

Wealth Management Group Wrap Program Private Client Group Wrap Program

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FORM ADV PART 2A Appendix 1 WRAP FEE PROGRAM BROCHURE

This wrap fee program brochure provides information about the qualifications and business practices of Wealth Management Group, LLC. If you have any questions about the contents of this brochure, please contact us at (978) 624-3000 or Jamie@WMGroupLLC.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Wealth Management Group, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. Our Firm IARD/CRD number is 128866.

Any references to Wealth Management Group, LLC as a registered investment adviser or its related persons as registered advisory representatives does not imply a certain level of skill or training.

Item 2 - MATERIAL CHANGES

When we amend our wrap fee program brochure for the annual update and it contains material changes from our last annual update, we will provide you with a summary of such changes. We will discuss only specific material changes that are made to the brochure since the last annual update of the brochure and we will reference the date of the last annual update to this brochure.

Since this is our initial disclosure brochure, we have no material changes to disclose. We recommend that you read this initial version of our wrap fee program brochure and contact us should you have any questions.

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Item 4 – SERVICES, FEES AND COMPENSATION

Wealth Management Group, LLC (“WMG”) is an investment advisory firm that sponsors a wrap fee program and provides portfolio management services under the wrap fee program. Clients electing to participate in a wrap fee program will receive portfolio management services and execution of securities transactions for a single fee.

WMG has entered into a relationship to offer you brokerage and custodial services through the Schwab Advisor Services division of Charles Schwab & Co., Inc. (“Schwab”) or TD Ameritrade Institutional, a division of TD Ameritrade, Inc. (“TD Ameritrade”). There is no affiliation between WMG, TD Ameritrade, or Schwab. Clients with an account at Schwab or TD Ameritrade may participate in a wrap fee program.

WMG offers two wrap fee programs: the Wealth Management Group Wrap Program and the Private Client Group Wrap Program (referred to collectively as “wrap program”). Eligibility for participation in the wrap program will depend upon the aggregated value of assets* under WMG’s management:

- Wealth Management Group Wrap Program - For Clients who have less than \$1 million of assets* on which WMG or its Advisory Representatives receive any form of compensation
- Private Client Group Wrap Program - For Clients who have \$1 million or more of assets* on which WMG or its Advisory Representatives receive any form of compensation.

*Assets under WMG’s management may include assets in a wrap fee program held at Schwab or TD Ameritrade or assets outside the wrap fee program held at other financial institutions (“other financial institutions”) such as mutual fund companies, 529 college savings plan providers, variable annuity companies, retirement plans providers and private and public partnerships.

Under a wrap program, you will not pay any ticket charges or retirement account maintenance fees on accounts held in custody with Schwab or TD Ameritrade. All such fees and expenses will be borne by WMG. WMG and Advisory Representatives of WMG will receive a portion of the wrap fee for providing advisory services.

WMG offers portfolio review and asset management services on a discretionary basis. Discretionary trading authorization permits the Advisory Representative to make buys, sells and exchanges within the account as the Advisory Representative deems appropriate without contacting you prior to execution. You will need to execute a limited power of attorney granting discretionary trading authorization to Wealth Management Group and your Advisory Representative. WMG will manage the account exercising discretionary authority on the securities to be purchased and sold and the timing of such transactions. With the exception of the authorized payment of WMG’s advisory fees, WMG will not have the authorization to withdraw client securities or funds.

Advisory Representatives will gather information on your financial history, goals, objectives and financial concerns and assist you in developing an Investment Policy Statement which specifies your investment objectives, goals, and an asset allocation strategy. You will establish an account

with Schwab and/or TD Ameritrade and deposit cash, cash equivalents and securities and engage an Advisory Representative to manage the Account. Based on your investment objectives, risk tolerance and financial situation, your Advisory Representative will provide asset management services on a continuous and ongoing basis consistent with your Investment Policy Statement.

Payment Schedule

The annual fee for the wrap fee program is based on a percentage of assets under management, according to the schedule below. Fees are negotiable under certain circumstances (e.g., friends, family members, and employees of WMG) and are subject to change. Fees are not based on a share of capital gains upon or capital appreciation of the funds or any portion of the funds.

Advisory fees will be charged in advance of the billing period. The billing period will be on a calendar quarterly basis (i.e., March 31, June 30, September 30, and December 31). The quarterly advisory fee will be based on the value of the Account on the last business day of the just completed three-month period. Fees for partial periods will be prorated.

Advisory Fee = ((Account Value X Annual Fee) / 365) X Number of Days in the Quarter

The initial quarterly fee will be calculated at the end of the initial billing period. The fee will be pro-rated based on the number of days remaining in the three-month period. Thereafter, advisory fees will be charged in advance of the billing period. This means that you will initially receive two billings (one for the just completed quarter and one for the upcoming quarter). After that, you will receive one billing for each subsequent quarter.

Wealth Management Group Wrap Program

Account Size	Annual Fee
First \$250,000	1.30%
Next \$750,000	1.00%

Private Client Group Wrap Program

Account Size	Annual Fee
First \$250,000	1.25%
Next \$750,000	1.00%
Next \$2,000,000	0.75%
Next \$2,000,000	0.60%
Next \$5,000,000	0.45%

WMG may change the above fee schedule upon 30-days prior written notice to you.

Advisory fees are based on the aggregate value of all managed accounts within the established household. The value of the portfolio will include, but is not limited to, assets under the management of WMG held at Schwab or TD Ameritrade as well as those assets under WMG's management held outside of the wrap fee program at other financial institutions. Further information on non-wrap asset management services is available in the Wealth Management Group, LLC Brochure (Form ADV Part 2A).

For example, a household's aggregate portfolio value of all managed accounts is \$600,000. Using the Wealth Management Group Wrap Program Fee Schedule, the annual fee for the first \$250,000 will be at 1.30% and the balance of \$350,000 will be calculated at the annual fee of 1.00%.

Depending upon the circumstances, we may combine client accounts from one household with client accounts from other households to aggregate account values for fee calculations. The annual fee may then be based on an aggregate value of all accounts within the combined households.

If you participate in a wrap fee program, advisory fees will be deducted directly from your account(s) with Schwab or TD Ameritrade, provided you have given WMG written authorization. You will be provided with an account statement reflecting the deduction of the advisory fee. If the Account does not contain sufficient funds to pay advisory fees, WMG has limited authority to sell or redeem securities in sufficient amounts to pay advisory fees. You may reimburse the account for advisory fees paid to WMG, except for ERISA and IRA accounts.

Transactions in your account, account reallocations and rebalancing may trigger a taxable event, with the exception of IRA accounts, 403(b) accounts and other qualified retirement accounts.

A portion of the wrap fee will be paid to the following parties:

- The client's Advisory Representative,
- WMG, and
- Schwab or TD Ameritrade for brokerage and custodial services.

If the wrap account is opened with securities previously purchased through WMG's Advisory Representative, the Advisory Representative may have already received commissions on the purchase.

In addition to WMG's advisory fee, you should also be aware that the products we utilize within your portfolio will also charge fees (i.e., mutual fund expense ratios). Such fees are not shared with WMG and are compensation to the fund managers.

We will primarily recommend open-ended mutual funds including no-load and load waived or mutual funds purchased at net asset value (NAV). While certain products may pay 12b-1 fees, WMG will not receive these fees. Where applicable and for those accounts under its custody, Schwab or TD Ameritrade will retain the 12b-1 fees.

Depending on the level of the wrap program fee being charged to you and the amount of portfolio activity in your account, the cost of a wrap program may be more or less than if you

obtained services separately or paid commissions or paid for execution services. A wrap fee account as compared with a traditional commission based account or a fee-based account where you pay transaction charges may be more costly to you, particularly during periods when trading activity is lower. Therefore, this may result in a higher annual cost than if transactional costs and investment advice were segregated. During periods when trading activity is heavier, such as when the account is first opened, wrap fee accounts may result in lower costs.

Under the wrap fee program, Wealth Management Group will pay transaction and execution charges in a client account held at Schwab and/or TD Ameritrade. As such, there is a disincentive for Advisory Representatives to effect trades in these Accounts held at Schwab and/or TD Ameritrade.

Compensation received from a wrap program may be higher or lower than the compensation received should you have selected another advisory program or paid for brokerage and advisory services separately. Therefore, your Advisory Representative may have a financial incentive to recommend the Wrap Program over other programs or services. Such a practice presents a conflict of interest and gives WMG and the Advisory Representatives incentive to recommend investment products based on the compensation received rather than the client's needs.

Termination Schedule

You may terminate investment advisory services obtained from WMG, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with WMG. You will be responsible for any fees and charges incurred from third parties as a result of maintaining the account such as transaction fees for any securities transactions executed and account maintenance or custodial fees. Thereafter, you may terminate investment advisory services with written notice to WMG. Should you terminate investment advisory services during the quarter, you will be issued a pro-rated refund of the prepaid advisory fee from the date of termination to the end of the three-month billing period.

Item 5 – ACCOUNT REQUIREMENTS AND TYPES OF CLIENTS

WMG's services are geared toward individuals and their families including high net worth individuals, trusts, estates, as well as corporations and other business entities.

WMG generally requires a minimum amount of assets be deposited to an account for the purpose of obtaining asset management services. WMG will generally require you to deposit a minimum of \$100,000 (cash or securities). However, under certain circumstances, WMG may waive the minimum account size requirement and accept accounts less than \$100,000. Such circumstances may include but not be limited to additional assets will soon be deposited or you have other accounts under management with WMG. You are advised performance may suffer due to difficulties with diversifying smaller accounts and due to risk controls potentially being compromised. Performance of smaller accounts may vary from the performance of accounts with more dollars invested since fluctuations in the market may have a great affect on a less diversified portfolio.

Item 6 - PORTFOLIO MANAGER SELECTION AND EVALUATION

WMG offers financial planning, retirement planning, and asset management services. WMG will provide asset management services on assets under custody with Schwab and/or TD Ameritrade, or on assets held at other financial institutions. Only those assets held at Schwab or TD Ameritrade are eligible for participation in a wrap fee program. A description of all programs and services offered by WMG is more fully disclosed WMG's Disclosure Brochure.

The Wealth Management Group Wrap Program and the Private Client Group Wrap Program are proprietary to WMG and do not offer access to other portfolio managers. The portfolio manager is the client's Advisory Representative.

Under the wrap fee program, you will not pay any ticket charges or retirement account maintenance fees on accounts held in custody with Schwab or TD Ameritrade. All such fees and expenses will be borne by WMG. WMG and Advisory Representatives of WMG will receive a portion of the wrap fee for providing advisory services.

WMG will provide asset management services on your assets held at other financial institutions provided WMG is listed on the account with limited trading authorization to allow us to place trades on your behalf. These accounts held at other financial institutions do not qualify for our wrap fee program. Any fees charged at these other financial institutions will be your responsibility.

Most accounts held at other financial institutions (not Schwab or TD) do not allow us to electronically download transaction and account balances into our asset management software. As a result, we cannot check for rebalancing trades on a weekly basis as we do for Schwab or TD Ameritrade accounts. As a result, we try to use products and procedures that do not require weekly checks for rebalancing trades such as: age-based funds, target date funds, asset allocation funds or automatic rebalancing options offered by the other financial institution. Once a year, we will review these accounts to ensure the plan/products/procedures are still appropriate for you.

WMG will manage a client's account based on the individual needs and goals of the client. Clients may impose restrictions on investing in certain securities or types of securities. The client's Advisory Representative will gather information on the client's financial history, goals, objectives, and financial concerns and assist client in developing an asset allocation strategy. All information gathered from client is confidential.

WMG does not charge performance-based fees.

WMG does not recommend individual stocks. Our primary approach is to hire professional managers through mutual funds, individual account managers, or exchange traded funds.

We use a disciplined process for analyzing investment options and constructing client portfolios. We use five risk profiles ranging from conservative to aggressive. After determining the client's appropriate risk level, we will assign the client to one of five asset allocation model portfolios. Our lower risk level asset allocation models contain a larger percentage of assets that do not correlate with the stock market. Our higher risk level asset allocation models contain a larger percentage of assets that DO correlate with the stock market. In constructing the portfolios, we use Morningstar software to identify if the risk and growth factors are appropriate for each risk level.

In determining the composition of investments within each model portfolio, we use a proprietary investment analysis strategy. We take into account the following:

- ✓ Experience of the manager and management team
- ✓ Competitiveness of the expenses charged for managing the fund
- ✓ Performance of the fund during prior market selloffs and rallies
- ✓ Compensation for the risk taken within the fund (i.e., high risk, high reward)
- ✓ Volatility of the fund
- ✓ Consistency of returns by the fund
- ✓ Value added by manager vs. buying cheap index fund

We weight each of the factors differently within our analysis and use Morningstar and Klein Decisions software to produce a ranked list of investment options. Through this process, we identify funds to use in client portfolios and monitor existing funds in client portfolios. If existing funds receive a poor score, we exchange the fund for another fund that scored better.

WMG adheres to a disciplined monitoring process:

- Weekly screening for any necessary rebalancing trades
- Monthly cash management screening to ensure clients who have periodic draws from their accounts to supplement income needs run smoothly
- Quarterly monitoring of fund performance to ensure fund managers are still competitive based on our proprietary screening process
- Annual analysis of tax management strategies to help limit tax liabilities for clients.

WMG does not represent, warrant or imply that the services or methods of analysis used by WMG can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to major market corrections or crashes. Past performance is no indication of future performance. No guarantees can be offered that your goals or objectives will be achieved. Further, no promises or assumptions can be made that the advisory services offered by WMG will provide a better return than other investment strategies.

As stated above, WMG primarily uses mutual funds. The risks with mutual funds include the costs and expenses within the fund that can impact performance, change of managers, and fund straying from its objective. Open ended mutual funds do not typically have a liquidity issue and the price does not fluctuate throughout the trading day.

Investing in securities involves risk of loss, including the potential loss of principal. Therefore, your participation in any of the management programs offered by WMG will require you to

prepare to bear the risk of loss and fluctuating performance.

Voting Client Securities

WMG does not vote your securities. Unless you suppress proxies, the account custodian or transfer agent will send securities proxies directly to you. You may contact your Advisory Representative about questions you may have and opinions on how to vote the proxies. However, the decision to vote and how you vote the proxies is solely up to you.

Item 7 - CLIENT INFORMATION PROVIDED TO PORTFOLIO MANAGERS

We will gather financial information from you such as:

- Social Security or Tax Identification number
- Birth date
- Net worth and annual income
- Information about your personal finances
- Financial information such as bank accounts
- Other investment accounts, balances, statements, account numbers, etc.
- Investment goals and objectives and risk tolerance.

As the portfolio manager, your Advisory Representative will use this information to customize an advisory program based on your specific needs. Should this information change, you should notify your Advisory Representative.

Item 8 - CLIENT CONTACT WITH PORTFOLIO MANAGERS

You may contact WMG and your Advisory Representative at anytime. The frequency of client meetings are based on the value of the assets under management by WMG (see Review of Accounts in Item 9 – Additional Information for further details).

Item 9 – ADDITIONAL INFORMATION

There is no reportable disciplinary information required for WMG or its Advisory Representatives.

Advisory Representatives are licensed with various insurance companies. The insurance business is not a significant business to the Advisory Representatives and they do not concentrate resources toward the business. However, it is important to know that if Advisory Representatives recommend insurance products and if you purchase insurance products through them, they will earn commissions. This represents a conflict of interest in that the Advisory Representative recommends the insurance product and compensation is received by the Advisory Representative.

While Advisory Representatives endeavor at all times to put the interests of the clients first as part of WMG's fiduciary duty, clients should be aware that the receipt of additional compensation itself creates a conflict of interest and may affect the judgment of Advisory Representatives when making recommendations.

WMG attempts to mitigate the conflict of interest with the potential receipt of commission by disclosing this conflict to you and by informing you that you are under no obligation to purchase insurance products or services through our Advisory Representatives. You may implement recommendations through other insurance agents.

Code of Ethics

WMG has a fiduciary duty to you to act in your best interest and always place your interests first and foremost. WMG takes seriously its compliance and regulatory obligations and requires all staff to comply with such rules and regulations as well as WMG's policies and procedures. Further, WMG strives to handle your non-public information in such a way to protect information from falling into hands that have no business reason to know such information and provides you with WMG's Privacy Policy. As such, WMG maintains a code of ethics for its Advisory Representatives, supervised persons and staff. The Code of Ethics contains provisions for standards of business conduct in order to comply with federal securities laws, personal securities reporting requirements, pre-approval procedures for certain transactions, code violations reporting requirements, and safeguarding of material non-public information about your transactions. Further, WMG's Code of Ethics establishes WMG's expectation for business conduct. A copy of our Code of Ethics will be provided to you upon request.

Neither WMG nor its associate persons recommends to clients or buys or sells for client accounts any securities in which we have a material financial interest.

WMG and its associated persons may buy or sell securities identical to those securities recommended to you. Therefore, WMG and/or its associated persons may have an interest or position in certain securities that are also recommended and bought or sold to you. WMG and its associated persons will not put their interests before your interest. WMG and its associated persons may not trade ahead of you or trade in such a way to obtain a better price for themselves than for you or other clients.

WMG is required to maintain a list of all securities holdings for its associated persons and develop procedures to supervise the trading activities of associated persons who have knowledge of your transactions and their related family accounts at least quarterly. Further, associated persons are prohibited from trading on non-public information or sharing such information.

You have the right to decline any investment recommendation. WMG and its associated persons are required to conduct their securities and investment advisory business in accordance with all applicable Federal and State securities regulations.

Review of Accounts

WMG conducts reviews with clients at least annually or as agreed by client and Advisory Representative. The frequency of client meetings are based on the value of the assets under management by WMG. Advisory Representatives will offer review appointments based on the following schedule:

Account Size	Annual Client Meetings
\$0 - \$250,000	1 Portfolio Review
\$250,001 - \$1,000,000	2 Portfolio Reviews
\$1,000,001 +	4 Portfolio Reviews

You may request more or less frequent meetings based on your specific needs.

You must notify WMG promptly of any changes to your financial goals, objectives or financial situation. Your Advisory Representative will review the portfolio allocation and determine recommendations for changes.

WMG will provide you with a written or electronic quarterly report which includes performance, current holdings, current asset allocation and an invoice for WMG's management fee. The invoice will specify the advisory fee, the value of the account and the period rate upon which the fee was calculated.

You will also receive monthly or quarterly statements directly from the account custodian. Additionally, the custodian will provide you with trade confirmations of all transactions occurring in your account.

Client Referrals and Other Compensation

Product vendors recommended by WMG may provide monetary and non-monetary assistance with client events and provide educational tools and resources. WMG does not select products as a result of any monetary or non-monetary assistance. The selection of product is first and foremost. WMG's due diligence of a product does not take into consideration any assistance it may receive. Therefore, this is not considered a conflict of interest but a benefit for you and WMG.

We receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisers whose clients maintain their accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above (see *Item 12 – Brokerage Practices*). The availability to us of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

We may enter into arrangements with individuals called solicitors. The solicitor will refer clients who may be a candidate for our investment advisory services. In return, we will agree to

compensate the solicitor for the referral. Compensation to the solicitor is dependent upon the client entering into an advisory agreement with WMG for advisory services. The solicitor will be compensated by a percentage of our advisory fee or a flat fee as agreed upon between WMG and the solicitor. Our referral program is in compliance with the federal regulations as set out in 17 CFR section 275.206(4)-3. The solicitation/referral fee is paid pursuant to a written agreement entered into between WMG and the solicitor. The solicitor will be required to provide the client with a copy of our disclosure brochure, Form ADV Part 2, and a Solicitor Disclosure brochure at the time of referring a client to WMG. The solicitor is not permitted to offer the client any investment advice on our behalf. Clients' advisory fees will not be increased as a result of compensation being shared with Solicitor.

We may receive client referrals from TD Ameritrade through its participation in TD Ameritrade AdvisorDirect. In addition to meeting the minimum eligibility criteria for participation in AdvisorDirect, we may have been selected to participate in AdvisorDirect based on the amount and profitability to TD Ameritrade of the assets in, and trades placed for, client accounts maintained with TD Ameritrade. TD Ameritrade is a discount broker-dealer independent of and unaffiliated with us and there is no employee or agency relationship between them. TD Ameritrade has established AdvisorDirect as a means of referring its brokerage customers and other investors seeking fee-based personal investment management services or financial planning services to independent investment advisors. TD Ameritrade does not supervise us and has no responsibility for our management of client portfolios or our other advice or services. We pay TD Ameritrade an on-going fee for each successful client referral. This fee is usually a percentage (not to exceed 25%) of the advisory fee that the client pays to us ("Solicitation Fee"). We will also pay TD Ameritrade the Solicitation Fee on any advisory fees received by us from any of a referred client's family members, including a spouse, child or any other immediate family member who resides with the referred client and hired us on the recommendation of such referred client. We will not charge clients referred through AdvisorDirect any fees or costs higher than its standard fee schedule offered to its clients or otherwise pass Solicitation Fees paid to TD Ameritrade to its clients.

Our participation in AdvisorDirect raises potential conflicts of interest. TD Ameritrade will most likely refer clients through AdvisorDirect to investment advisors that encourage their clients to custody their assets at TD Ameritrade and whose client accounts are profitable to TD Ameritrade. Consequently, in order to obtain client referrals from TD Ameritrade, we may have an incentive to recommend to clients that the assets under management by us be held in custody with TD Ameritrade and to place transactions for client accounts with TD Ameritrade. In addition, we have agreed not to solicit clients referred to it through AdvisorDirect to transfer their accounts from TD Ameritrade or to establish brokerage or custody accounts at other custodians, except when its fiduciary duties require doing so. Our participation in AdvisorDirect does not diminish its duty to seek best execution of trades for client accounts.

Financial Information

WMG will not require you to prepay more than \$1,200 and six or more months in advance of receiving the advisory service.

WMG is financially stable. There is no financial condition that is likely to impair our ability to meet our contract actual commitment to you or any other client.

WMG has not been the subject of a bankruptcy petition.

Item 10 - REQUIREMENTS FOR STATE REGISTERED ADVISERS

This section is not applicable to WMG. WMG is not state registered. WMG is registered with the Securities and Exchange Commission.