

Item 1 – Cover Page

BNB Wealth Management, LLC

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Date of ADV Part 2A Brochure: March 29th, 2017

This brochure provides information about the qualifications and business practices of BNB Wealth Management, LLC, LLC (“BNB Wealth Management”). If you have any questions about the contents of this brochure, please contact Andrew R. Bellamah at (301) 562-7300-2007 or at ab@bnbinc.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 BNB Wealth Management is also available on the Internet at www.adviserinfo.sec.gov. You can view our firm’s information on this website by searching for BNB Wealth Management, LLC, LLC or our firm’s CRD number 107702.

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

Item 2 – Material Changes

Since the most recent Annual Amendment filing on March 25th, 2016, this ADV Part 2A, Firm Brochure has had the following material changes:

A new fee schedule was added in January, 2017. This is disclosed in Item 5.

A policy of not including mutual funds that pay 12b-1 fees in managed accounts established after 1/1/2017. This is disclosed in Item 4.

BNB Wealth Management LLC has purchased the right to approach the clients of the investment advisory practice of an individual who was registered as an investment adviser representative of Capitol Securities Management. In order to provide investment advice to these prospective clients while they are offered the opportunity to transition their accounts to BNB Wealth Management LLC, Andrew Bellamah, BNB's owner, has separately registered as an investment adviser representative of Capitol Securities Management. This is disclosed in Items 10 and 12 and on Mr. Bellamah's ADV Part 2B.

Item 3 – Table of Contents

Item 1 – Cover Page	1
Item 2 – Material Changes	2
Item 3 – Table of Contents	3
Item 4 – Advisory Business	4
Ownership	4
General Description of Primary Advisory Services	4
Client Assets Managed by BNB Wealth Management.....	8
Item 5 – Fees and Compensation	8
Asset Management Services	8
Financial Planning and Consulting Services	10
Additional Information Regarding Fees	11
Additional Compensation	12
Item 6 – Performance-Based Fees and Side-By-Side Management	12
Item 7 – Types of Clients	13
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss	13
Methods of Analysis	13
Investment Strategies	14
Risk of Loss	14
Item 9 – Disciplinary Information	15
Item 10 – Other Financial Industry Activities and Affiliations	15
Registered Representative of a Broker/Dealer	15
Insurance Agent	16
Other Investment Adviser.....	17
Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading	17
Item 12 – Brokerage Practices	18
Best Execution	19
Handling Trade Errors	19
Block Trading Policy	20
Item 13 – Review of Accounts.....	20
Account Reviews and Reviewers	20
Statements and Reports	20
Item 14 – Client Referrals and Other Compensation	20
Item 15 – Custody	21
Item 16 – Investment Discretion	21
Item 17 – Voting Client Securities	21
Item 18 – Financial Information	21
Customer Privacy Policy Notice	22
Class Action Lawsuits	23
Business Continuity Plan.....	23

Item 4 – Advisory Business

Ownership

BNB Wealth Management (“we”, “our”, the “Firm”) is an investment advisor registered with the Securities and Exchange Commission since January 1997. We are a limited liability company formed under the laws of the State of Maryland. Andrew R. Bellamah is the founder and sole owner of the firm.

General Description of Primary Advisory Services

The following are brief descriptions of BNB Wealth Management’s primary services. A detailed description of our services is provided in **Item 5 – Fees and Compensation** so that clients and prospective clients (“clients” or “you”) can review the description of services and description of fees in a side-by-side manner.

BNB Wealth Management Asset Management Services. We offer asset management services that involve providing you with continuous and on-going supervision over your accounts. The Account is managed by BNB Wealth Management based on your financial situation, investment objectives and risk tolerance. We actively monitor the Account and provide advice regarding buying, selling, reinvesting or holding securities, cash or other investments of the Account and make trades in your accounts when necessary.

When you engage BNB Wealth Management, you appoint BNB Wealth Management as your investment advisor of record on specified accounts (collectively, the “Account”). The Account consists only of separate account(s) held by qualified custodian(s) under your name. Pershing LLC, the Qualified custodian, maintains physical custody of all funds and securities of the Account, and you retain all rights of ownership (e.g., right to withdraw securities or cash, exercise or delegate proxy voting and receive transaction confirmations) of the Account.

Our firm provides continuous advice to a client regarding the investment of client funds based on the individual needs of the client. Through personal discussions in which goals and objectives based on a client's particular circumstances are established, we develop a client's personal investment policy statement and create and manage a portfolio based on that policy statement. During our data-gathering process, we determine the client’s individual objectives, time horizons, risk tolerance, and liquidity needs. As appropriate, we also review and discuss a client's prior investment history, as well as family composition and background. We manage these advisory accounts primarily but not exclusively, on a discretionary basis Account supervision is guided by the client's stated objectives (i.e., maximum capital appreciation, growth, income, or growth and income, income and growth, or preservation of principal), as well as tax considerations. Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

Our investment recommendations are not limited to any specific product or service offered by a broker-dealer or insurance company and will generally include advice regarding the following securities:

- Mutual Funds
- Stocks

- Exchange Traded Funds
- Closed End Funds
- American depositary receipts and stocks traded on foreign exchanges
- Warrants
- Corporate debt securities (other than commercial paper)
- Certificates of deposit
- Municipal Bonds
- Corporate Bonds
- Variable annuities
- United States governmental securities
- Options contracts on securities

Because some types of investments involve certain additional degrees of risk, they will only be implemented/recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity and suitability.

Financial Planning and Consulting Services.

We offer financial planning services. Financial planning is a comprehensive evaluation of a client's current and future financial state by using currently known variables to predict future cash flows, asset values and withdrawal plans. Through the financial planning process, all questions, information and analysis are considered as they impact and are impacted by the entire financial and life situation of the client. Clients purchasing this service receive a written report which provides the client with a detailed financial plan designed to assist the client achieve his or her financial goals and objectives.

We gather the required information through in-depth personal or teleconference interviews and forms execution. Information gathered includes the client's current financial status, tax status, future goals, returns objectives and attitudes towards risk. We carefully review documents supplied by the client, including a questionnaire completed by the client, and prepare a written report. Should the client choose to implement the recommendations contained in the plan, we suggest the client work closely with his/her attorney, accountant, insurance agent, and other related professionals. Implementation of financial plan recommendations is entirely at the client's discretion.

In general, the financial plan can address any or all of the following areas:

- **PERSONAL:** We review family records, budgeting, personal liability, estate information and financial goals.
- **TAX & CASH FLOW:** We analyze the client's income tax and spending and planning for past, current and future years; then illustrate the impact of various investments on the client's current income tax and future tax liability.
- **INVESTMENTS:** We analyze investment alternatives and their effect on the client's portfolio.
- **INSURANCE:** We review existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home and automobile.
- **RETIREMENT:** We analyze current strategies and investment plans to help the client achieve his or her

retirement goals.

- **DEATH & DISABILITY:** We review the client's cash needs at death, income needs of surviving dependents, estate planning and disability income.
- **ESTATE:** We assist the client in assessing and developing long-term strategies, including as appropriate, living trusts, wills, review estate tax, powers of attorney, asset protection plans, nursing home selection and expense planning, Medicaid and elder law.
- **DIVORCE:** We assist the client during the divorce process in regards to spousal support, qualified domestic orders, the division of assets and budget evaluation post-divorce.
- **TUITION PLANNING:** We assist the clients in reviewing all of the savings plans available including 529 Plans, Uniform Gift to Minor Plans, Coverdell Education IRA savings plans

We also provide general non-securities advice on topics that may include tax and budgetary planning, estate planning and business planning.

LIMITATIONS: As the investment advisor representatives of BNB Wealth Management, LLC are registered as representatives of a broker-dealer and/or as insurance agents/brokers of various insurance companies, recommendations made in financial plans are limited to only those products offered through these companies.

BNB Wealth Management also offers pension consulting services to benefit plan sponsors and to individual participants in benefit plans. If requested by the client, BNB Wealth Management may recommend the services of other professionals for implementation purposes, including BNB Wealth Management's investment advisor representatives in their individual capacities as a registered representatives of a broker-dealer and/or licensed insurance agents. (**See** disclosure below at Items 10.C). The client is under no obligation to engage the services of any such recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from BNB Wealth Management. **Please Note:** If the client engages any such recommended professional, and a dispute arises thereafter relative to such engagement, the client agrees to seek recourse exclusively from and against the engaged professional. **Please Also Note:** It remains the client's responsibility to promptly notify BNB Wealth Management if there are ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising our previous recommendations and/or services.

Miscellaneous

Non-Investment Consulting/Implementation Services. To the extent requested by the client, BNB Wealth Management *may* provide consulting services regarding non-investment related matters, such as estate planning, tax planning, insurance, etc. Neither BNB Wealth Management, nor any of its representatives, serves as an attorney and no portion of BNB Wealth Management's services should be construed as same. To the extent requested by a client, BNB Wealth Management may recommend the services of other professionals for certain non-investment implementation purposes (i.e. attorneys, accountants, insurance, etc.), including certain of BNB Wealth Management's investment adviser representatives in their separate registered/licensed/certified capacity as discussed below. The client is

under no obligation to engage the services of any such recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from BNB Wealth Management. **Please Note:** If the client engages any such recommended professional, and a dispute arises thereafter relative to such engagement, the client agrees to seek recourse exclusively from and against the engaged professional. **Please Also Note:** It remains the client's responsibility to promptly notify BNB Wealth Management if there are ever any changes in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising our previous recommendations and/or services.

Please Note: Cash Positions. At any specific point in time, depending upon perceived or anticipated market conditions/events (there being **no guarantee** that such anticipated market conditions/events will occur), BNB Wealth Management maintains cash positions for defensive purposes. All cash positions (money markets, etc.) shall be included as part of assets under management for purposes of calculating BNB Wealth Management's advisory fee. **Please Further Note:** When the account is holding cash positions, those cash positions will be subject to the same fee schedule as set forth above. **BNB Wealth Management's Chief Compliance Officer, Andrew R. Bellamah, remains available to address any questions that a client or prospective client may have regarding the above fee billing practice.**

Private Investment Funds. BNB Wealth Management does not currently utilize private investment funds in any of its investment portfolios although legacy positions may exist.

Client Obligations. In performing its services, BNB Wealth Management shall not be required to verify any information received from the client or from the client's other professionals, and is expressly authorized to rely thereon. Moreover, each client is advised that it remains his/her/its responsibility to promptly notify BNB Wealth Management if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising BNB Wealth Management's previous recommendations and/or services.

Disclosure Statement. A copy of our written Brochure as set forth on Part 2A of Form ADV shall be provided to each client prior to, or contemporaneously with, the execution of an Investment Advisory or Financial Planning Agreement.

Fee Differentials. As indicated in Item 5 below, in certain circumstances, BNB Wealth Management, in its sole discretion, may charge a different fee (higher or lower) to its clients based upon various objective and subjective factors, including, but not limited to: the amount and composition of the assets placed under BNB Wealth Management's management, the complexity of the engagement, the potential for additional deposits, your relationship and history with BNB Wealth Management, and the level and scope of the overall investment advisory services to be rendered. As a result of these factors, the services to be provided by BNB Wealth Management to any particular client could be available from other advisers at lower fees. All clients and prospective clients should be guided accordingly.

When providing asset management services, BNB Wealth Management typically constructs each client's account holdings using primarily Mutual Funds to build diversified portfolios. We do not typically attempt to time the market but we may increase cash holdings modestly, as deemed appropriate, based on your risk tolerance and our expectations of market behavior. We may modify our investment strategy to accommodate special situations such as low basis stock, stock options, legacy holdings, inheritances, closely held businesses, collectibles or special tax situations. Please refer to **Item 8,**

Methods of Analysis, Investment Strategies and Risk of Loss for more information.

BNB Wealth Management's services are provided based on the individual needs of each client. This means, for example, that clients are given the ability to impose restrictions on the accounts we manage for them, including specific investment selections and sectors. We work with each client on a one-on-one basis through interviews and questionnaires to determine their investment objectives and suitability information. However, we reserve the right to not enter into an investment advisor relationship with a prospective client whose investment objectives may be considered incompatible with our investment philosophy or strategies or where the prospective client seeks to impose unduly restrictive investment guidelines.

Client Assets Managed by BNB Wealth Management

As of March 28, 2017, BNB Wealth Management had 103 million dollars in assets under management on a discretionary basis and 34 million dollars in assets under management on a non-discretionary basis.

Item 5 – Fees and Compensation

In addition to the information provided in **Item 4 – Advisory Business**, this section provides additional details regarding our firm's services along with descriptions of each service's fees and compensation arrangements.

Asset Management Services

BNB Wealth Management Program accounts are custodied at Pershing, LLC. in its capacity as a registered broker/dealer, member FINRA/SIPC. Our introducing Broker Dealer, Capitol Securities Management, Inc. is also an investment advisor registered with the SEC, but does not serve as an investment advisor for you through the BNB Wealth Management Program. Pershing LLC, provides clearing, custody and other brokerage services for accounts established through the BNB Wealth Management Program. Therefore, you are required to establish a brokerage account(s) through Capitol Securities Management, Inc. Separate accounts are maintained for you, and you retain all rights of ownership of your accounts (e. g., the right to withdraw securities or cash, exercise or delegate proxy voting, and receive transaction confirmations).

Under the BNB Wealth Management Program, we are able to offer participants investment management services, for a negotiable single specified annual Program fee, inclusive of trade execution, custody, reporting, and investment management fees.

For accounts opened prior to January 1, 2017

The annual Program fee ranges between negotiable and a maximum of 2.0% of assets under management, which shall be based upon various objective and subjective factors, including, but not limited to: the amount and composition of the assets placed under BNB Wealth Management's management, the complexity of the engagement, the potential for additional deposits, your relationship and history with BNB Wealth Management, and the level and scope of the overall investment advisory services to be rendered. Under this schedule, BNB and/or its related persons will receive 12b-1 fees from certain mutual funds included in the client's portfolio if the use of such funds is consistent with the

best interests of the client. These 12b-1 fees are separate from and in addition to the annual Program fee. As a result of these factors, the services to be provided by BNB Wealth Management to any particular client could be available from other advisers at lower fees. All clients and prospective clients should be guided accordingly. (See also Fee Differential discussion in **Item 4 – Advisory Business** above.)

For accounts opened on or after January 1, 2017

<u>From</u>	<u>To</u>	<u>Fee</u>
\$0	\$250,000	1.5%
Next \$250,001	\$750,000	1.25%
Next \$750,001	\$2,000,000	1%
\$2,000,001	Above	Negotiable

These portfolios will not contain mutual funds that contain 12b-1 fees, with the rare exception of funds that BNB deems to be “best in class” and not available in share classes that do not contain 12b-1 fees (specifically “A” shares at NAV).

The annual Program fee is negotiable based upon various objective and subjective factors, including, but not limited to: the amount and composition of the assets placed under BNB Wealth Management’s management, the complexity of the engagement, the potential for additional deposits, your relationship and history with BNB Wealth Management, and the level and scope of the overall investment advisory services to be rendered. As a result of these factors, the services to be provided by BNB Wealth Management to any particular client could be available from other advisers at lower fees. All clients and prospective clients should be guided accordingly. (See also Fee Differential discussion in **Item 4 – Advisory Business** above.)

For All Accounts

The annual fee is divided and paid quarterly in arrears through a direct debit to your account. Our firm directly debits advisory fees from client accounts. As part of this billing process, our clearing firm/custodian Pershing LLC, calculates and debits the fee from the client's account on a quarterly basis in arrears in the month following the end of the quarter. The fee billing system is automated and hard coded for each account based upon the fee rate. The system keeps track of the account daily balances for each and every day of the billing quarter. On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period. It is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement. Our firm does not have actual or constructive custody of client accounts. Fees for accounts opened at any time other than the beginning of a quarter are prorated based on the number of days remaining in the initial quarter.

Prior to engaging us to provide investment management services, you are required to enter into a formal investment advisory agreement with us setting forth the terms and conditions, including the

amount of investment advisory fees, under which we manage your assets and also a separate custodial/clearing agreement with our introducing broker/dealer, Capitol Securities Management, Inc. The BNB Wealth Management Program may cost you more or less than if the assets were held in a traditional brokerage account or another advisory program or if the services were purchased separately.

Either party may terminate the agreement for services at any time by providing written notice to the other party. Termination is effective immediately upon receipt of the termination notice. Fees are prorated based on the number of days that services were actually provided during the final quarter and any prepaid, unearned fees are promptly refunded to you.

Financial Planning and Consulting Services

Written Financial Plans

Financial planning fees can be charged as either an hourly fee or a fixed fee as mutually determined, and fees are disclosed prior to any services being provided. Hourly fees are generally \$165.00 per hour and are negotiable based upon the actual services provided, the representative providing the services, the complexity of your situation, other advisory services provided and your history and relationship with us. Our administrative assistants provide non-advisory services (i.e., information gathering, data input, scanning and archiving, establishing personal wealth management websites, etc.) and their time is billed at \$65 per hour. We provide an estimate of the hours needed for both our representatives and our administrative assistants to complete the requested services. If the actual hours needed exceeds the estimate, we contact you for permission before proceeding with any additional work. A retainer will be due at the time the client agreement is signed, with the remainder due upon presentation of the plan.

Fixed fees are negotiable based on the actual services provided, the representative providing the services, the complexity of your situation, other advisory services provided and your history and relationship with us. We quote the fee to you before services are provided and fees are due at the time the client agreement is signed. If you contract for a full written plan, you receive ongoing financial planning services for a one-year period at no additional charge. These services include consultations, reviews and updates regarding any topic included in the original plan. Our Written Financial planning services are renewable on an annual basis. Prior to the completion of your annual written financial planning term, BNB Wealth Management offers clients the opportunity to renew the engagement for another year.

Either party can terminate any financial planning services at any time by providing written notice to the other party. Termination is effective immediately. If services are terminated prior to the plan being presented, you receive a full refund of all prepaid fees. If ongoing services are terminated after the plan has been presented, there is no refund since the ongoing services are provided at no additional charge.

Limited and Advisement Consultations

If you do not need a written financial plan, you may contract with us for limited consultation services. These consultations can cover any topics or areas of interest or concern to you and can be a single event or involve multiple meetings.

Consultation fees can be charged as either an hourly fee or a fixed fee as determined jointly by you and us, and fees are disclosed prior to any services being provided. Hourly fees are generally \$165 per hour and are negotiable based upon the actual services provided, the representative providing the services, the complexity of your situation, other advisory services provided and your history and relationship with us. Our administrative assistants may provide non-advisory services (i.e.,

information gathering, data input, scanning and archiving, establishing personal wealth management websites, etc.) and their time is billed at \$65 per hour. If consultations involve multiple meetings, we provide an estimate of the approximate representative and administrative assistant hours needed to complete the requested consultations. If we anticipate exceeding the estimated hours, we contact you to receive authorization prior to providing additional services. You are charged for the actual time expended on the consultations and you have the final authority on the length of the consultations. For multiple consultations charged at an hourly rate, we may require a \$500 retainer to be paid at the time the client agreement is signed with the remainder due upon completion of the consultations and receipt of our billing statement.

BNB Wealth Management also offers advisement consultations to participants in benefit plans (401(k) plans, profit sharing plans, etc.). Advisement consultations can be provided as a one-time service or as an on-going service (one-year). When providing these services, we review your financial situation, goals and objectives as well as the investment options available in the benefit plan. Although we do not make judgments on the quality or value of the specific investment choices available to you, we do make recommendations regarding asset allocation and investment selections for the investment portfolio in the plan.

We review your retirement plan account at intervals that we mutually agree upon and make recommendations from the list of your available retirement plan investment option that we deem appropriate and consistent with your stated investment objectives and risk tolerance. These services do not constitute asset management services for your retirement plan account; we do not have investment discretion or trading authority over your retirement plan account. You determine whether or not to implement our advice. Implementing any trades in your retirement plan account is your responsibility.

Advisement services are charged at the same hourly and fixed fee rates as described above for limited consultations. At our sole discretion, and based upon the actual services provide and your relationship to the firm, we may waive our fees for a one-time advisement consultation.

One-time consulting services automatically terminate upon completion of the consultation. Either party may also terminate consulting services by providing written notice to the other, and termination is effective immediately. In the event that consultation services are terminated, there are no fees or penalties due and any prepaid fees are promptly refunded.

Additional Information Regarding Fees

Investment Advisory Fees

As discussed below, unless the client's circumstances require, BNB Wealth Management shall recommend that Capitol Securities Management, Inc. serve as the broker-dealer/custodian for client investment management assets. Broker-dealers such as Capitol Securities Management, Inc. charge brokerage commissions and/or transaction fees for effecting certain securities transactions (i.e. transaction fees are charged for certain no-load mutual funds, commissions are charged for individual equity and fixed income securities transactions). Advisory clients who choose to engage BNB Wealth Management will not incur these broker-dealer commissions, or transaction fees. In evaluating such an arrangement, the client should also consider that, depending upon the level of investment advisory fee, the amount of portfolio activity in the client's account, how much financial planning and ongoing investment advice is required and other factors, the investment advisory fees may or may not exceed

the aggregate cost of such services if they were to be provided separately.

Mutual Fund Fees: All fees paid to BNB Wealth Management, LLC for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or ETFs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a mutual fund directly, without our services. In that case, the client would not receive the services provided by our firm which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and our fees to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

Miscellaneous Fees and Expenses: Clients may also be responsible for certain administrative charges imposed by our broker dealer, including, but not limited to, annual IRA account maintenance fees, precious metals storage fees, paper account statement fees, and foreign exchange fees.

Additional Compensation

Securities Commission Transactions. In the event that the client desires, the client can engage BNB Wealth Management's representatives, in their individual capacities, as registered representatives of Capitol Securities Management, Inc., a FINRA member broker-dealer, to implement investment recommendations on a commission basis. In the event the client chooses to purchase investment products through Capitol Securities Management, Inc., Capitol Securities Management, Inc. will charge brokerage commissions to effect securities transactions, a portion of which commissions Capitol Securities Management, Inc. shall pay to BNB Wealth Management's representatives, as applicable. The brokerage commissions charged by Capitol Securities Management, Inc. may be higher or lower than those charged by other broker-dealers. In addition, Capitol Securities Management, Inc., as well as BNB Wealth Management's representatives, relative to commission mutual fund purchases, may also receive additional sales charge and or ongoing 12b-1 trailing commission compensation directly from the mutual fund company during the period that the client maintains the mutual fund investment.

Conflict of Interest: The recommendation that a client purchase a commission product from Capitol Securities Management, Inc. presents a conflict of interest, as the receipt of commissions may provide an incentive to recommend investment products based on commissions to be received, rather than on a particular client's need. No client is under any obligation to purchase any commission products from BNB Wealth Management's representatives. **BNB Wealth Management's Chief Compliance Officer, Andrew R. Bellamah, remains available to address any questions that a client or prospective client may have regarding the above conflict of interest.**

Please Note: Clients may purchase investment products recommended by BNB Wealth Management through other, non-affiliated broker dealers or agents.

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

Performance-based fees are fees based on a share of capital gains or capital appreciation of the assets held within a client's account. We do not charge or accept performance-based fees.

Item 7 – Types of Clients

BNB Wealth Management's clients shall generally include individuals, pension and profit sharing plans, business entities, trusts, estates, and charitable organizations. We do not generally require an annual minimum fee or an aggregate minimum account value for our investment advisory services. BNB Wealth Management, in its sole discretion, may charge a lesser investment management fee based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, negotiations with client, etc.).

ERISA Accounts: BNB Wealth Management, LLC is deemed to be a fiduciary to advisory clients that are employee benefit plans or individual retirement accounts (IRAs) pursuant to the Employee Retirement Income and Securities Act ("ERISA"), and regulations under the Internal Revenue Code of 1986 (the "Code"), respectively. . As such, our firm is subject to specific duties and obligations under ERISA and the Internal Revenue Code that include among other things, restrictions concerning certain forms of compensation. To avoid engaging in prohibited transactions, BNB Wealth Management, LLC may only charge fees for investment advice about products for which our firm and/or our related persons do not receive any commissions or 12b-1 fees, or conversely, investment advice about products for which our firm and/or our related persons receive commissions or 12b-1 fees, however, only when such fees are used to offset BNB Wealth Management, LLC's advisory fees.

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

Methods of Analysis

BNB Wealth Management may use charting, cyclical, fundamental and technical analysis when considering investment strategies and recommendations for clients. Our primary method of investment strategy and analysis is fundamental.

Fundamental. This is a method of evaluating a security by attempting to measure its intrinsic value by examining related economic, financial and other qualitative and quantitative factors. Fundamental analysts attempt to study everything that can affect the security's value, including macroeconomic factors (like the overall economy and industry conditions) and individually specific factors (like the financial condition and management of companies). The end goal of performing fundamental analysis is to produce a value that an investor can compare with the security's current price in hopes of figuring out what sort of position to take with that security (underpriced = buy, overpriced = sell or short).

Charting. Charting is a technical analysis that charts the patterns of stocks, bonds and commodities to help determine buy and sell recommendations for clients. It is a way of gathering and processing price and volume information in a security by applying mathematical equations and plotting the resulting data onto graphs in order to predict future price movements. A graphical historical record assists the analyst in spotting the effect of key events on a security's price, its performance over a period of time and whether it is trading near its high, near its low or in between. Chartists believe that recurring patterns of trading, commonly referred to as indicators, can help them forecast future price movements.

Cyclical. Cyclical analysis looks at recurring periods of expansion and contraction that can impact a company's profitability and cash flow. Cyclical stocks tend to rise quickly when the economy turns up and fall quickly when the economy turns down (i.e., housing, automobiles, telecommunications, paper, etc.). Non-cyclical industries (i.e., food, insurance, drugs, health care, etc.) are not as directly impacted by economic changes.

Technical. This is a method of evaluating securities by analyzing statistics generated by market activity, such as past prices and volume. Technical analysts do not attempt to measure a security's intrinsic value, but instead use charts and other tools to identify patterns that can suggest future activity. Technical analysts believe that the historical performance of stocks and markets are indications of future performance.

There are risks involved in using any analysis method. Fundamental analysis takes a long-term approach to analyzing markets, often looking at data over a number of years. The data reviewed is released over years (e.g., quarterly financial statements). Technical analysis uses a shorter timeframe—often weeks or days. The price and volume data reviewed is released on a daily basis. Therefore, fundamental analysis could mean a gain is not realized until a security's market price rises to its "correct" value over the long run—perhaps several years.

As a general statement, technical analysis is used for a trade while fundamental analysis is used for an investment. It could also be said that traders buy assets they believe they can sell to someone else at a greater price while investors buy assets they believe will increase in value. The frequency of trading securities using technical analysis could have both a positive or negative impact and could also lead to increased brokerage and transaction costs, thus lowering performance. The less frequent trading practices of fundamental analysis could also have a positive or negative impact on a client's portfolio value, but likely has reduced brokerage and transaction costs.

Cyclical analysts look for patterns to help identify the direction the market is going at any given time. However, patterns and expected ranges or time frames may not occur as anticipated due to any number of factors (i.e., natural disasters, political upheaval, etc.). This could also be true of charting analysis. To conduct analysis, BNB Wealth Management gathers information from financial newspapers and magazines, inspection of corporate activities, research materials prepared by others, corporate rating services, timing services, annual reports, prospectuses and filings with the SEC and company press releases.

Risks for all forms of analysis. Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

Investment Strategies

BNB Wealth Management uses the following investment strategies when managing client assets and/or providing investment advice:

We use the following strategy(ies) in managing client accounts, provided that such strategy(ies) are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance, and time horizons, among other considerations:

Long-term purchases. We purchase securities with the idea of holding them in the client's account for

a year or longer. Typically we employ this strategy when:
we believe the securities to be currently undervalued, and/or
we want exposure to a particular asset class over time, regardless of the current projection for this class.
A risk in a long-term purchase strategy is that by holding the security for this length of time, we may not take advantage of short-term gains that could be profitable to a client. Moreover, if our predictions are incorrect, a security may decline sharply in value before we make the decision to sell.

Short-term purchases. When utilizing this strategy, we purchase securities with the idea of selling them within a relatively short time (typically a year or less). We do this in an attempt to take advantage of conditions that we believe will soon result in a price swing in the securities we purchase. This is not a mainstay strategy that we typically use but under certain circumstances, we may.

Risk of Loss. Securities investments are not guaranteed and you may lose money on your investments. We ask that you work with us to help us understand your tolerance for risk. Clients should understand that investing in any securities, including mutual funds, involves a risk of loss of both income and principal.

Risk of Loss

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

Because of the inherent risk of loss associated with investing, our firm is unable to represent, guarantee, or even imply that our services and methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to market corrections or declines. There are certain additional risks associated when investing in securities through our investment management program.

Market Risk – Either the stock market as a whole, or the value of an individual company, goes down resulting in a decrease in the value of client investments. This is also referred to as systemic risk.
Equity (stock) market risk – Common stocks are susceptible to general stock market fluctuations and to volatile increases and decreases in value as market confidence in and perceptions of their issuers change. If you held common stock, or common stock equivalents, of any given issuer, you would generally be exposed to greater risk than if you held preferred stocks and debt obligations of the issuer.

Company Risk. When investing in stock positions, there is always a certain level of company or industry specific risk that is inherent in each investment. This is also referred to as unsystematic risk and can be reduced through appropriate diversification. There is the risk that the company will perform poorly or have its value reduced based on factors specific to the company or its industry. For example, if a company's employees go on strike or the company receives unfavorable media attention for its actions, the value of the company may be reduced.

Fixed Income Risk. When investing in bonds, there is the risk that issuer will default on the bond and be unable to make payments. Further, individuals who depend on set amounts of periodically paid income face the risk that inflation will erode their spending power. Fixed-income investors receive set, regular payments that face the same inflation risk.

Options Risk. Options on securities may be subject to greater fluctuations in value than an investment in the underlying securities. Purchasing and writing put and call options are highly specialized activities

and entail greater than ordinary investment risks.

ETF and Mutual Fund Risk – When investing in an ETF or mutual fund, you may bear additional expenses based on your pro rata share of the ETF's or mutual fund's operating expenses, including the potential duplication of management fees. The risk of owning an ETF or mutual fund generally reflects the risks of owning the underlying securities the ETF or mutual fund holds.

Management Risk – Your investment with our firm varies with the success and failure of our investment strategies, research, analysis and determination of portfolio securities. If our investment strategies do not produce the expected returns, the value of the investment will decrease.

Item 9 – Disciplinary Information

We are required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

Our firm and our management personnel have no reportable disciplinary events to disclose.

Item 10 – Other Financial Industry Activities and Affiliations

BNB Wealth Management is an independent registered investment advisor and only provides investment advisory services. We are not engaged in any other business activities and offer no other services except those described in this Disclosure Brochure. However, while we do not sell products or services other than investment advice, our representatives may sell other products or provide services outside of their role as investment advisor representatives with us.

Registered Representative of a Broker/Dealer

Our representatives are also registered representatives of Capitol Securities Management, Inc. Financial Services, a securities broker/dealer. You may work with your investment advisor representative in his separate capacity as a registered representative of Capitol Securities Management, Inc. Financial Services. When acting in this separate capacity, your investment advisor representative may sell, for commissions, general securities products such as stocks, bonds, mutual funds, exchange-traded funds and variable annuity and variable life products to you. As such, your investment advisor representative may suggest that you implement investment advice by purchasing securities products through a commission-based brokerage account in addition to or in lieu of a fee-based investment-advisory account. This receipt of commissions creates an incentive to recommend those products for which your investment advisor representative will receive a commission in his or her separate capacity as a registered representative of a securities broker/dealer. Consequently, the objectivity of the advice rendered to you could be biased.

If you select our representatives to implement securities transactions in their separate capacity as registered representatives, they must use Capitol Securities Management, Inc. Financial Services requires that clients using our management services must execute all transactions through Capitol Securities Management. Prior to effecting any transactions, you are required to enter into a new account agreement with Capitol Securities Management, Inc. Financial Services. The commissions charged by Capitol Securities Management, Inc. Financial Services may be higher or lower than those charged by other broker/dealers. In addition, the registered representatives may also receive additional ongoing 12b-1 fees for mutual fund purchases from the mutual fund company during the period that you maintain the mutual fund investment.

Insurance Agent

You may work with your investment advisor representative in his separate capacity as an insurance agent. When acting in this separate capacity as an insurance agent, our representative may sell, for commissions, general disability insurance, life insurance and annuities to you. As such, your investment advisor representative, in his separate capacity as an insurance agent, may suggest that you implement BNB Wealth Management's recommendations by purchasing disability insurance, life insurance or annuities. Receiving commissions creates an incentive to recommend those products for which your investment advisor representative receives a commission in his separate capacity as an insurance agent. Consequently, the objectivity of the advice rendered to you could be biased. You are under no obligation to implement any insurance or annuity transaction through your investment advisor representative.

BNB Wealth Management's Chief Compliance Officer, Andrew R. Bellamah, remains available to address any questions that a client or prospective client may have regarding the above conflict of interest.

Other Investment Adviser

BNB Wealth Management LLC has purchased the right to approach the clients of the investment advisory practice of an individual who was registered as an investment adviser representative of Capitol Securities Management. In order to provide investment advice to these prospective clients while they are offered the opportunity to transition their accounts to BNB Wealth Management LLC, Andrew Bellamah, BNB's owner, has separately registered as an investment adviser representative of Capitol Securities Management. This presents a conflict of interest in that Mr. Bellamah may have an incentive to work with clients under his own advisory platform.

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

BNB Wealth Management maintains an investment policy relative to personal securities transactions. This investment policy is part of our overall Code of Ethics, which serves to establish a standard of business conduct for all of our representatives that is based upon fundamental principles of openness, integrity, honesty and trust, a copy of which is available upon request.

In accordance with Section 204A of the Investment Advisers Act of 1940, BNB Wealth Management also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by BNB Wealth Management or any person associated with us.

Neither we nor any related person of BNB Wealth Management recommends, buys, or sells for client accounts, securities in which BNB Wealth Management or any related person of BNB Wealth Management has a material financial interest.

BNB Wealth Management and/or our representatives *may* buy or sell securities that are also recommended to clients. This practice may create a situation where we and/or our representatives are in a position to materially benefit from the sale or purchase of those securities. Therefore, this situation creates a potential conflict of interest. Practices such as "scalping" (i.e., a practice whereby the owner of shares of a security recommends that security for investment and then immediately sells it at a profit upon the rise in the market price which follows the recommendation) could take place if BNB Wealth

Management did not have adequate policies in place to detect such activities. In addition, this requirement can help detect insider trading, “front-running” (i.e., personal trades executed prior to those of our clients) and other potentially abusive practices.

BNB Wealth Management has a personal securities transaction policy in place to monitor the personal securities transactions and securities holdings of each of our “Access Persons.” Our securities transaction policy requires that an Access Person of BNB Wealth Management must provide the Chief Compliance Officer or his/her designee with a written report of their current securities holdings within ten (10) days after becoming an Access Person. Additionally, each Access Person must provide the Chief Compliance Officer or his/her designee with a written report quarterly, addressing any changes in the Access Person’s holdings from the previous quarter, and annually, detailing Access Person’s current securities holdings, thereafter on a date BNB Wealth Management selects; provided, however that at any time that BNB Wealth Management has only one Access Person, he or she shall not be required to submit any securities report described above.

BNB Wealth Management and/or our representatives *may* buy or sell securities, at or around the same time as those securities are recommended to clients. This practice creates a situation where BNB Wealth Management and/or our representatives are in a position to materially benefit from the sale or purchase of those securities. Therefore, this situation creates a potential conflict of interest. As indicated above in Item 11.C, BNB Wealth Management has a personal securities transaction policy in place to monitor the personal securities transaction and securities holdings of each of our Access Persons.

Item 12 – Brokerage Practices

If you wish to implement our advice yourself, you are free to select any broker you wish. If you wish to have our representatives implement the advice in their separate capacity as registered representatives, Capitol Securities Management, Inc. is used. Our representatives are registered representatives of Capitol Securities Management, Inc. and are required to use the services of Capitol Securities Management, Inc. when acting in this capacity. Capitol Securities Management, Inc. has a wide range of approved securities products for which it performs due diligence prior to selection. Capitol Securities Management, Inc.’s registered representatives are required to adhere to these products when implementing securities transactions through Capitol Securities Management, Inc. Commissions charged for these products may be higher or lower than commissions clients may be able to obtain if transactions were implemented through another broker/dealer.

Because our representatives are also registered representatives of Capitol Securities Management, Inc., Capitol Securities Management, Inc. provides compliance support to them. Capitol Securities Management, Inc. also provides our representatives, and therefore us, with back-office operational, technology and other administrative support.

If you wish to implement our advice through any of the programs described in this Disclosure Brochure, Capitol Securities Management, Inc. will be used as the broker/dealer and/or custodian. Capitol Securities Management, Inc. will be the primary broker/dealer and custodian recommended due to the relationship our representatives have with Capitol Securities Management, Inc. We recommend them because we feel that they provide services in a manner and at a cost that will allow us to meet our duty of best execution. However, we may be limited in the broker/dealer or custodians that we are allowed to use due to our representatives’ relationship with Capitol Securities Management, Inc. Capitol

Securities Management, Inc. may limit or restrict the broker/dealer or custodial platforms for its registered representatives that are also independently licensed due to its duty to supervise the transactions implemented by these individuals.

While there is no direct linkage between the investment advice given to you and our recommendation of Capitol Securities Management, Inc., economic benefits may be provided to us by Capitol Securities Management, Inc. that are not provided if you select another broker/dealer or account custodian. These benefits may include:

Negotiated costs for transaction implementation

A dedicated trade desk that services Capitol Securities Management, Inc. participants exclusively

A dedicated service group and an account services manager dedicated to our accounts

Access to a real-time order matching system

Electronic download of trades, balances and position information

Access, to an electronic interface with the account custodian's software

Duplicate and batched client statements, confirmations and year-end reports

Best Execution

Clients are under no obligation to act on the financial planning recommendations of BNB Wealth Management. If we assist in implementing any recommendations, we are responsible to ensure that the client receives the best execution possible. Best execution does not necessarily mean that clients receive the lowest possible commission costs but that the qualitative execution is best. In other words, all conditions surround the transaction execution is in your best interest. When considering best execution, we look at a number of factors besides prices and rates including, but not limited to: Execution capabilities (e.g., market expertise, ease/reliability/timeliness of execution, responsiveness, integration with existing systems of the advisor, ease of monitoring investments) Products and services offered (e.g., investment programs, back office services, technology, regulatory compliance assistance, research and analytic services) Financial strength, stability and responsibility Reputation and integrity Ability to maintain confidentiality

We exercise reasonable due diligence to make certain that best execution is obtained for all clients when implementing any transaction by considering the back office services, technology and pricing of services offered.

Handling Trade Errors

BNB Wealth Management has implemented procedures designed to prevent trade errors; however, trade errors in client accounts cannot always be avoided. Consistent with its fiduciary duty, it is our policy to correct trade errors in a manner that is in the best interest of the client. In cases where the client causes the trade error, the client is responsible for any loss resulting from the correction. Depending on the specific circumstances of the trade error, the client may not be able to receive any gains generated as a result of the error correction. In all situations where the client does not cause the trade error, the client is made whole and any loss resulting from the trade error is absorbed by BNB Wealth Management if the error is caused by the firm. If the error is caused by the broker/dealer, the broker/dealer is responsible for handling the trade error. If an investment gain results from the

correcting trade, the gain remains in the client's account unless the same error involved other client account(s) that should also receive the gains. It is not permissible for all clients to retain the gain. BNB Wealth Management may also confer with a client to determine if the client should forego the gain (e.g., due to tax reasons). BNB Wealth Management will never benefit or profit from trade errors.

Block Trading Policy

We may elect to purchase or sell the same securities for several clients at approximately the same time. This process is referred to as aggregating orders, batch trading or block trading and is used by our firm when we believe such action may prove advantageous to clients. If and when we aggregate client orders, allocating securities among client accounts is done on a fair and equitable basis. Typically, the process of aggregating client orders is done in order to achieve better execution, to negotiate more favorable commission rates or to allocate orders among clients on a more equitable basis in order to avoid differences in prices and transaction fees or other transaction costs that might be obtained when orders are placed independently.

BNB Wealth Management has decided to utilize the average price allocation method for transaction allocation. Under this procedure we calculate the average price and transaction charges for each transaction included in a block order and assign the average price and transaction charge to each allocated transaction executed for the client's account.

Item 13 – Review of Accounts

Account Reviews and Reviewers

Clients contracting for segmented written financial plans do not receive account reviews. Clients contracting for full written plans receive on-going financial planning services for a one-year period that can include plan reviews and updates. We recommend that all clients have their financial situation reviewed and updated at least annually. Managed accounts are reviewed at least quarterly. While the calendar is the main triggering factor, reviews can also be conducted at your request, a change in your financial situation, or unusual market activity or economic conditions. Accounts are reviewed in the context of each client's stated investment objectives, time horizon, liquidity needs and risk aversion guidelines. Account reviews include checking investment strategy and objectives for a possible change in strategy and objectives.

Statements and Reports

You receive statements at least quarterly from Capitol Securities Management, Inc. Additionally, BNB Wealth Management may provide performance reports to you quarterly at no additional charge. These reports should be compared against the reports received from your account custodian. You can request a report from us at any time. Financial planning clients do not receive any report other than the written plan originally contracted for.

Item 14 – Client Referrals and Other Compensation

BNB Wealth Management does not directly or indirectly compensate any person for client referrals. Please see **Item 5 - Fees and Compensation**, **Item 10 - Other Financial Industry Activities and**

Affiliations and **Item 12 - Brokerage Practices**, for additional discussion concerning other compensation.

Item 15 – Custody

We previously disclosed in the "Fees and Compensation" section (Item 5) of this Brochure that our firm directly debits advisory fees from client accounts. As part of this billing process, our clearing firm/custodian Pershing LLC, calculates and debits the fee from that client's account on a quarterly basis in arrears in the month following the end of the quarter. The fee billing system is automated and hard coded for each account based upon the fee rate. The system keeps track of the account daily balances for each and every day of the billing quarter.

On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period. It is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement. Our firm does not have actual or constructive custody of client accounts.

BNB Wealth Management may also provide a written periodic report summarizing account activity and performance.

Please Note: To the extent that BNB Wealth Management provides clients with periodic account statements or reports, the client is urged to compare any statement or report provided by BNB Wealth Management with the account statements received from the account custodian.

Item 16 – Investment Discretion

The client can determine to engage BNB Wealth Management to provide investment advisory services on both a discretionary basis and non-discretionary basis as dictated by the Investment Advisory Agreement. Prior to BNB Wealth Management assuming discretionary authority over a client's account, the client shall be required to execute an Investment Advisory Agreement, naming BNB Wealth Management as the client's attorney and agent in fact, granting BNB Wealth Management full authority to buy, sell, or otherwise effect investment transactions involving the assets in the client's name found in the discretionary account.

Clients who engage BNB Wealth Management on a discretionary basis may, at any time, impose restrictions, **in writing**, on our discretionary authority. (i.e. limit the types/amounts of particular securities purchased for their account, exclude the ability to purchase securities with an inverse relationship to the market, limit or proscribe BNB Wealth Management's use of margin, etc.).

Item 17 – Voting Client Securities

BNB Wealth Management does not vote proxies on your behalf. You should read through the information provided with the proxy-voting documents and make a determination based on the information provided. If requested, we may provide limited clarifications of the issues presented in the proxy voting materials based on our understanding of issues presented in the proxy-voting materials. However, you have the ultimate responsibility for making all proxy-voting decisions.

Item 18 – Financial Information

As an advisory firm that maintains discretionary authority for client accounts, we are also required to

disclose any financial condition that is reasonable likely to impair our ability to meet our contractual obligations. BNB Wealth Management, LLC has no such financial circumstances to report. Under no circumstances do we require or solicit payment of fees in excess of \$1200 per client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement. BNB Wealth Management, LLC has not been the subject of a bankruptcy petition ever.

ANY QUESTIONS: BNB Wealth Management's Chief Compliance Officer, Andrew R. Bellamah, remains available to address any questions that a client or prospective client may have regarding the above disclosures and arrangements.

Customer Privacy Policy Notice

The information contained in this section will also be disclosed in BNB Wealth Management's Privacy Policy Statement. This statement will be provided to all clients in accordance with the rules and regulations of the *Gramm-Leach-Bliley Act of 1999*.

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

Why We Collect and How We Use Information. We limit the collection and use of Information within our firm to only those individuals associated or employed with us that must have Information to provide financial services to you. Such services include maintaining your accounts, processing transaction requests, and providing the advisory services described in our Form ADV.

How We Gather Information. We get most Information directly from you when you provide us with information from any of the following sources:

Applications or forms (e.g., name, address, Social Security number, birth date, assets, income, financial history)

Transactional activity in your account (e.g., trading history and account balances)

Information services and consumer reporting sources (e.g., to verify your identity or to assess your credit history)

Other sources with your consent (e.g., your insurance professional, attorney or accountant)

How We Protect Information. Our employees and affiliated persons are required to protect the confidentiality of Information and to comply with our stated policies. They may access Information only when there is an acceptable reason to do so, such as to service your account or provide you with financial services. Employees who violate our Privacy Policy are subject to disciplinary action, up to and including termination from employment with us. We also maintain physical, electronic and procedural safeguards to protect Information, which comply with applicable SEC, state and federal laws.

Sharing Information with Other Companies Permitted Under Law. We do not disclose Information obtained in the course of our practice except as required or permitted under law. Permitted disclosures include, for instance, providing Information to unrelated third parties who need to know such Information in order to assist us with the provision of services to you. Unrelated third parties may include broker/dealers, mutual fund companies, insurance companies and the custodian with which

your assets are held. In such situations, we stress the confidential nature of Information being shared.

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

Class Action Lawsuits Pertaining to Held Securities

Client retains the right under applicable securities laws to initiate individually a lawsuit or join a class-action lawsuit against the issuer of a security that was held, purchased or sold by or for client. BNB Wealth Management does not initiate such a legal proceeding on behalf of clients and does not provide legal advice to clients regarding potential causes of action against such a security issuer and whether the client should join a class-action lawsuit. BNB Wealth Management recommends that you seek legal counsel prior to making a decision regarding whether to participate in such a class-action lawsuit. Moreover, our services do not include monitoring or informing clients of any potential or actual class-action lawsuits against the issuers of the securities that were held, purchased or sold by or for you.

Business Continuity Plan

BNB Wealth Management has a business continuity and contingency plan in place designed to respond to significant business disruptions. These disruptions can be both internal and external. Internal disruptions will impact our ability to communicate and do business, such as a fire in the office building. External disruptions will prevent the operation of the securities markets or a number of firms, such as earthquakes, wildfires, hurricanes, terrorist attack or other wide-scale, regional disruptions. BNB Wealth Management's continuity and contingency plan has been developed to safeguard employees' lives and firm property, to allow a method of making financial and operational assessments, to quickly recover and resume business operations, to protect books and records, and to allow clients to continue transacting business.

The plan includes:

Alternate locations to conduct business;

Hard and electronic back-ups of records;

Alternative means of communications with employees, clients, critical business constituents and regulators; and

Details on the advisor employee succession plan

BNB Wealth Management's business continuity and contingency plan is reviewed and updated on a regular basis to ensure that the policies in place are sufficient and operational.

BNB Wealth Management LLC
3730 Georgia Ave Suite 500
Silver Spring, MD
20910
301.562.7300
www.bnbinc.com
Form Adv. Part 2B
Brochure Supplement
March 15^h, 2016

This brochure supplement provides information about the Firm's Supervised Persons that supplements the BNB Wealth Management LLC (BNBWM LLC), brochure. You should have received a copy of that brochure. Please contact Andrew R. Bellamah, Chief Executive Officer and Chief Compliance Officer, at 301-562-7300-2007 or ab@bnbinc.com, if you did not receive a copy of BNBWM LLC's brochure or if you have any questions about the contents of this supplement.

Additional information about Andrew R. Bellamah is available on the SEC's website at www.adviserinfo.sec.gov.

**8730 Georgia Ave. Ste. 502
Silver Spring, Md. 20910
WWW.BNBINC.COM**

Andrew R. Bellamah

Educational Background and Business Experience

Andrew R. Bellamah is the founding principal of the advisory practice, BNB Wealth Management LLC. He is the chairman and CEO of the registered investment advisory firms BNB Wealth Management LLC and is directly responsible for the investment management, investment advisory and financial planning, and the administration supervision of all accounts. Mr. Bellamah was born in Bethesda, Maryland in 1962, grew up in Washington, DC, and currently resides in Potomac, Maryland. He is happily married and the father of five children.

Mr. Bellamah is a graduate from the North Carolina State University School of Engineering and holds a degree in civil and structural engineering. Mr. Bellamah practiced engineering pertaining to both private, institutional and government projects in as both and civil and civil/structural engineering capacity from 1985 to 1991. He was heavily involved in advanced and complicated structural analysis for buildings and bridges in the Washington D.C. metropolitan area including both new construction and renovation construction. It was working as an engineer where Mr. Bellamah honed his math, analytical and design skills that has served both him and his clients well in his current job as a “financial engineer”. Mr. Bellamah learned at early in his engineer career the importance of thinking “outside of the box”, evaluating and analyzing problems from multiple perspectives and under different condition scenarios, always building in an adequate factor of safety into his calculations and always planning for a worst-case scenario. Those skills have translated well into his career as a registered investment Advisor.

Business Background

BNB Wealth Management, LLC	January 1997 – Present
Chief Executive Officer, Senior Portfolio Manager and Chief Compliance officer	

Bellamah, Neuhauser & Barrett (est. 1952)	
Managing Director of the Washington DC and Silver Spring Branch locations 1991-2011	

Capitol Securities Management Inc., Registered Representative	2011-Present
Capitol Securities Management Inc., Investment Adviser Representative	2016-Present

Registrations

Series 7: Registered Representative	
Series 24: General Securities Principal	1993 - Present
Series 53: Municipal Securities Principal	2011 - Present
Series 63: Uniform Securities Agent	1991 - Present
Series 65: Uniform Investment Advisor	1996 – Present

Disciplinary Information

Andrew R. Bellamah has not been the subject of any legal or disciplinary event.

Other Business Activities

Mr. Bellamah is also a registered representative with the full service broker-dealer, Capitol Securities Management Inc. Mr. Bellamah manages both directly and indirectly approximately 230 million dollars.

Mr. Bellamah is the founder and chief executive officer of Property Plus Management Inc., a commercial real estate investment and property management concern.

Mr. Bellamah serves on the board of Director Proctor U Inc., a privately held, industry leading online proctoring and identity management company based out of Hoover, Alabama.

Mr. Bellamah is the managing member of Jacksonville Realty Partners, LLC. This company manages an enclave of historic single family homes in Jacksonville, Florida.

Mr. Bellamah is the managing member of Palm River Partners, LLC. This company owns and manages a business industrial park in Tampa, Florida.

Mr. Bellamah is the managing member of River North Management, LLC. This company owns and manages a business office park in Palmetto, Florida.

Feldy Suwito
Educational Background and Business Experience

Feldy Suwito is a registered investment advisor with BNB Wealth Management LLC since 2011. He has been a registered representative since 1998.

He currently holds the following licenses: Series 7 General Securities Representative, Series 63 Uniform Securities Agent State Law, and Series 65 Uniform Investment Advisor Law. He was born in 1976. He graduated from The Ohio State University Fisher College of Business with degree in Finance and Marketing.

Disciplinary Information

Feldy Suwito has not been the subject of any legal or disciplinary event.

Other Business Activities

Feldy Suwito is a registered representative with the full service broker-dealer, Capitol Securities Management Inc.

Supervision

Feldy Suwito is supervised by Andrew R. Bellamah, Managing Director of BNB Wealth Management. Mr. Bellamah can be reached at 301.562.7300-2007.

Michael Padilla
Educational Background and Business Experience

Michael A. Padilla is a registered investment advisor with BNB Wealth Management LLC since 2010. He has been a registered representative since 2009. Prior to that, he held positions at AXA Advisors LLC as a financial advisor, Edward Jones as a financial advisor and Countrywide home loans as a mortgage loan officer. He currently holds the following licenses: Series 7 General Securities Representative, Series 66 Uniform Combined Securities Agent State Law. He was born in 1957. He graduated from The University of Maryland University College with a degree in economics.

Disciplinary Information

Michael Padilla has not been the subject of any legal or disciplinary event.

Other Business Activities

Michael Padilla is a registered representative with the full service broker-dealer, Capitol Securities Management Inc. Mr. Padilla is the owner of a vacation rental property in Frisco, NC.

Supervision

Michael Padilla is supervised by Andrew R. Bellamah, Managing Director of BNB Wealth Management. Mr. Bellamah can be reached at 301.562.7300-2007.

Andrew J. Bellamah
Educational Background and Business Experience

Andrew Joseph Bellamah is a registered investment advisor with BNB Wealth Management LLC since 2014. He has been a registered representative since 2014. He currently holds the following licenses: Series 7 General Securities Representative, Series 66 Uniform Combined Securities Agent State Law. He was born in 1991. He graduated from The University of Maryland, Smith School of Business in 2013 with dual degrees in Finance and Information Technology Systems.

Disciplinary Information

Andrew Joseph Bellamah has not been the subject of any legal or disciplinary event.

Other Business Activities

Andrew Joseph Bellamah is a registered representative with the full service broker-dealer, Capitol Securities Management Inc.

Andrew Joseph Bellamah assists his father in running the firms BNB Wealth Management, LLC and Property Plus Management, Inc.

Supervision

Andrew Joseph Bellamah is supervised by Andrew R. Bellamah, Managing Director of BNB Wealth Management. Mr. Bellamah can be reached at 301.562.7300-2007.