufficiency
- Introduction to college savings options

Clients may also receive an in-depth cash flow projection and a detailed report with recommendations for a variety of financial goals. Clients may also receive an investment analysis with further recommendations for insurance or estate design.

Level 3 Financial Plan

This financial plan focuses on specific areas requested by the client with a **moderate** level of complexity. Total time can range from 12-18 hours depending on the services required, the complexity of the client's situation, and the total time required for services. The plan typically includes:

- Tax planning strategies
- Options for education planning
- Several retirement contribution options
- Determining an expected retirement age
- Review of insurance sufficiency and estate design
- Investment analysis

Clients may also receive an in-depth cash flow projection and a detailed report with recommendations for a variety of financial goals. Clients may also receive an investment analysis with further recommendations for insurance or estate design.

Level 4 Financial Plan

This financial plan focuses on specific areas requested by the client with a **medium** level of complexity. Total time can range from 15-30 hours depending on the services required, the complexity of the client's situation, and the total time required for services. This plan typically includes:

- Advanced tax planning strategies
- Projections on an expected retirement date
- Small business consultations
- Annuity analysis
- Investment analysis
- Advanced employee benefit options
- Review of several insurance policies or simple estate documents

Clients may also receive an in-depth cash flow projection and a detailed report with recommendations for a variety of financial goals. Clients may also receive an investment analysis with further recommendations for insurance or estate design.

Level 5 Financial Plan

This financial plan focuses on specific areas requested by the client with a **moderately high** level of complexity. Total time can range from 25-40 hours depending on the services required, the complexity of the client's situation, and the total time required for services. This plan typically includes:

- Advanced tax planning strategies
- Small business consultations
- Annuity analysis
- Investment analysis
- Pre-retirement decisions
- Advanced employee benefit options
- Review of several insurance policies or moderately complex estate documents

Clients may also receive an in-depth cash flow projection and a detailed report with recommendations for a variety of financial goals. Clients may also receive an investment analysis with further recommendations for insurance or estate design.

Clients opting for this level of financial planning typically have:

- Multiple levels of compensation
- Have multiple deferred compensation elections
- Potentially own a business with employees
- Have an appreciable percentage of net worth in employer grants/options/RSUs
- Hold several term and permanent life insurance policies
- Have complex estate documents

Level 6 Financial Plan

This financial plan focuses on specific areas requested by the client with an **extremely high** level of complexity. Total time can range from 40 or more hours depending on the services required, the complexity of the client's situation, and the total time required for services. This plan typically includes:

- Advanced tax planning and estate planning strategies
- Small business consultations
- Legacy planning
- Investment analysis
- Early financial independence decisions
- Executive level employee benefit options
- Complex gifting strategies
- Review of highly complex insurance policies

Multiple client meetings are required to review and establish several areas of services. Significant time is dedicated to discussing financial goals, data gathering, and analyzing the client's unique financial situation.

Clients opting for this level of financial planning typically have:

- Substantial wealth ($10+ million)

- Large estates
  Unique assets (partnerships and shares in private business)

Hourly Advice

An option for general Q&A. Clients have the option to bring documentation and receive general advice without a detailed analysis. This option is best utilized for clients with specific questions such as "Which employer benefits should I take advantage of?" The total cost will be based on the amount of time spent.

Investment Consultation

Our investment consultation engagements involve providing information on the types of investment vehicles available, employee stock options, investment analysis, asset selection, or assisting you in establishing your own investment account at the broker/dealer or custodian of your choosing.

We will offer projections of the likelihood of achieving your financial goals. For situations in which projections show less than the desired results, we make recommendations that include showing you the impact on those projections by making changes in certain variables (i.e., working longer, saving more, spending less, taking more risk with investments to potentially get a better return). If you are near retirement or already retired, advice will be given on appropriate distribution strategies to minimize the likelihood of running out of money or having to significantly reduce spending during your retirement years.

Retainer Consulting

Clients who prefer an extended commitment for their financial planning and investment consultation services may prefer to retain the firm on a retainer basis. This service includes one to two hours of consultation per month.

Implementation of the Client's Financial Plan

The services of the Advisor are limited to recommending strategies for the Client to consider in achieving the Client's financial objectives. It is clearly understood that Client is under no obligation whatsoever to purchase any financial product or service from the Advisor during or after this planning process.

The Advisor will, at the Client's request, facilitate and coordinate the steps to implement the Client's plan, in conjunction with the Client's attorney, accountant, and other pertinent advisors. The Client is under no obligation to follow, either wholly or partially, any recommendation made by the Advisor.

Wrap Fee

The Advisor does not sponsor or participate in a third-party sponsored wrap fee program.

Assets Under Management

Woodhull only provides financial planning and consulting. As of the date of this filing we have no assets under management.

Educational Workshops
Woodhull Capital Advisors may occasionally provide educational seminars requested by third parties such as a business, non-profit group, or fraternal association. These seminars provide basic financial planning concepts that are accessible for most. The firm may be paid a set fee for the employer's time by a sponsoring party. Woodhull Capital Advisors is not paid by those attending the seminar, though attendees may contact Woodhull Capital Advisors to request hourly financial planning services.

We provide educational workshops on an "as announced" basis for groups desiring general advice on investments and personal finance. Topics include issues related to financial planning, educational and estate planning, retirement strategies, or various other economic and investment topics. Our workshops are educational in nature and do not involve the sale of insurance or investment products. Information presented will not be based on any one person's need nor do we provide individualized investment advice to attendees during our general sessions.

Please note that there is no fee for our educational workshops. These workshops are provided at no extra charge to our clients.

Item 5 – Fees and Compensation

We offer our financial planning, investment consultation, real-time planning and tax planning services for a fee based on the anticipated hours of services to be provided. Hourly fee service engagements that are greater than three months in duration will be billed monthly in arrears. Hourly fee services taking less than three months will be due upon completion of the plan. Project fees take into consideration factors such as the estimated amount of time dedicated to the engagement as well as the complexity of your project and your financial profile. Note that not all billable hours are specifically tracked for fixed fee engagements.

Financial Planning
Fees for financial planning and investment advice services are $280 per hour. Partial hours will be billed in one-minute increments. Fees will be based on our hourly rate multiplied by the approximate number of hours that are anticipated to provide the requested service. All fees are negotiable at the discretion of the Advisor.

Retainer Consulting Fee
Retainer service include one to two hours of consultation per month and is billed at the hourly rate of $280.00/hour. This fee is paid monthly in advance and takes into consideration factors such as the complexity and amount of time dedicated to the engagement, your financial profile, the associate with whom you are working, and their experience level and other support services required (i.e., paraplanners and administrative staff), etc.

For all noted forms of advisory engagements with our firm, the services to be provided to you and their fees will be detailed in your engagement agreement. Our published fees are negotiable, however, any fee outside of the stated range is subject to approval by our Chief Compliance Officer or an executive of the firm. We strive to offer fees that are fair and reasonable in light of the experience of the selected investment advisor representative and the services to be rendered.

Payment of Fees

Fees may be paid by check, bank draft, or single transaction debit card or credit card authorization through an unaffiliated third-party service. We do not accept cash, money orders, or similar forms of payment for our engagements. Fees are generally due upon your receipt of our invoice.

Prepayment of Fees

We may require an initial deposit for hourly and fixed fee project engagements in the amount of $1000 or one-half of the estimated fee, whichever is less, and this deposit will be defined in your engagement agreement. However, we will not accept fees of $1200 or more six or more months in advance.

Termination of Services

Either you or we are permitted to terminate the agreement at any time, in writing. Should you verbally notify our firm of the termination and, if in two business days following this notification we have not received your notice in writing, we will make a written notice of the termination in our records and send you our own termination notice as a substitute.

IN ALL CASES, the Client may terminate the Agreement at any time, for any reason, and prepaid, un-earned fees will be refunded on a pro-rated basis. Such termination will be effective upon receipt by the non-terminating party of written notification from the other party that the Agreement is terminated. Termination of this Agreement will not affect (i) the validity of any action previously taken by the Advisor under this Agreement.

If our disclosure brochure was not delivered to you at least 48 hours prior to entering into the agreement with our firm, then you may terminate the engagement without penalty within five business days after entering into the agreement. Upon termination, you will be assessed fees on a prorated basis for services we have provided and/or work performed until the date of termination. In the case of most of our prepaid fees, we will promptly return the unearned amount upon receipt of written termination notice. Should an educational workshop attendee cancel within 48 hours of the first session, fees will not be refunded.

All fees are negotiable at the sole discretion of the Advisor.

Item 6 – Performance Based Fee and Side by Side Management

We do not charge any performance-based fees. These are fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7 – Types of Client(s)

We provide financial planning and consulting services to individuals and their families from all walks of life, trusts and estates, pension and profit sharing plans, businesses of various scale, as well as foundations and charitable organizations to assist them in their meeting financial objectives in what we believe to be a cost-effective way

We do not require minimums as to income, assets, net worth, length of engagement, revenues generated or other conditions for engaging our services.

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

Methods of Analysis

In preparing financial plans or providing financial consulting services we will employ what we believe to be an appropriate blend of fundamental, technical, and cyclical analyses. For example, fundamental analysis involves evaluating economic factors including interest rates, the current state of the economy, or the future growth of an industry sector. Technical and cyclical analysis involves studying the historical patterns and trends of securities, markets, or economies as a whole in an effort to determine potential future behaviors, the estimation of price movement, and an evaluation of a transaction before entry into the market in terms of risk and profit potential.

In addition to our own research, the Advisor's recommendations made through its financial plans or financial consulting services may also be drawn from research sources that include financial publications, investment analysis and reporting software, materials from outside sources, annual reports, prospectuses and other regulatory filings, and company press releases.

We make recommendations based on these and other factors. We will discuss with you how, in our best judgment, to meet your objectives while at the same time seeking a prudent level of risk exposure.

Investment Strategies

Generally, our planning and consulting recommendations are based on a globally diversified strategy involving a long-term, disciplined approach that manages risk through appropriate asset allocation. We recognize that each client's needs and goals are different; subsequently portfolio strategies and underlying investment vehicles may vary. The following are common strategies found within our client's portfolios, in alphabetical order.

Active Asset Management – A portfolio manager engaging in an active asset management strategy believes it is possible to create a profit from identifying or leveraging mispriced securities, or producing similar returns with less risk, or producing returns greater than a stated benchmark, such as a well- known index. For example, a "large cap stock" fund manager might attempt to outperform the Standard & Poor's 500 Index by purchasing underpriced stocks or derivative instruments representing these positions.

Core + Satellite – This strategy blends passive (or index) and active investing, where passive investments are used as the basis or “core” of a portfolio and actively-managed investments are added as “satellite” positions. With this strategy, the portfolio core holdings are indexed to potentially more efficient asset classes, while outlying selections are generally limited to active managers that are attempting to outperform a particular category, or a selection of particular positions to increase core diversification, or to improve portfolio performance.

For example, the core of a portfolio may be built with low-cost index funds or ETFs/ETNs; satellite holdings would include active investment managers with unique strategies that are believed capable of adding value beyond a stated benchmark over a full market cycle. The core may represent the majority of the total portfolio, using primarily index funds or index-based ETFs/ETNs. The remainder of the portfolio may then employ mutual funds or ETFs/ETNs that take a shorter duration to assist in the over-or-under allocation to specific sectors, regions, assets classes, etc.

Modern Portfolio Theory – This award-winning theory is based on the belief that proper diversification and risk management will provide an investor client with a more stable and consistent return over time. The practice of Modern Portfolio Theory does not employ market timing or stock selection methods of investing but rather a long term buy-and-hold strategy with periodic rebalancing of the account to maintain desired risk levels.

We strive to provide financial plans and consulting that provides the client with diversified, tax-efficient, and low-cost investments whenever practical. Although it is common to find a broad range of index mutual funds, ETFs and ETNs within a portfolio, certain accounts may necessitate holding actively-managed mutual funds, individual equity and fixed income holdings, certain listed real estate investment trusts (REITs), managed futures, among others, to create as broad a diversification as necessary to meet demands of the portfolio.

Risk of Loss

Investment Strategy Risks

We believe the recommendations made through our plans and consulting services are designed to produce the appropriate potential return for the given level of risk; however, we cannot guarantee that an investment objective or planning goal will be achieved. As an investor, you must be able to bear the risk of loss that is associated with your investment account(s), which may include the loss of some or all of your principal.

In general, risks regarding markets include interest rates, company and management risk, among others. Examples include:

Market Risk – When the stock market as a whole or an industry as a whole falls, it can cause the prices of individual stocks to fall indiscriminately. This is also called systematic risk.

Company Risk – When investing in securities, there is always a certain level of company or industry-specific risk that is inherent in each company or issuer. This is also referred to as unsystematic risk and can be reduced through appropriate diversification. There is the risk that the company will perform poorly or have its value reduced based on factors specific to the company or its industry.

Management Risk – An investment with a firm varies with the success and failure of its investment strategies, research, analysis and determination of its portfolio. If an investment strategy were not to produce expected returns, the value of the investment would decrease.

Firm Research – When the firm's research and analyses are based on commercially available software, rating services, general market and financial information, or due diligence reviews, the firm is relying on the accuracy and validity of the information or capabilities provided by selected vendors, rating services, market data, and the issuers themselves. The firm makes every effort to determine the accuracy of the information received but it cannot predict the outcome of events or actions taken or not taken, or the validity of all information it has researched or provided, which may or may not affect the advice on or investment management of an account.

Active Management Strategies – A portfolio that employs active management strategies may, at times, outperform or underperform various benchmarks or other strategies. In an effort to meet or surpass these benchmarks, active portfolio management may require more frequent trading or "turnover." This can result in shorter holding periods, higher transactional costs and/or taxable events generally borne by the client, thereby potentially reducing or negating certain benefits of active management.

Core + Satellite Strategies – Strategies involving Core + Satellite investing has the potential to be affected by "active risk" or "tracking error risk," which might be defined as a deviation from the stated benchmark. Since the core portfolio attempts to closely replicate a stated benchmark, the source of the tracking error or deviation may come from a satellite portfolio or position, or from a "sample" or "optimized" index fund or ETF/ETN that may not as closely align the stated benchmark. In these instances, the firm may choose to reduce the weighting of a satellite holding, utilize very active satellites, or use a "replicate index" position as part of its core holdings to minimize the effects of the tracking error in relation to the overall portfolio.

Passive Markets Theory – A portfolio that employs a passive, efficient markets approach (representative of Modern Portfolio Theory) has the potential risk that at times the broader allocation may generate lower-than-expected returns than those from a specific, more narrowly focused asset, and that the return on each type of asset is a deviation from the average return for the asset class. We believe this variance from the "expected return" is generally low under normal market conditions when a portfolio is made up of diverse, low or non-correlated assets.

Socially Conscious Investing – If you require your portfolio to be invested according to socially conscious principles, you should note that returns on investments of this type may be limited and because of this limitation you may not be able to be as well diversified among various asset classes. The number of publicly traded companies that meet socially conscious investment parameters is also limited, and due to this limitation, there is a probability of similarity or overlap of holdings, especially among socially conscious mutual funds or ETFs/ETNs. Therefore, there could be a more pronounced positive or negative impact on a socially conscious portfolio, which could be more volatile than a fully diversified portfolio.

Security-Specific Risks:

Equity (Stock) Market Risk – Common stocks are susceptible to general stock market fluctuations and to volatile increases or decreases in value as market confidence in and perceptions of the company who issued the stock. If an investor held common stock, or common stock equivalents, of any given company, they would generally be exposed to greater risk than if they held preferred stock and/or debt obligations of the company.

ETF and Mutual Fund Risk – ETFs/ETNs or mutual funds may carry additional expenses based on their share of operating expenses and certain brokerage fees, which may result in the potential duplication of certain fees. The risk of owning an ETF/ETN or mutual fund also generally reflects the risks of their underlying securities.

ETF Risk: Like traditional mutual funds, ETFs charge asset-based fees, but they generally do not charge initial sales charges or redemption fees and investors typically pay only customary brokerage fees to buy and sell ETF shares. The fees and costs charged by ETFs held in client accounts will not be deducted from the compensation the client pays the firm. ETF prices can fluctuate, and a client account could lose money investing in an ETF if the prices of the securities owned by the ETF go down. ETF are subject to these additional risks:

- ETF shares may trade above or below their net asset value;
- The value of an ETF may be more volatile than the underlying portfolio of securities the ETF is designed to track;
- The cost of owning shares of the ETF may exceed those a client would incur by directly investing in the underlying securities; and
- Trading of an ETF’s shares may be halted if the listing exchange’s officials deem it appropriate, the shares are delisted from the exchange, or the activation of market-wide “circuit breakers” (which can be tied to large decreases in stock prices) halts stock trading generally.

Fixed Income Risks

Various forms of fixed income instruments, such as bonds, money market funds, and certificates of deposit, may be affected by various forms of risk, including:

- Interest Rate Risk - The risk that the value of the fixed income holding will decrease because of an increase in interest rates;
- Liquidity Risk - The inability to readily buy or sell an investment for a price close to the true underlying value of the asset due to a lack of buyers or sellers. While certain types of fixed income are generally liquid (i.e., bonds), there are risks which may occur such as

when an issue trading on any given period does not readily support buys and sells at an efficient price. Conversely, when trading volume is high, there is also a risk of not being able to purchase a particular issue at the desired price;

- Credit Risk - The potential risk that an issuer would be unable to pay scheduled interest or repay principal at maturity, sometimes referred to as "default risk." Credit risk may also occur when an issuer's ability to make payments of principal and interest when due is interrupted. This may result in a negative impact on all forms of debt instruments, as well as funds or ETF/ETN share values that hold these issues. Bondholders are creditors of an issuer and have priority to assets before equity holders (i.e., stockholders) when receiving a payout from liquidation or restructuring. When defaults occur due to bankruptcy, the type of bond held will determine seniority of payment;

- Reinvestment Risk – With declining interest rates, investors may have to reinvest interest income or principal at a lower rate; and

- Duration Risk - Duration is a measure of a bond's volatility, expressed in years to be repaid by its internal cash flow (interest payments). Bonds with longer durations carry more risk and have higher price volatility than bonds with shorter durations.

Index Investing

ETFs/ETNs and indexed funds have the potential to be affected by "tracking error risk," as earlier described in the passage involving Core + Satellite strategies. In these instances, we may choose to reduce the weighting of a holding or use a "replicate index" position as part of the core holding to minimize the effects of the tracking error in relation to the overall portfolio.

QDI Ratios

While many ETFs/ETNs and index mutual funds are known for their potential tax-efficiency and higher "qualified dividend income" (QDI) percentages, there are asset classes within these investment vehicles or holding periods within that may not benefit.

Shorter holding periods, as well as commodities and currencies (that may be part of an ETF/ETN or mutual fund portfolio), may be considered "non-qualified" under certain tax code provisions. We consider a holding's QDI when tax-efficiency is an important aspect of the client's portfolio.

Insurance Product Risk

The rate of return on variable insurance products is not stable, but varies with the stock, bond and money market subaccounts that you choose as investment options. There is no guarantee that you will earn any return on your investment and there is a risk that you will lose money. Before you consider purchasing a variable product, make sure you fully understand all of its terms. 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.
- Fees and Expenses – There are a variety of fees and expenses which can reach 2% and more such as:
    - Mortality and expense risk charges
    - Administrative fees
    - Underlying fund expenses
    - Charges for any special features or riders.
- Bonus Credits – Some products offer bonus credits that can add a specified percentage to the amount invested ranging from 1 percent to 5 percent for each premium payment. Bonus credits, however, are usually not free. In order to fund them, insurance companies typically impose high mortality and expense charges and lengthy surrender charge periods.
- 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 – The possibility that stock fund or bond fund prices overall will decline over short or even extended periods. Stock and bond markets tend to move in cycles, with periods when prices rise and other periods when prices fall.
- Principal Risk – The possibility that an investment will go down in value, or "lose money," from the original or invested amount.

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.

Overall Risks

Clients need to remember that past performance is no guarantee of future results. All funds 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.

Before you invest, be sure to read a fund's prospectus and shareholder reports to learn about its investment strategy and the potential risks. Funds with higher rates of return may take risks that are beyond your comfort level and are inconsistent with your financial goals.

While past performance does not necessarily predict future returns, it can tell you how volatile (or stable) a fund has been over a period of time. Generally, the more volatile a fund, the higher the investment risk. If you'll need your money to meet a financial goal in the near-term, you probably can't afford the risk of investing in a fund with a volatile history because you will not have enough time to ride out any declines in the stock market.

Item 9 – Disciplinary Information

Registered Investment Advisors 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 Woodhull or any of our IARs. We adhere to high ethical standards for all IARs and associates.

Item 10 – Other Financial Industry Activities and Affiliations

Neither Woodhull 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 Woodhull nor its management persons are affiliated with any broker-dealer.

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

Other Financial Industry Affiliations

The IARs of Woodhull do not participate in other business activities or have any outside affiliations at this time.

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 IAR's 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 IAR's 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 Woodhull 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 prospective clients may request a copy of the firm's Code of Ethics by contacting the CCO.

Personal Trading

We may recommend products to you that we will purchase for our own accounts. Due to the fact that we only provide financial planning and consulting no conflict of interest is created in these situations.

Privacy Statement

We respect the privacy of all our clients and prospective clients, both past and present. We recognize that you have entrusted us with non-public personal information and it is important to us that all employees and clients of our firm know our policy concerning what we do with that information.

We collect personal information about our clients from the following sources:

- Information our clients provide to us to complete their financial plan or investment recommendation;
- Information our clients provide to us in agreements, account applications, and other documents completed in connection with the opening and maintenance of their accounts;
- Information our clients provide to us verbally; and
- Information we receive from service providers, such as custodians, about client transactions.

We do not disclose non-public personal information about our clients to anyone, except in the following circumstances:

- When required to provide services our clients have requested;

- When our clients have specifically authorized us to do so;
- When required during the course of a firm assessment (i.e., independent audit); or
- When permitted or required by law (i.e., periodic regulatory examination).

Within our firm, we restrict access to client information to staff that need to know that information. All personnel and our service providers understand that everything handled in our offices are confidential and they are instructed to not discuss client information with someone else that may request information about an account unless they are specifically authorized in writing by the client to do so. This includes, for example, providing information about a spouse's IRA account, or to adult children about parents' accounts, etc.

To ensure security and confidentiality, we maintain physical, electronic, and procedural safeguards to protect the privacy of client information.

We will provide you with our privacy policy on an annual basis per federal law and at any time, in advance, if our policy is expected to change.

Conflicts of Interest

Woodhull's IARs may employ the same strategy for their personal investment accounts as it does for its clients. However, IARs 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.

As a member of the National Association of Personal Financial Planners (NAPFA), Woodhull Capital Advisors, LLC adheres to the NAPFA Fiduciary Oath that states:

"The advisor shall exercise his/her best efforts to act in good faith and in the best interests of the client.

The advisor shall provide written disclosure to the client prior to the engagement of the advisor, and thereafter throughout the term of the engagement, of any conflicts of interest, which will or reasonably may compromise the impartiality or independence of the advisor.

The advisor, or any party in which the advisor has a financial interest, does not receive any compensation or other remuneration that is contingent on any client's purchase or sale of a financial product.

The advisor does not receive a fee or other compensation from another party based on the referral of a client or the client's business.

Following the NAPFA Fiduciary Oath means I shall:

- Always act in good faith and with candor.
- *Be proactive in disclosing any conflicts of interest that may impact a client.
- Not accept any referral fees or compensation contingent upon the purchase or sale of a financial product."

Item 12 – Brokerage Practices

Factors Used to Select Custodians

In recommending a custodian/broker-dealer, we look for a company that offers relatively low transaction fees, access to desired securities, trading platforms, and support services.

Woodhull Capital Advisors, LLC is not affiliated with any bank, custodian or brokerage firm. Our firm does not maintain custody of any of your assets (see Item 15). Your assets must be maintained in an account at a "qualified custodian," generally a broker/dealer or bank (termed "service providers") that is frequently assessed for its capabilities to serve as custodian. Should a client be engaged in investment consultation or real-time planning services, the account(s) under our management are permitted to be held at the custodian of the client's choice. Should you prefer a new service provider, our recommendation of another service provider would be based on your needs, overall cost, and ease of use unless you have engaged our firm to provide investment supervisory services.

Soft Dollars

We do not receive any soft dollars from broker-dealers, custodians or third-party money managers.

Best Execution

As a registered investment Advisor providing financial planning and consulting only, we will only recommend those broker dealers with whom believe will provide the best price and services for your needs. 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.

Brokerage for Client Referrals

In recommending broker-dealers, we do not take into consideration whether or not we will receive client referrals from the broker-dealer or third-party.

Directed Brokerage

Clients will use the custodian of their choosing when implementing our plans and recommendations.

Trading

As the Advisor only provides financial planning and consulting services, the Advisor will not execute trades for or on behalf of the client.

Item 13 – Review of Accounts

Reviews

Retainer Clients

For retainer clients, reviews are conducted as agreed to by us. Reviews will be conducted by our Chief Compliance Officer, James Grennen. You may request more frequent reviews and may set thresholds for triggering events that would cause a review to take place.

Item 14 – Client Referrals and Other Compensation

We do not receive any economic benefit from someone who is not a client for providing investment advice or other advisory services to our clients nor do we directly or indirectly pay any compensation to another person if they refer clients to us.

Item 15 – Custody

As the Advisor only provides financial planning and consulting services, we do not have custody of any accounts or assets.

Item 16 – Investment Discretion

As the Advisor only provides financial planning and consulting services and do not manage client portfolios, we do not have discretion over any client accounts.

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. In no event shall we charge advisory fees that are both in excess of twelve hundred dollars and more than six months in advance of advisory services rendered.

Item 19 – Requirements for State Registered Advisors

Principals

There is one principal of Woodhull, James Grennen. He is the CCO and was born in 1951. His education information, business background, and other business activities can be found in the Form ADV Part 2B Brochure Supplement below.

Performance Fees

We do not charge a performance-based fee (fees based on a share of capital gains on, or capital appreciation of, the assets of a client) for our normal asset management accounts.

Disclosable Events

Neither Woodhull nor James Grennen has any reportable events to disclose here.

Other Relationships

Neither Woodhull nor James Grennen has any relationship with any issuer of securities.

ADV Part 2B Brochure Supplement – James Grennen

Item 1 – Cover Page

James Grennen

Woodhull Capital Advisors, LLC
80 Orville Dr.
Ste. 100
Bohemia, NY 11716
https://www.woodhullcapitaladvisors.com/
(631) 257-0807
February 2, 2021

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

Additional information about James Grennen is available on the SEC's website at www.Advisorinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Full Legal Name: James J. Grennen Year of Birth: 1951

Education

MBA, Finance 1980
Rutgers GSBA, Newark, NJ

BA, History 1972
Fordham College, Bronx, NY

Designations

CFP R 1998
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, which consists of two 3-hour sessions separated by a 40-minute break, 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

Jul 2018 – Present	CCO and Investment Adviser Representative at Woodhull Capital Advisors, LLC
Mar 2008 – Present	Owner of Long Island Tax Resolution Services

Item 3 – Disciplinary History

Neither Woodhull nor James Grennen has any disciplinary history to disclose.

Item 4 – Other Business Activities

As noted in Item 10 above, James Grennen has no other Financial Industry activities or affiliations to disclose.

Mr. Grennen is the owner and President of Grennen Financial Inc. doing business as Long Island Tax Resolution Services. He represents taxpayers in matters involving the IRS and/or New York State, including completion of outstanding tax returns and negotiation of payment arrangements, which involves approximately 20 hours per week. Mr. Grennen receives fees from customers of Long Island Tax Resolution Services for this activity. The firm believes that this activity does not present a material conflict of interest and does not adversely affect Mr. Grennen's ability to fulfill his duties to advisory clients.

Item 5 – Additional Compensation

Mr. Grennen does not receive any compensation or economic benefit from someone who is not a client for providing advisory services.

Item 6 – Supervision

Mr. Grennen is the CCO and performs all supervisory duties for his firm.

Item 7 – Requirements for State-Registered Advisors

A. No supervised person of Woodhull has been involved in any of the events listed below:

1. An award or otherwise being found liable in an arbitration claim alleging damages in excess of $2,500, involving any of the following:

    i. an investment or an investment-related business or activity;

    ii. fraud, false statement(s), or omissions;

    iii. theft, embezzlement, or other wrongful taking of property;

    iv. bribery, forgery, counterfeiting, or extortion; or

    v. dishonest, unfair, or unethical practices.

2. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:

    i. an investment or an investment-related business or activity;

    ii. fraud, false statement(s), or omissions;

    iii. theft, embezzlement, or other wrongful taking of property;

    iv. bribery, forgery, counterfeiting, or extortion; or

    v. dishonest, unfair, or unethical practices.

B. No supervised person of Woodhull has been the subject of a bankruptcy petition.