

**CRAFT WEALTH MANAGEMENT LLC**

377 Oak Street Suite 402  
Garden City, New York 11530

Telephone (516) 997-4490  
Facsimile (516) 997-4464  
[info@craftwealthmgt.com](mailto:info@craftwealthmgt.com)

FORM ADV PART 2 BROCHURE

Dated May 13, 2015

This brochure provides information about the qualifications and business practices of Craft Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact us at (516) 997-4490. 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.

This update to the March 12, 2015 brochure includes disclosure information that may be material and is appended in Item 9.

Additional information about Craft Wealth Management, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The searchable IARD number for Craft Wealth Management, LLC is 170395.

Craft Wealth Management, LLC is a SEC registered investment adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

## Item 2 Summary of Material Changes

Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

## Item 3 Table of Contents

Item 1 Cover Page	Page 1
Item 2 Summary of Material Changes	Page 3
Item 3 Table of Contents	Page 4
Item 4 Advisory Business	Page 5
Item 5 Fees and Compensation	Page 7
Item 6 Performance-Based Fees and Side-By-Side Management	Page 8
Item 7 Types of Clients	Page 8
Item 8 Methods of Analysis, Investment Strategies and Risk of Loss	Page 9
Item 9 Disciplinary Information	Page 11
Item 10 Other Financial Industry Activities and Affiliations	Page 11
Item 11 Code of Ethics, Participation/Interest in Client Transactions & Personal Trading	Page 12
Item 12 Brokerage Practices	Page 14
Item 13 Review of Accounts	Page 16
Item 14 Client Referrals and Other Compensation	Page 16
Item 15 Custody	Page 16
Item 16 Investment Discretion	Page 17
Item 17 Voting Client Securities	Page 17
Item 18 Financial Information	Page 17
Item 19 Requirements for State Registered Advisors	Page 17
Item 20 Additional Information	Page 20

## Item 4 Advisory Business

Craft Wealth Management, LLC (CWM) is a SEC registered investment adviser based in Garden City, New York. Our firm is organized as a limited liability company under the laws of the State of New York. Craft Asset Holdings LLC (CAH) is our parent company and owner. Craft Capital Management LLC (CCM) our affiliate is an introducing broker dealer registered with FINRA (Financial Industry Regulatory Authority) where we normally direct trades and do not charge commission as more fully described in this brochure. However, there is no requirement for clients to have their account (or any account) directed to our affiliate for transactions or execution as we will assist all clients, in portfolio management at any brokerage or banking institution they may request or require.

The following paragraphs describe our services and fees. Please refer to the description of each investment advisory service listed below for information on how we tailor our advisory services to your individual needs. As used in this brochure, the words "we", "our" and "us" refer to Craft Wealth Management, LLC (CWM) and the words "you", "your" and "client" refer to you as either a client or prospective client, of our firm. Also, you may see the term or the associated acronym Associated Person (AP) or Investment Adviser Representative (IAR) throughout this brochure. As used in this brochure, our Associated Persons or Investment Adviser Representatives are our firm's officers, employees, and all individuals providing investment advice on behalf of our firm.

We provide our clients with a focused and limited range of investment advisory services, specifically, discretionary and non-discretionary portfolio management services. We do not provide any other services. Our portfolio management accounts are managed directly by investment adviser representatives of our firm, as services are provided by Barry Kiront who serves as portfolio manager as does George Goldman, CFP® portfolio manager. Please refer to the description of each investment advisory service listed below for information on how we may tailor our advisory services based on an analysis of your financial situation and individualized needs.

### Portfolio Management Services

We provide discretionary and non-discretionary portfolio management services where the investment advice provided is designed to meet specific client needs and investment objectives or if required, other choices the client may request. At the inception of the relationship, we will gather relevant information from you such as your risk tolerance, investment objectives and financial profile and will recommend an initial portfolio to you. Once the portfolio is constructed, we monitor your account on an ongoing basis and re-balance your portfolio as changes in market conditions occur and your circumstances may require. For existing client portfolios CWM, will review your investment(s), make recommendations and then implement any recommendation in your account as instructed in our agreement for you. In the normal course of business we would discuss in detail our recommendations, regardless of our ability to independently trade your account, when making significant changes based upon market conditions or some other factor at the time.

Should you wish to participate in our discretionary portfolio management services, we require you to grant our firm discretionary authority to manage your account. Discretionary authorization will allow our firm to determine the specific securities, and the amount of securities, to be purchased or sold for your account without your approval prior to each transaction. Discretionary authority is granted by inclusion in the investment advisory agreement you sign with our firm; in addition to a requirement to sign a limited power of attorney document which you would execute to us, or other trading authorization form(s) for the particular institutions executing your transactions. You may limit our discretionary authority (for example, limiting the types of securities that can be purchased for your account) by providing our firm with your restrictions and

guidelines in writing. If you enter into a non-discretionary arrangement with our firm, we must obtain your approval prior to executing any transactions on behalf of your account; in this case we may not take any investment action with your expressed consent.

You have an unrestricted right to decline to implement any advice provided by our firm on a non-discretionary basis. We will also follow your instructions on any discretionary account regardless of any power you may grant us if you communicate specifically your requirements prior to our taking any action to make an investment decision or action for you.

Portfolio management fees while negotiable within a limited range is agreed to by you and by our firm's Investment Adviser Representative. This information is detailed in a signed agreement when we service your account. The agreed upon fee schedule in the advisory contract that you are provided with, sets forth in the annually charges for services. No prepayments are required prior to any services rendered by our firm. We charge fees the annual fee on a quarterly basis. On an annualized basis, our fee for portfolio management services are based on the following fee schedules which depends on the size of your portfolio and the agreement made with our firm via the firm's IAR as detailed in the advisory contract:

Portfolio Size /Annualized % Fee \*\* Up to \$1,000,000 2.50%  
Over \$1,000,000 up to 2.25%

\*\* Each client may have a different fee percentages than those stated above. The activity profile of the account is a major factor. No client will pay brokerage ticket charges where possible as imposed by any brokerage firm where we do not have an agreement; unless this is fully disclosed to you and we discussed this with you and you agree to this arrangement. In some cases, you as a client may wish to have a specific brokerage account which you must inform us of. However, with all trades that are directed to our brokerage affiliate with a similar name, Craft Capital Management LLC (CCM) who clears its trades though (The Royal Bank of Canada, Capital Markets LLC) also called RBC Capital Markets, LLC( hereinafter "RBC"), the designated account custodian for all Craft Wealth Management LLC accounts which we direct (your advisor , the subject of this disclosure document, directed transactions under the advisory agreement), there will be no clearing firm ticket charges or commission charges since we have an agreement in place with CCM/RBC which affirms this arrangement( namely no commission and no transaction ticket charges); therefore in this account configuration there will be no commission charges in any CMW accounts as charged by us, if you are a CMW client, for any portfolio services where transactions are directed CCM/RBC.

Clients should not confuse this since as an advisory firm we are paid a fee in lieu of any commission, which we will discuss with in some detail; if you are not clear on this please contact us directly at the number provided.

Our fee is billed and payable quarterly based on the market value of your account on the last day of the previous quarter. Fees will be assessed pro rata in the event the portfolio management agreement is executed at any time other than the first day of a calendar quarter, which means that the advisory fee is payable in proportion to the number of days in the quarter for which you are a client.

We may allow accounts of members of the same household to be aggregated for purposes of meeting the requested minimum account size. We may allow such aggregation, for example, where we service accounts on behalf of minor children of current clients, individual and joint accounts for a spouse, and other types of related accounts.

We will deduct our fee directly from your account through the qualified custodian holding your funds and securities. As our client may pay us by check or wire. We do not accept cash. We will deduct our advisory fee

only when you have given our firm written authorization permitting the fees to be paid directly from your account. Further, the chosen qualified custodian will deliver an account statement to you at least quarterly, and monthly for active accounts. These account statements will show all disbursements from your account and all transactions and holdings. You should review all statements you receive for accuracy.

Either party, upon 30 days written notice to the other, may terminate the management advisory agreement. The portfolio management fee will be pro-rated for the quarter in which the cancellation notice was given. If you have paid advisory fees that we have not yet earned, you will receive a prorated refund of those fees.

Upon termination, you become responsible for monitoring your own asset and our firm has no further obligation to act upon or to provide advice with respect to those assets. Since our agreement is two ways either party can terminate this agreement. All third parties shall be bound by the advisory agreement.

### **Types of Investments**

We do not primarily offer advice on one type of security over another, instead offer advice on a broad range of investments. You may request that we refrain from investing in particular securities, or certain types of securities. You must provide these restrictions to our firm in writing. Normally, at account engagement but at any time, you may invoke your preferences and requirements. We do not have any Assets Under Management (AUM) as of April 20, 2015 without firm. We do not have any client assets on a discretionary basis or nondiscretionary basis; we are new firm and anticipate material operations in 2015. This document disclosure shall be updated accordingly with AUM.

## **Item 5 Fees and Compensation**

Refer to the Advisory Business section in this Brochure for information on our advisory fees, fee deduction arrangements, and refund policy according to each service we offer.

### **Additional Fees and Expenses**

As part of our investment advisory services to you, we may invest, or recommend that you invest, in mutual funds and exchange traded funds. The fees that you pay to our firm for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or exchange traded funds (described in each fund's prospectus) to their shareholders. These fees will generally include a management fee and other fund expenses. While you might, under specific circumstances, also incur transaction charges and/or brokerage fees when purchasing or selling securities as indicated in this brochure we will disclose and discuss any such charges with you. These charges and fees are typically imposed by the broker-dealer or custodian through whom your account transactions are executed. We do not share in any portion of the brokerage fees/transaction charges imposed by the broker-dealer or custodian. To fully understand the total cost you will incur, you should review all the fees charged by mutual funds, exchange traded funds, our firm, and any others. Refer to the brokerage practices section below for additional disclosures.

We may trade client accounts on margin. Each client must sign a separate margin agreement before margin is extended to that client account. Fees for advice and execution on these securities are based on the total asset value of the account, which includes the value of the securities purchased on margin. While a negative amount may show on a client's statement for the margined security as the result of a lower net market value, the amount of the fee is based solely on the absolute market value. This could create a conflict of interest where we may have an incentive to encourage the use of margin to create a higher market value and therefore receive a higher fee. The use of margin may also result in interest charges in addition to all other fees and expenses associated with the security involved.

### **Compensation for the Sale of Securities or Other Investment Products**

Persons providing investment advice on behalf of our firm may also be registered representatives with Craft Capital Management, LLC (CCM), an affiliated securities broker-dealer, with registered pending with FINRA (The Financial Industry Regulatory Authority) and one or more State Securities Departments. As such, these individuals are licensed to sell securities and/or insurance related products, if properly licensed for separate commission based compensation, any the firms receive including 12b-1 fees (commonly called trailer fees) for the sale of investment company products (mutual funds). This practice could present a conflict of interest because these persons may have an incentive to effect securities transactions for the purpose of generating commissions rather than solely based on your needs. You are under no obligation, contractually or otherwise, to purchase securities products through any person affiliated with our CWM or CCM. We have adopted a policy that clients will not be charged brokerage commissions on transactions in advisory accounts with the exception of initial public offering which we do not control / or syndicate offerings where the commission is built into the offering price by the issuer/syndicate. Therefore new offerings called Initial Public Offering when offered by a brokerage firm would receive compensation for the offering as a result of a purchase. If purchased by you an advisory client the individual who was your advisor at our firm (CWM) would not be able to earn or receive commission compensation based on the sale of these types of investments.

As indicated Executive officers and other Associated Persons providing investment advice on behalf of our firm may be licensed as independent insurance agents. These persons will earn commission-based compensation for any selling insurance products. Insurance commissions earned by these persons are separate and in addition to our advisory fees. This practice presents a conflict of interest because persons providing investment advice on behalf of our firm who are insurance agents have an incentive to recommend insurance products where they earn a commission of the sale or insurance related products. However, you are under no obligation, contractually or otherwise, to purchase insurance products through any person affiliated with our firm.

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

We do not charge or accept performance-based fees or participate in side-by-side management or any type of fee arrangement in this regard. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. We do not charge any performance based fees and do not share in any profits in any client account in any way. Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account. Our fees are calculated as described in the Advisory Business section above, and are not charged on the basis of a share of capital gains (losses) upon, or capital appreciation of, the funds in your advisory account. Therefore in summary there are no fees for performance and no additional fees related to side by side management

### **Item 7 Types of Clients**

We offer investment advisory services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, and other business entities.

In general, our firm requests a minimum of \$25,000 to open and maintain an advisory account. At our discretion, we may waive this minimum account size. For example, we may waive the minimum if you appear to have significant potential for increasing your assets under our management; of if you are setting up a direct retirement plan under automatic savings. We may also combine account values for you and your minor



children, joint accounts with your spouse, and other types of related accounts to meet the requested stated minimum.

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

We may use one or more of the following methods of analysis or investment strategies when providing investment advice to you:

- **Charting Analysis** - involves the gathering and processing of price and volume information for a particular security. This price and volume information is analyzed using mathematical equations. The resulting data is then applied to graphing charts, which is used to predict future price movements based on price patterns and trends.
- **Fundamental Analysis** - involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience and expertise of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's stock compared to the current market value.
- **Technical Analysis** - involves studying past price patterns and trends in the financial markets to predict the direction of both the overall market and specific stocks.
- **Cyclical Analysis** - a type of technical analysis that involves evaluating recurring price patterns and trends.
- **Long Term Purchases** - securities purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.
- **Short Term Purchases** - securities purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short-term price fluctuations.
- **Margin Transactions** - a securities transaction in which an investor borrows money to purchase a security, in which case the security serves as collateral on the loan. If the value of the shares drops sufficiently, the investor will be required to either deposit more cash into the account or sell a portion of the stock in order to maintain the margin requirements of the account. This is known as a "margin call." An investor's overall risk includes the amount of money invested plus the amount that was loaned to them.
- **Options Writing/Trading** - a securities transaction that involves buying or selling (writing) an option. If you write an option, and the buyer exercises the option, you are obligated to purchase or deliver a specified number of shares at a specified price at the expiration of the option regardless of the market value of the security at expiration of the option. Buying an option gives you the right to purchase or sell a specified number of shares at a specified price until the date of expiration of the option regardless of the market value of the security at expiration of the option. Options are complex investments and can be very risky, especially if the investor does not own the underlying stock. In certain situations, an investor's risk can be unlimited.

### **Risks Associated with Methods of Analysis and Investment Strategies**

**Charting and Technical Analysis** - The risk of market timing based on technical analysis is that charts may not accurately predict future price movements. Current prices of securities may reflect all information known about the security and day to day changes in market prices of securities may follow random patterns and may not be predictable with any reliable degree of accuracy.

**Fundamental Analysis** - The risk of fundamental analysis is that information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for a stock's value. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

**Cyclical Analysis** - The risk of cyclical analysis is that economic/business cycles may not be predictable and may have many fluctuations between long term expansions and contractions. The lengths of economic cycles may be difficult to predict with accuracy and therefore the risk of cyclical analysis is the difficulty in predicting economic trends and consequently the changing value of securities that would be affected by these changing trends.

### **Investment Strategy and Tax Disclosures**

Our investment strategies and advice may vary depending upon each client's specific financial situation. As such, we determine investments and allocations based upon your predefined objectives, risk tolerance, time horizon, financial horizon, financial information, liquidity needs, and other various suitability factors. Your restrictions and guidelines may affect the composition of your portfolio.

We may use short-term trading (in general, selling securities within 30 days of purchasing the same securities) as an investment strategy when managing your account(s). Short-term trading is generally considered high risk as we may use this strategy occasionally when we determine that it is suitable given your stated investment objectives and tolerance for risk.

Our strategies and investments may have unique and significant tax implications. We generally take tax efficiency into consideration in the management of your assets. Nonetheless, regardless of your account size or any other factors, we recommend that you consult with a tax professional prior to and throughout the investing of your assets.

Moreover, as a result of IRS regulations, custodians reporting the cost basis of equities acquired in client accounts on or after January 1, 2011. Your custodian will default the reporting to the FIFO (First-In First-Out) accounting method for calculating the cost basis of your investments. You are responsible for contacting your tax advisor to determine if this accounting method is the right choice for you. If your tax advisor believes another accounting method is more advantageous, please provide written notice to our firm immediately and we will alert your account custodian of your individually selected accounting method. Please note that decisions about cost basis accounting methods will need to be made before any trades settle, as tax regulations requires that the cost basis method remain unchanged after settlement.

### **Risk of Loss**

Investing in securities involves risk of loss, in some cases a total loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. You understand that our investment recommendations for your account are subject to various markets, currency, economic, political and business risks, and that those investment decisions will not always be profitable. Our services are on a best efforts basis. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

### **Recommendation of Particular Types of Securities**

As disclosed under the Advisory Business section above, we recommend all types of securities and we do not necessarily recommend one particular type of security over another since each client has different needs and different tolerance for risk. Each type of security has its own unique set of risks associated with it and it would not be possible to list here all of the specific risks of every type of investment. Even within the same type of investment, risks can vary widely. However, in very general terms, the higher the anticipated return of an investment, the higher the risk of loss associated with it.

## Item 9 Disciplinary Information

Craft Wealth Management, LLC the company has not been registered prior to this initial brochure.

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. The following information is applicable and required under current disclosure requirements:

On or about May 19, 2010, a client alleged in a written complaint against the Supervised Person Barry Kiront conducted unsuitable transactions, charged excessive commissions, and conducted unauthorized margin trades. Alleged damages were stated by the client at \$800,000. The matter was settled for \$40,000, of which \$25,000 was paid by the Supervised Person; Barry Kiront and the remainder by Woodstock Financial Group, his employing firm. According to the Supervised Person, the client transferred his account from the firm in 2008 after experiencing net realized profits since the accounts inception in 2002. However, the remaining stocks owned by the client were sold at market lows at the firm to which his account was transferred. The Supervised Person denies any wrongdoing as the client had signed for and had always used a margin account and all commissions were within industry guidelines.

On or about February 11, 2015, a brokerage firm client alleged in a written complaint the Supervised Person Barry Kiront conducted unsuitable trades, churned his account, conducted unauthorized ETF and short trades and negligently supervised the account. Alleged damages were stated by the client to be \$196,323.45. The matter was settled for \$30,000.00, none of which was paid by the Supervised Person. According to the Supervised Person, he did not service nor supervise the account or the broker handling the account and was named in the customer's complaint solely because the account was carried under a joint representative number. Accordingly, the Supervised Person denies any wrongdoing.

In or about March 2015, a brokerage firm client brought an arbitration against, among others, the Supervised Person Barry. The Statement of Claim alleges the Supervised Person and the other parties committed fraud, misrepresentation, breach of fiduciary duty, breach of contract, churning, excessive trading, unsuitable trading, unauthorized and improper discretionary trading, gross negligence, a failure to supervise control person liability, negligent supervision, unjust enrichment and violations of Mississippi Securities law, rules and regulations. Alleged damages are unspecified. According to the Supervised Person, while the account was carried in a joint representative number with another broker, the Supervised Person had no contact with the brokerage firm client nor any supervisory responsibilities over the account or the broker servicing the account. Accordingly, the Supervised Person denies any wrongdoing.

## Item 10 Other Financial Industry Activities and Affiliations

### **Registrations with Broker-Dealer and Arrangements with Affiliated Entities**

We are affiliated with Craft Capital Management, LLC (CCM), through common control and ownership. CCM is a securities broker-dealer and member FINRA, SIPC and MSRB. As disclosed above, Associated Persons of our firm may also be licensed as registered representatives to sell securities through CCM. We will recommend that you use the brokerage services of CCM if appropriate and suitable for your needs. You are under no obligation to engage CCM for such services. Our advisory services and associated fees are separate and distinct from any compensation you pay to CCM for brokerage and related services. Refer to the Fees and Compensation section above and the Brokerage Practices section below for additional disclosures.

<u>CWM IA</u>	<u>Company or Affiliation</u>	<u>Title</u>
Barry Kiront	Craft Asset Holding LLC (CAH) Craft Capital Management LLC (CCM) Craft Wealth Management (CWM) Jobast Holdings, Inc. APEX Stables International, Inc.	CEO/Managing Member CEO/Managing Member CEO/Managing Member Vice President/Secretary President
George Goldman	U. S. Sterling Securities, Inc. U.S. Sterling Risk Management, Inc. (USRM) Principal Protection Advisors, LLC Goldman Fischer Development Co. LLC Craft Asset Holding LLC Craft Capital Management LLC Craft Wealth Management	coCCO/FINOP/MSP/ROP Managing Director Chief Compliance Officer Managing Member Member President/Mang. Member CCO/Managing Member
(Additional licensing certification)	NYS Real Estate Broker/State Licensed Instructor NY, VT, CT, Insurance Broker CFP™ Certified Financial Planner® CSCP Certified Securities Compliance Professional® SII UK "Certificate in Corporate Finance" 2007	

The services arrangement (direct brokerage trades) we have with our affiliate presents a conflict of interest because we may have a financial incentive to recommend CCM's execution services. While we believe that compensation charged by CWM is competitive, such compensation may be higher than fees charged by other firms providing the same or similar services.

## Item 11 Code of Ethics

Craft Wealth Management has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, restrictions on the acceptance of significant gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at Craft Wealth Management must acknowledge the terms of the Code of Ethics annually, or as amended.

Such potential conflicts include those relating to allocation of investment opportunities. For example, it is possible that an investment opportunity may be suitable for more than one account managed by Craft Wealth Management, but may not be available in sufficient quantities for all accounts to participate fully. Similarly, there may be limited opportunity to sell an investment held by multiple accounts. A conflict arises where the portfolio manager has an incentive to treat an account preferentially because the account pays Craft Wealth Management or its affiliates a performance-based fee or the portfolio manager or Craft Wealth Management or an affiliate has an ownership or other economic beneficial interest in the account. To address these conflicts of interest associated with the allocation of trading and investment opportunities, Craft Wealth Management has adopted an investment allocation policy and trade allocation procedures that govern the allocation of portfolio

transactions and investment opportunities across multiple advisory accounts, including affiliated accounts. Craft Wealth Management allocates across accounts fairly and equitably over time based upon its policies and procedures.

The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of Craft Wealth Management will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of Craft Wealth Managements clients. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between Craft Wealth Management and its clients.

To supervise compliance with its Code of Ethics, Craft Wealth Management requires that all employees provide copies of their personal securities holdings and transaction reports to the firm's Chief Compliance Officer for review. In addition, Craft Wealth Management requires all designated access person employees to receive approval from the Chief Compliance Officer, legal department or Head Trader(s) for all investments without limitation. Any individual not in observance of the above may be subject to disciplinary action.

Craft Wealth Management serves as a fiduciary to its clients. As a fiduciary, Craft Wealth Management owes its clients an affirmative duty of utmost good faith and full and fair disclosure of all material facts. Craft Wealth Management must disclose all material facts regarding the Firm, the advisory services rendered, compensation and conflicts of interest. Craft Wealth Management has adopted this Code of Ethics which deals with the following areas: employee conduct, conflicts of interest, gifts, outside business activities, confidentiality of information, insider trading, procedures for personal securities transactions of directors, officers and employees, and initial public offerings and private offerings. Each officer, director and employee is required to certify that he or she has read and understands the Code of Ethics.

Craft Wealth Management Code of Ethics is based upon and herein enables the following core principles as summarized:

1. The interests of clients will be placed ahead of the Firm's or any Supervised Person's own investment interests at all times.
2. Supervised Persons are expected to conduct their personal securities transactions in accordance with the Firm's Personal Trading Policy, which requires that they submit an initial holdings report and regularly report their personal securities holdings thereafter, and notify the Chief Compliance Officer of any outside business activity in which they would like to engage. In these cases they must receive in general prior approval.
3. Supervised Persons are expected to comply with federal and other applicable securities laws.
4. Information concerning the identity of security holdings and financial circumstances of all clients is confidential.
5. Supervised Persons will not accept inappropriate gifts, favors, entertainment, special accommodations or other things of material value that could influence their decision-making or make them feel beholden to a person or firm.
6. Access persons will have a trades preapproved by legal and compliance.

As there many possible conflicts and here is how Craft Wealth Management address such conflicts

1. Craft Wealth Management has related persons that recommend to clients, or buys or sells for client

accounts, securities in which the firm itself or a related person(s) may have a material financial interest. Craft Wealth Management procedures and practice is to designate related person(s) and the firm as an access person(s) restricted in the ability to trade. Generally determination of trade entry is based upon and insipid or incidental material adverse consequences to the firm Client. Trade determination is documented

2. Craft Wealth Management or its related person, as a principal, may buy securities from (or may sell securities to) clients; (2) Craft Wealth Management or a related person with the firm may act as general partner in a partnership in which we solicit client investments; or (3) Craft Wealth Management or our related person(s) may acts as an investment adviser to an investment company that we recommend to clients.

These conflicts magnify the concept of self-dealing in contravention of a Fiduciary relationship with the CWM Clients. In all cases as outlined, Craft Wealth Management and/or its related person(s) will disclose its material involvement prior to client trade or contract. When a transactional event for a client is engaged the lower of contemporaneous cost to CWM or market will be used to determine fairness and prudence. In additional the firm will conduct a supervisory review whenever acting as principal and document the procedures for best execution for the customer within the confines of industry regulations best practice and jurisdictional requirements. When acting as advisor to a fund and then recommending that fund to a client and then recommending that fund requires disclose by the firm to a CWM client and compensation arrangements disclosure when applicable.

3. In the case of Craft Wealth Management or its related person(s) is investing in the same securities (or related securities, e.g., warrants, options or futures) that its affiliate, Craft Capital Management or our related person's recommends to any Clients, all personal trading is reviewed and must be approved by the firm's compliance department prior to trade entry. Depending upon the circumstances the trade may be rejected for related persons of Craft Wealth Management LLC. The firm itself shall not trade any security that is not in the normal course of its business: if a client is trading a security the firm has not traded then the firm will in general refrain from transacting that security.

4. If Craft Wealth Management or one of its related persons recommends securities to clients, or buys or sells securities for client accounts, at or about the same time that Craft Wealth Management or a related person buys or sells the same securities for Craft Wealth Management own (or the related person's own) account the compliance department at the firm will have designated these people and the firms account as access persons and they shall not have the ability to trade ahead or otherwise influence the market for the client account and subject security materially or otherwise.

Failure to comply with the Firm's Code of Ethics may result in disciplinary action, up to and including termination of employment.

## Item 12 Brokerage Practices

We recommend the brokerage and custodial services of Craft Capital Management, LLC ("CCM"), our affiliated broker-dealer and RBC Correspondent Services ("RBC"), the clearing firm for Craft Capital Management LLC, its clearing agent/custodian.

We believe CCM and RBC provide quality execution services for you at competitive prices. Price is not the sole factor we consider in evaluating best execution. We also review the execution quality of the brokerage services provided by CCM and RBC, the firms' reputation, execution capabilities, commission rates, and

responsiveness to our clients and our firm. You may pay higher commissions and/or trading costs than those that may be available elsewhere.

Persons providing investment advice on behalf of our firm who are registered representatives of CWM will recommend CWM to you for brokerage services. These individuals are subject to applicable rules that restrict them from conducting securities transactions away from CWM unless CWM provides the representative with written authorization to do so. Therefore, these individuals are generally limited to conducting securities transactions through CCM. It may be the case that CCM charges higher transactions costs and/or custodial fees than another broker charges for the same types of services.

You may utilize the broker-dealer of your choice and have no obligation to purchase or sell securities through any such broker as we recommend. Refer to the Fees and Compensation section above for additional disclosures on this topic.

You should be aware that best execution and lower commissions may not necessarily be achieved if recommended transactions are placed through Associated Persons of our firm in their separate capacity as a registered representative of CWM or as a licensed insurance agent/broker.

### **Brokerage for Client Referrals**

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

### **Directed Brokerage**

In limited circumstances, and at our sole discretion, some clients may instruct our firm to use one or more particular brokers for the transactions in their accounts. If you choose to direct our firm to use a particular broker, you should understand that this might prevent from effectively negotiating brokerage commissions on your behalf. This practice may also prevent our firm from obtaining favorable net price and execution. Thus, when directing brokerage business, you should consider whether the commission expenses, execution, clearance, and settlement capabilities that you will obtain through your broker are adequately favorable in comparison to those that we would otherwise obtain for you.

### **Block Trades**

Transactions for each client generally will be effected independently, unless we decide to purchase or sell the same securities for several clients at approximately the same time. We may, but are not obligated to, combine multiple orders for shares of the same securities purchased for advisory accounts we manage (this practice is commonly referred to as "block trading"). We will then distribute a portion of the shares to participating accounts in a fair and equitable manner. The distribution of the shares purchased is typically proportionate to the size of the account, but it is not based on account performance or the amount or structure of management fees. Subject to our discretion regarding factual and market conditions, when we combine orders, each participating account pays an average price per share for all transactions and pays a proportionate share of all transaction costs on any given day. Accounts owned by our firm or persons associated with our firm may participate in block trading with your accounts; however, they will not be given preferential treatment.

In the event orders are not block traded, you may pay different prices for the same securities transactions than other clients pay. Furthermore, we may not be able to buy and sell the same quantities of securities for you and you may pay higher commissions, fees, and/or transaction costs than if orders were block traded.

## Item 13 Review of Accounts

Barry Kiront and George Goldman will monitor management accounts on a continuous basis. George Goldman, Portfolio Manager and Compliance Officer, will conduct a review of accounts at least quarterly. Barry Kiront will review Mr. Goldman's finding and appropriate actions will be taken if required. Additional triggering factors that may initiate a review include, but are not limited to, significant market corrections, large deposits or withdrawals from an account, substantial changes in the value of a client's portfolio, investments subject to particular risk factors and a change in the client's investment objectives or current life situation.

Our custodian or outside brokerage entity where our firm directs trades for your investment portfolio will provide our clients and consumers with periodic written positional reports (at a minimum annually or if an active portfolio possibly quarterly or monthly), which typically includes a summary of account activity and account holdings, on as needed basis and/or at your request. In addition, you will receive statements directly from your custodian, the designated account custodian(s) on a quarterly basis; or more often if there is activity during any particular month. CWM may if required or if requested, prepare independently, a performance report or other analysis that may be helpful in looking at metric associated with any managed investment; the preparation of an independent report normally by CWM is not a requirement and we do not charge for report preparation or analysis if and/or when any such document is prepared and/or delivered to you, if applicable

## Item 14 Client Referrals and Other Compensation

We do not directly or indirectly compensate non-employee (outside) consultants, individuals, and/or entities (Solicitors) for client referrals.

Certain of our Associated Persons are licensed insurance agents and are registered representatives with Craft Wealth Management, LLC, a securities broker-dealer, and a member of the Financial Industry Regulatory Authority and the Securities Investor Protection Corporation. Refer to the Fees and Compensation section above for additional disclosures on this topic.

## Item 15 Custody

As paying agent for our firm, your independent custodian may directly debit your account(s) for the payment of our advisory fees, but only if you previously consented to such deduction in writing. This authority to deduct our advisory fees from your accounts causes our firm to exercise limited custody over your funds or securities. We do not have physical custody of any of your funds and/or securities. You will receive account statements from the independent, qualified custodian(s) holding your funds and securities at least quarterly. The account statements from your custodian(s) will indicate the amount of our advisory fees deducted from your account(s) each billing period. You should carefully review account statements for accuracy. We may also provide statements to you reflecting the amount of advisory fee deducted from your account.

You should compare any statements you receive from us with the statements from your account custodian(s) to reconcile the information reflected on each statement. If you have a question regarding your account statement or if you did not receive a statement from your custodian, please contact Craft Wealth Management. Compliance Department at (516) 997-4490.



## Item 16 Investment Discretion

Before we can buy or sell securities on your behalf, you must first sign our discretionary management agreement. If you engage us to provide investment advisory services on a discretionary basis, we have the authority to determine the selection and amount of securities to be purchased or sold for your account(s) without obtaining your consent or approval prior to each transaction. You may specify investment objectives, guidelines, and/or impose certain conditions or investment parameters for your account(s). For example, you may specify that the investment in any particular stock or industry should not exceed specified percentages of the value of the portfolio and/or restrictions or prohibitions of transactions in the securities of a specific industry or security. Refer to the Advisory Business section above for more information on our discretionary management services. We require any instruction in writing and to be formalized.

If you enter into non-discretionary arrangements with our firm, we will and must obtain your approval prior to the execution of any transactions for your account(s). You have an unrestricted right to decline to implement any advice provided by our firm on a non-discretionary basis. All voice communications may be required by use to quality and verification purposes regard trade authorizations or any kind.

## Item 17 Voting Client Securities

We do not vote proxies on behalf of any advisory accounts. At your request, we may offer you advice regarding corporate actions and the exercise of your proxy voting rights. If you own shares securities that require a vote, you are responsible for exercising your right to vote as a shareholder. In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, at no charge, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward any electronic information, data or solicitation to vote proxies.

## Item 18 Financial Information

Our firm does not have any financial conditions or impairments that would prevent us from meeting our contractual commitments to you. We do not take physical custody of client funds or securities, or serve as trustee or signatory for client accounts, and, we do not require the prepayment of any fees in advance nor have we filed a bankruptcy petition at any time in the past ten years. Therefore, we are not required to include a financial statement with this brochure. Since your account is held by a custodian beside our firm (our firm does not hold customer funds or securities), we will send the custodians financials which we maintain on file.

## Item 19 Requirements for State Registered Advisors

George Goldman is currently the CCO-Chief Compliance Office and Investment Advisor Representative for Craft Wealth Management LLC. George Goldman is the President and Chief Compliance Officer of Craft Capital Management LLC a pending broker-dealer registrant for registration with FINRA known as the Financial Industry Regulatory Authority. George Goldman – is currently Chief Compliance Officer for

Principal Protection Advisors. He is co-CCO/FINOP/MSP/ROP of U.S. Sterling Securities, Inc. as he has consulted with this firm originally in 2002 through 2008 and assumed his current positions with U.S. Sterling in 2009. He is a Managing Member of PPA Group LLC whose sole activity is a Vehicle Holding Company for a Commodity Pool PPA FX Conservative Fund LP (which may conduct business strictly with US domiciled persons or entities located in the United States. This CPO intends to conduct market operations in the foreign currency marketplace on FOREX. He is the Managing Member of U.S. Sterling Risk Management, Inc. and holds an Insurance Licenses Property Casualty Life and Health. He has 26 years in the securities industry. He holds several FINRA securities licenses as a registered representative, the Series 7, 24,4,55,53,79,99,27,3and 34 . He is Managing Member of Goldman Fischer Development a holding company and industry consulting organization. Mr. Goldman is a Certified Financial Planner (CFP®) awarded in 1991 and is a Certified Securities Compliance Professional (CSCP®) awarded in 2011. He holds two Bachelor of Science Degrees from Stony Brook University awarded in 1982. He is a managing member of Principal Protection Advisors LLC and serves as the Chief Compliance Officer.

### **Educational Background and Business Experience**

George T Goldman

D.O.B. 05/12/1957

B.S. Stony Brook University, 1980 Biochemistry BCH

U.S. Stony Brook University 1981 Engineering Chemistry and Material Science ECM

CFP®- Certified Financial Planner®1991, CFP Board of Standards

United Kingdom, SII Certificate in Corporate Finance EU 2007

CSCP®-Certified Securities Compliance 2011 Professional

National Society of Compliance Professionals

NYS Licensed Real Estate Broker, NYS RE DOS Licensed Instructor

NYS Licensed Insurance Agent/Broker PCLH

Craft Asset Holdings LLC Member 12/2014 to Present

Craft Wealth Management LLC CCO/Investment Advisor 12/2014 to Present

Craft Capital Management LLC President 04/2014 to Present

U.S. Sterling Risk Management, Inc. Insurance Broker 01/2012 to Present

Principal Protection Advisors LLC CCO March 2012 to Present

U.S. Sterling Securities, Inc. co/CCO FINOP MSP ROP 03/2009 to Present

U.S. Sterling Capital, Corp. Paralegal 06/2012 to Present

Value Line Securities, Inc. Chief Compliance Officer BD 07/2008 to 10/2009

Value Line Asset Management LLC Chief Compliance Officer IA 07/2009 to 11/2009

InterMerchant Securities LLC President Chief Compliance Officer 12/2006 to 11/2008

Goldman Fischer Development Co. LLC Managing Member 11/1997 to Present

### **Disciplinary Information**

No information is applicable to this Item.

### **Other Business Activities**

George Goldman is a NYS Notary Public, Goldman Fischer Development LLC (GFDLLC) is a holding company for noninvestment related activities.

## **Additional Compensation**

No information is applicable to this Item.

## **Supervision**

George Goldman is supervised directly by Supervisor(s) Barry Kiront Phone Number(s) 954-745-4996 is monitored by the aforementioned principal(s) electronically and by proximate personal monitoring via physical inspection of materials and behaviors. Electronic monitoring includes review of emails and correspondence and/or communications by the compliance or principal officer with all personal trades entered approved by a principal and recorded in the compliance department. Personal monitoring of personal activities as are applicable are not limited to visual inspection(s) and accounting of customer account processes review of trade by the advisor, independent portfolio reviews completed or engaged by the Barry Kiront, monitoring of Continuing Educations and compliance with the Craft Code of Ethics and/or all state and federal laws and regulations.

## **Requirements for State-Registered Advisers**

No information is or disclosure events are applicable to this Item.

## **Educational Background and Business Experience**

### **Barry Michael Kiront**

D.O.B. 10/11/1963

B.S. New York Institute of Technology, BS Business Administration-Minor Marketing 1985.

Hofstra University-M.A. Education 1987. (Certified Teacher NYS Department of Education)

Craft Asset Holdings LLC CEO/Managing Member 11/2014 to Present

Craft Wealth Management LLC CEO/Managing Member 12/2014 to Present

Craft Capital Management LLC CEO/Managing Member 03/2014 to Present

Jobast Holdings Inc. Vice President/Secretary 04/1997 to Present

APEX Stables International Inc. President 01/2010 to Present

Advanced Capital Management LLC Managing Member Holding Company non-active 02/2000 to Present

Registered Representative and General Securities Principal Woodstock Financial 03/1998 to 3/2015

## **Disciplinary Information**

On or about May 19, 2010, a client alleged in a written complaint the Supervised Person conducted unsuitable transactions, charged excessive commissions, and conducted unauthorized margin trades. Alleged damages were stated by the client at \$800,000. The matter was settled for \$40,000, of which \$25,000 was paid by the Supervised Person and the remainder by Woodstock Financial Group. According to the Supervised Person, the client transferred his account from the firm in 2008 after experiencing net realized profits since the accounts inception in 2002. However, the remaining stocks owned by the client were sold at market lows at the firm to which his account was transferred. The Supervised Person denies any wrongdoing as the client had signed for and had always used a margin account and all commissions were within industry guidelines.

On or about February 11, 2015, a brokerage firm client alleged in a written complaint the Supervised Person Barry Kiront conducted unsuitable trades, churned his account, conducted unauthorized ETF and short trades and negligently supervised the account. Alleged damages were stated by the client to be \$196,323.45. The

matter was settled for \$30,000.00, none of which was paid by the Supervised Person. According to the Supervised Person, he did not service nor supervise the account or the broker handling the account and was named in the customer's complaint solely because the account was carried under a joint representative number. Accordingly, the Supervised Person denies any wrongdoing.

In or about March 2015, a brokerage firm client brought an arbitration against, among others, the Supervised Person Barry Kiront. The Statement of Claim alleges the Supervised Person and the other parties committed fraud, misrepresentation, breach of fiduciary duty, breach of contract, churning, excessive trading, unsuitable trading, unauthorized and improper discretionary trading, gross negligence, a failure to supervise control person liability, negligent supervision, unjust enrichment and violations of Mississippi Securities law, rules and regulations. Alleged damages are unspecified. According to the Supervised Person, while the account was carried in a joint representative number with another broker, the Supervised Person had no contact with the brokerage firm client nor any supervisory responsibilities over the account or the broker servicing the account. Accordingly, the Supervised Person denies any wrongdoing.

### **Other Business Activities**

Co-owner and Treasurer of Jobast Holdings Inc., which was utilized to pay for the expenses of prior operating office or related companies.

President of Apex Stables International, Inc. which is engaged in the purchase and sale of dressage horses. All time spent on such activity is outside normal market trading hours.

Co-Owner and Treasurer of Advanced Capital Management, LLC. This is currently a holding company and was used in the past to pay for office expenses. Currently inactive. As of 2/5/2015

### **Additional Compensation**

No information is applicable to this Item.

### **Supervision**

Barry Kiront is supervised directly by Supervisor(s) George Goldman Phone Number(s) [516-997-4490](tel:516-997-4490) is monitored by the aforementioned principal(s) electronically and by proximate personal monitoring via physical inspection of materials and behaviors. Electronic monitoring includes review of emails and correspondence and/or communications by the compliance or principal officer with all personal trades entered approved by a principal and recorded in the compliance department. Personal monitoring of personal activities as are applicable are not limited to visual inspection(s) and accounting of customer account processes review of trade by the advisor, independent portfolio reviews completed or engaged by George Goldman, monitoring of Continuing Educations and compliance with the Craft Code of Ethics and/or all state and federal laws and regulations.

## **Item 20 Additional Information**

### **Your Privacy**

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

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

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

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

### **Trade Errors**

In limited circumstances, we may make an error in submitting a trade on your behalf. In the event a trading error occurs in your account, our policy is to restore your account to the position it should have been in had the trading error not occurred. Depending on the circumstances, corrective actions may include canceling the trade, adjusting an allocation, and/or reimbursing the account. In the event the trading error results in an erroneous profit, the profit will not be allocated to the client as the custodian or representatives of Craft Wealth Management, LLC would maintain the profit.

### **Class Action Lawsuits**

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