

Wealth & Pension Services Group, Inc. Wrap Program Brochure

This brochure provides information about the qualifications and business practices of Wealth & Pension Services Group, Inc. If you have any questions about the contents of this brochure, please contact us at (770) 333-0113 or by email at: bill@wealthandpension.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. Registration does not imply a certain level of skill or training.

Additional information about Wealth & Pension Services Group, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov. Wealth & Pension Services Group, Inc.'s CRD number is: 119040

4045 Orchard Rd. SE, Suite 220
Smyrna, GA 30080 (770) 333-0113
WealthandPension.com
bill@wealthandpension.com

Version Date: 3/16/2018

Material Changes from current brochure

The material changes in this brochure from the last annual updating amendment of Wealth & Pension Services Group, Inc. are described below:

We have made changes to the content and language throughout the Brochure to ensure disclosures were clear and concise. We encourage you to review the Brochure closely.

We will provide you with a new Brochure as necessary based on changes or new information, at any time, without charge. Our Brochure may be requested by contacting us at our main number above. Additional information about Wealth & Pension Services Group, Inc. is also available via the SEC's web site www.adviserinfo.sec.gov. The SEC's website provides information about any persons affiliated with Wealth & Pension Services Group, Inc. who are registered, or are required to be registered, as investment adviser representatives of Wealth & Pension Services Group, Inc.

Table of Contents

Cover Page.....	1
Material Changes from current brochure	2
Table of Contents	2
Services and Fees.....	3
Fees and Compensation	3
Program Fees	3
Account Requirements and Types of Clients.....	4
Portfolio Manager Selection and Evaluation	4
The Wrap Fee Program.....	4
Performance-Based Fees and Side-by-Side Management	5
Voting Client Securities (Proxy Voting)	5
Methods of Analysis	5
Investment Strategies.....	6
Client Information Provided to Portfolio Managers	7
Contact with Portfolio Managers.....	7
Additional Information	8
Amounts Under Management.....	8
Disciplinary Information	8
Other Financial Industry Activities and Affiliations.....	8
Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	9
Reviews of Accounts	9
Client Referrals and Other Compensation	9
Financial Information	10

Services and Fees

Wealth & Pension Services Group, Inc. (“WPSGI”, we, us, our, ours), located in Smyrna, GA, is a Limited Liability Company organized under the state of Georgia. William Kring is the principal owner. WPSG is registered as an investment advisor with the Securities and Exchange Commission.

We offer investment services through a group of independent Investment Advisor Representatives (“IAR,” “Advisors”, or “Wealth Managers”) who conduct business under the Wealth & Pension Services Group name.

Our Advisors work with you to identify investment goals, risk tolerances and objectives in order to structure and account or entire portfolio, along with an ongoing investment plan that fits your needs.

Fees and Compensation

Our fee is calculated based on the annualized percentage of the market value of the investment assets in your account. One-fourth of our fee is billed each calendar quarter in arrears, based on the value of your account on the last day of the previous quarter. The first quarter of service will be billed based on the partial days of the quarter.

We require that you authorize us in writing – as part of our advisory agreement - to deduct fees from your account. Your custodian does not verify the accuracy of our fee calculation. Please review your custodial statement carefully.

Your assets that we manage are held by other financial institutions called broker/dealers or custodians. Therefore, we do not hold your assets. Your custodian will determine the value of your account and provide a statement at least quarterly. You may also view your account on-line at any time using your log-in and password.

We maintain relationships with broker/dealers or custodians for holding client accounts and will recommend these based on the type of account you have and our existing business relationship with the entities. The fee associated with your account is dependent on the agreements and costs that we have negotiated with the custodians or broker/dealers we do business with. At our discretion, we may allow you to select your custodian.

Should you terminate your agreement with us, we will deduct the fees for the days in the quarter for which we have provided service, prior to your account termination.

Program Fees

The basic tiered fee schedule is as follows. It should be noted that this schedule identifies the range of highest possible fees and that your fees may be lower and are negotiable at our discretion.

Advisory fees are withdrawn directly from the client’s accounts with client written authorization. Fees are paid quarterly in arrears and calculated based on the ending balance of the preceding quarter.

Investment Advisory Services Fees

Account Size	Maximum Annual Fee
\$1 - \$500,000	2.00%
\$500,001 - \$1,000,000	1.75%
\$1,000,001 - \$2,000,000	1.50%
Above \$2,000,000	1.00%

Under the Wrap Program, you do not pay transaction (“ticket”) charges assessed by the custodian. The Wrap Program may cost more or less than other advisory services we offer. In addition to our advisory fee, other costs may apply to your portfolio such as internal expenses of mutual funds or ETF’s. These costs are explained in the prospectus for each investment. You are encouraged to read these documents. Your Advisor will be available to answer any questions about fees or expenses.

Our advisors may also provide other services for you that are not included in our Wrap Program. This may include holding an account for you with a broker/dealer as a registered representative, or providing insurance products. These services may include commissions that would be paid to your advisor, and we would share in. This is also a conflict in that your advisor may have an incentive to focus on one aspect of available services or another, based on compensation. However, our code of ethics requires that we act in your best interests.

Account Requirements and Types of Clients

We provide advisory services for our Wrap Program primarily to individuals, trusts and corporations. Minimum account sizes for our wrap program are \$100,000. At our discretion, we may accept smaller accounts based on our relationship with you.

Portfolio Manager Selection and Evaluation

Your Advisor will be the lead portfolio manager for your account under this program. Your advisor will design and recommend an account or portfolio based on your needs and the information collected by your Advisor regarding your objectives, time horizon and risk.

The Wrap Fee Program

WPSG offers a Wrap Fee Program, which provides our clients with an asset allocation strategy, individualized portfolio management, and portfolio monitoring. WPSGI generally provides investment advice on mutual funds, equities, fixed income, corporate debt securities, exchange traded funds (“ETFs”), warrants, municipal securities, options, variable annuities, private placements, and real estate investment trusts (“REITs”). WPSGI may use other securities as well to help diversify a portfolio when applicable.

Your account may be managed on a discretionary basis (meaning you authorize your advisor to make investment decisions on your behalf) or a non-discretionary basis (meaning your advisor must obtain your approval before making decisions affecting your account). This election will be made in writing in our client agreement. If you have granted discretionary authority to your advisor, it will remain effective until you change it or revoke it in writing. You may impose reasonable restrictions on your accounts. For example, you can restrict the purchase of certain positions or from taking certain risks.

Each client has the ability to impose reasonable restrictions on the management of his/her account, including the designation of particular securities or types of securities that should not be purchased for the account, or that should be sold if held in the account. If a client’s instructions are unreasonable or an Investment Advisor Representative believes that the instructions are inappropriate for the client, WPSGI

will notify the client that, unless the instructions are modified, it will cancel the instructions in the client's account. A client will not be able to provide instructions that prohibit or restrict the Investment Adviser of an open-end or closed-end mutual fund or ETF with respect to the purchase or sale of specific securities or types of securities within the fund.

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, and any other administrative fees. Wrap fee programs do not include the cost of underlying investment.

WPSGI participates in wrap fee programs and manages the investments in the Wealth & Pension Investment Wrap fee program. WPSGI does not manage wrap fee accounts in a materially different way than non-wrap fee accounts. A portion of the fees paid to the wrap account program will be given to WPSGI as a management fee. A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, and any other administrative fees. Wrap fee programs do not include the cost of underlying investment.

WPSGI participates in wrap fee programs and manages the investments in the Wealth & Pension Investment Wrap fee program. WPSGI does not manage wrap fee accounts in a materially different way than non-wrap fee accounts. A portion of the fees paid to the wrap account program will be given to WPSGI as a management fee.

WPSGI also uses other wrap programs sponsored by other advisors.

Performance-Based Fees and Side-by-Side Management

WPSGI does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Voting Client Securities (Proxy Voting)

WPSGI will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Methods of Analysis

WPSGI's methods of analysis may include charting analysis, fundamental analysis, technical analysis, cyclical analysis, and modern portfolio theory.

Charting analysis involves the use of patterns in performance charts. WPSGI uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Technical analysis involves the analysis of past market data; primarily price and volume.

Cyclical analysis involved the analysis of business cycles to find favorable conditions for buying and/or selling a security.

Modern portfolio theory is a theory of investment which attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, by carefully choosing the proportions of various assets.

Investment Strategies

Long term trading is designed to capture market rates of both return and risk. Frequent trading, when done, can affect investment performance in your Wrap Program, particularly through increased taxes.

Short term trading, short sales, margin transactions, and options writing generally hold greater risk and clients should be aware that there is a material risk of loss using any of those strategies.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

WPSGI generally seeks investment strategies that do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets and credit markets. However, it can utilize short sales, margin transactions, and options writing. Short sales, margin transactions, and options writing generally hold greater risk of capital loss and clients should be aware that there is a material risk of loss using any of those strategies.

Mutual Funds: Investing in mutual funds carries the risk of capital loss. Mutual funds are not guaranteed or insured by the FDIC or any other government agency. You can lose money investing in mutual funds. All mutual funds have costs that lower investment returns. They can be of bond “fixed income” nature (lower risk) or stock “equity” nature (mentioned above).

Equity investment generally refers to buying shares of stocks by an individual or firms in return for receiving a future payment of dividends and capital gains if the value of the stock increases. There is an innate risk involved when purchasing a stock that it may decrease in value and the investment may incur a loss.

Treasury Inflation Protected/Inflation Linked Bonds: The Risk of default on these bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal.

Fixed Income is an investment that guarantees fixed periodic payments in the future that may involve economic risks such as inflationary risk, interest rate risk, default risk, repayment of principal risk, etc. Debt securities carry risks such as the possibility of default on the principal, fluctuation in interest rates, and counterparties being unable to meet obligations.

Stocks & Exchange Traded Funds (ETF): Investing in stocks & ETF's carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Investments in these securities are not guaranteed or insured by the FDIC or any other government agency.

Real Estate funds face several kinds of risk that are inherent in this sector of the market. Liquidity risk, market risk and interest rate risk are just some of the factors that can influence the gain or loss that is passed on to the investor. Liquidity and market risk tend to have a greater effect on funds that are more

growth-oriented, as the sale of appreciated properties depends upon market demand. Conversely, interest rate risk impacts the amount of dividend income that is paid by income-oriented funds.

Hedge Funds are not suitable for all investors and involve a high degree of risk due to several factors that may contribute to above average gains or significant losses. Such factors include leveraging or other speculative investment practices, commodity trading, complex tax structures, a lack of transparency in the underlying investments, and generally the absence of a secondary market.

REITs have specific risks including valuation due to cash flows, dividends paid in stock rather than cash, and the payment of debt resulting in dilution of shares.

Private placements carry a substantial risk as they are largely unregulated offerings not subject to securities laws.

Precious Metal ETFs (Gold, Silver, and Palladium Bullion backed “electronic shares” not physical metal): Investing in precious metal ETFs carries the risk of capital loss.

Long term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various other types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Short term trading risks include liquidity, economic stability and inflation.

Short sales risks include the upward trend of the market and the infinite possibility of loss. Margin transactions use leverage that is borrowed from a brokerage firm as collateral.

Options writing involve a contract to purchase a security at a given price, not necessarily at market value, depending on the market.

Past performance is not a guarantee of future returns. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Client Information Provided to Portfolio Managers

Your Portfolio Manager has access to the information used to establish your account. You may place reasonable restrictions on the strategies to be employed in your portfolio and types of investments held in your portfolio. We obtain this information from you initially and rely on you to inform us when it changes.

Contact with Portfolio Managers

You have access to your portfolio manager via phone call and emails as well as to periodically meet with you during scheduled meetings.

Additional Information

Amounts Under Management

As of December 31, 2017, WPSGI had \$329,900,000 in assets managed on a discretionary basis and \$124,300,000 in assets managed on a non-discretionary basis.

Disciplinary Information

We have not been the subject of any legal or disciplinary events that would be material to your evaluation of our business or investment advisory services.

Other Financial Industry Activities and Affiliations

Certain IARs of WPSGI are registered representatives of Triad, a FINRA registered broker dealer, and various regulatory agencies. When applicable, these individuals recommend broker-dealer transactions for advisory clients. Clients should be aware that this arrangement poses a conflict of interest to the extent that there is a financial incentive to recommend securities and other insurance products that result in commissions, brokerage fees, 12b-1 fees or other payments. WPSGI is dedicated to acting in our clients' best interests based on fiduciary principles. Clients are under no obligation to purchase any recommended brokerage products or insurance products.

Certain IARs are separately licensed to sell life, disability and long-term care insurance products. In their capacities as independent insurance agents, clients will be charged separately from their advisory services.

Some IARs of WPSGI are solicitors for other registered investment advisors ("RIAs"). As solicitors, WPSGI IARs may make referrals to other RIAs and will be compensated with a fee for the referral. This represents a conflict. However, those that are referred are in no way required to purchase services from the entity to which they were referred. The WPSGI IAR solicitor will disclose the fee sharing arrangements between the WPSGI IAR and the other RIA to the referred individual via a Solicitor's disclosure brochure prior to the referred individual entering into a contract with the other RIA. WPSGI IAR solicitors will follow their fiduciary duty in choosing appropriate outside RIA firms when making referrals.

Some IARs of WPSGI are IARs of another registered investment adviser. From time to time, they will offer clients advice or products from those activities and clients should be aware that these services may involve a conflict of interest. WPSGI always acts in the best interest of the client and clients are in no way required to implement the plan through any representative of WPSGI in their capacity as an investment adviser representative of an outside firm.

Certain IARs of WPSGI are Certified Public Accountants ("CPAs") and may offer these services to clients. This is fee-based business and may be a conflict of interest. Clients of WPSGI are not required use any CPA service of a WPSGI representative.

IARs of WPSGI may enter into agreement as individuals with an outside firm whereby the IAR will refer clients to a tax credit preparation firm. IARs may receive a fee upon completion of a tax credit filing. This creates a possible conflict of interest. IARs are trained to minimize conflicts and only make the referral with client consent. The fee is disclosed to the client.

WPSGI may compensate non-advisory personnel for client referrals. Referred clients will never incur a higher fee for services due to the referral compensation arrangement. WPSGI always acts in the best interest of the client. A disclosure of the referral fees is provided to the client.

Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

We have a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. Our Code of Ethics is available free upon request to any client or prospective client. WPSGI's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting the Compliance Department at our main number.

WPSGI does not recommend that clients buy or sell any security in which a related person to WPSGI or WPSGI has a material financial interest.

From time to time, representatives of WPSGI may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of WPSGI to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. WPSGI will always transact client's transactions before its own – or at the same time -when similar securities are being bought or sold.

Reviews of Accounts

Client accounts are reviewed continuously by the IAR in their regular course of business and at least quarterly for determining if action is required. The firm's chief compliance advisor reviews client accounts with regards to their investment policies and risk tolerance levels.

Reviews may be triggered by the client's request due to changes in the client's financial situations (such as retirement, termination of employment, physical move, or inheritance). The client must inform the firm of any material changes to the information included in the questionnaire or any other change in the client's financial circumstances that might affect the manner in which client's assets should be invested. Clients may contact the firm during normal business hours to consult with the firm concerning the management of the client's account(s).

Each client will receive at least quarterly from the custodian, a written report that details the client's account including assets held and asset value which will come from the custodian.

Client Referrals and Other Compensation

Advisor participates in TD Ameritrade's institutional customer program and Advisor may recommend TD Ameritrade to Clients for custody and brokerage services. There is no direct link between Advisor's participation in the program and the investment advice it gives to its Clients, although Advisor receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving Advisor participants; access to block trading (which

provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and are intended to help Advisor manage and further develop its business enterprise. The benefits received by Advisor or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, Advisor endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Advisor or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Advisor's choice of TD Ameritrade for custody and brokerage services.

Advisor also receives from TD Ameritrade certain additional economic benefits ("Additional Services") that may or may not be offered to any other independent investment Advisors participating in the program. Specifically, the Additional Services include partial reimbursement of software, including Orion, Morningstar and Advisor Engines. TD Ameritrade provides the Additional Services to Advisor in its sole discretion and at its own expense, and Advisor does not pay any fees to TD Ameritrade for the Additional Services. Advisor and TD Ameritrade have entered into a separate agreement ("Additional Services Addendum") to govern the terms of the provision of the Additional Services.

Advisor's receipt of Additional Services raises potential conflicts of interest. In providing Additional Services to Advisor, TD Ameritrade most likely considers the amount and profitability to TD Ameritrade of the assets in, and trades placed for, Advisor's Client accounts maintained with TD Ameritrade. TD Ameritrade has the right to terminate the Additional Services Addendum with Advisor, in its sole discretion, provided certain conditions are met. Consequently, in order to continue to obtain the Additional Services from TD Ameritrade, Advisor may have an incentive to recommend to its Clients that the assets under management by Advisor be held in custody with TD Ameritrade and to place transactions for Client accounts with TD Ameritrade. Advisor's receipt of Additional Services does not diminish its duty to act in the best interests of its Clients, including to seek best execution of trades for Client accounts.

WPSGI may compensate non-advisory personal for client referrals under a "solicitors" agreement. Referred clients will never incur a higher fee for services due to the referral compensation arrangement. WPSGI always acts in the best interest of the client.

Financial Information

WPSGI does not require nor solicit prepayment of more than \$1,200 in fees per client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

Neither WPSGI nor its management have any financial conditions that is likely to reasonably impair our ability to meet contractual commitments to clients.

WPSGI has not been the subject of a bankruptcy petition in the last ten years.