



Form ADV Part 2A

December 19, 2024

NGP Financial Planning, LLC

3106 213th Place SE
Sammamish, WA 98075
425-444-6715
ngpfinancialplanning.com

This Form ADV Part 2A ("Brochure") and 2B ("Brochure Supplement") is a very important document between clients and NGP Financial Planning, LLC. ("NGP", "us", "we", "our"). The oral and written communications provided to clients and prospects, including this Brochure, is information that can be used to evaluate and hire us (and other advisors).

This Brochure provides information about our qualifications and business practices. If clients have any questions about the contents of this Brochure, please contact us at 425-444-6715. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any State Securities Regulatory Authority. Our registration as an Investment Adviser does not imply any level of skill or training.

Additional information about our firm (and our employees) is available to clients for free, by visiting www.adviserinfo.sec.gov and our CRD number is 310443.

Item 2—Material Changes

This ADV Part 2A-2B is provided further to our last brochure dated March 27, 2024 and is being used for application to the Securities and Exchange Commission. Additionally, we have updated our assets under management.

In the future, this section will discuss specific material changes that are made to the Brochure and provide clients with a summary of such changes. Following the SEC and state rules, we will ensure that clients receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our fiscal year. We may provide other ongoing disclosure information about material changes as necessary.

If clients or prospective clients want to learn more about NGP Financial Planning, LLC, please call 425-444-6715 or visit the SEC's website at www.adviserinfo.sec.gov.

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Item 4—Advisory Business

NGP Financial Planning, LLC (“NGP”) was founded to offer investment advisory services in 2021 and is wholly owned by Michael Policar. NGP offers discretionary asset management services (“Asset Management”) to advisory clients on all types of investments. Asset Management is provided after determining individual investment goals, time horizons, objectives, and risk tolerance that NGP will collect through interviews, risk tolerance questionnaires, or through a Client Profile form. Investment strategies (including defensive option strategies), investment selection, asset allocation, portfolio monitoring and the overall investment program will be based on the above factors. Clients will authorize and engage NGP by signing an Advisory Agreement (“Agreement”) that provides NGP discretionary authority to execute selected investment program transactions.

In addition to Asset Management, NGP may provide financial planning (“Financial Planning”) to Asset Management clients. However, each client has different needs, goals or objectives, so Financial Planning is provided on an as needed basis and may not be provided for all clients. Financial Planning may include, but is not limited to, a thorough review of all applicable topics such as wills, estate plans and trusts, investments, taxes, qualified plans, insurance, retirement income, social security, and college planning. If a conflict of interest exists between the interests of NGP and the interests of the client, the client is under no obligation to act upon NGP’s recommendation. If the client elects to act on any of the recommendations, they are under no obligation to effect the transaction through NGP. This service will be provided at no additional cost to the client.

Investment strategies are created for clients based upon the stated goals and objectives. Clients may impose restrictions on investing in certain securities or types of securities. Agreements may not be assigned without written Client consent.

As of November 30, 2024, we had \$111,729,457 in discretionary assets under management. Additionally, we do not manage any assets under a sponsored wrap-fee program.

Item 5—Fees & Compensation

NGP charges an annual investment advisory fee (“Advisory Fee”) based on the total assets under management (“AUM”). The standard fee schedule is as follows:

Assets Under Management	Annual Fee
First \$2,000,000	1.00%
Next \$5,000,000	0.50%
Over \$7,000,000	0.25%

The fee is calculated monthly and in arrears by multiplying the total AUM from the end of the previous month by 1/12th of the Annual Advisory Fee rate. It is important to know the fee is blended, so under the standard Advisory Fee schedule the first \$2 million of AUM is billed at 1.00%, anything between \$2 and \$5 million is billed at 0.50%, and any AUM over \$7 million is billed at 0.25%.

The Advisory Fee is negotiable based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with Clients, etc.). Clients should refer to the Advisory Agreement signed with NGP for the exact Advisory Fee charged. If margin is utilized, the fees will be billed based on the total value of the account. However, for assets such as alternative investments where a fee is charged and the custodian does not price the security, the asset may be priced by the provider of the asset according to their pricing policy or may also involve independent pricing services for assets that are priced in that manner. NGP itself, does not price any investment or security for which it charges a management fee or that is included in the portfolio return. Any assets that are unmanaged or static are not included in NGP’s management fee calculation. It is important for clients to know that NGP has a conflict of interest to recommend liquidation of any unmanaged and unbilled position, because NGP will earn Advisory Fees on the position once it is liquidated. In all cases, the best interests of clients must be utilized before making any recommendation to liquidate an unmanaged and unbilled position.

Advisory Fees are electronically debited from client accounts. At the time the fee is debited Clients will be sent an invoice that shows the custodian, Advisory Fees, AUM, fee, formula used to calculate the fee, the fee calculation itself and the time period covered by the fee. The value of the fee used to calculate the Advisory Fee will include all positions in the account, cash, dividends, accrued interest and interest payments unless specifically excluded in the Special Instructions section of the Agreement.

Lower fees for comparable services may be available from other sources. Clients may terminate their account within five (5) business days of signing the Advisory Agreement with no obligation and without penalty. After the initial five (5) business days, the agreement may be terminated by NGP with thirty (30) days written notice to client and by the client at any time with written notice, phone or email to NGP. For accounts opened or closed mid-billing period, fees will be prorated based on the day's services are provided during the given period. All unpaid earned fees will be due to NGP. Client shall be given thirty (30) days prior written notice of any increase in fees. Any increase in fees will be acknowledged in writing by both parties before any increase in said fees occurs.

Advisory Fees are separate and distinct from the fees and expenses charged by investments like mutual funds and exchange traded funds (ETFs). In these cases, the fees and expenses are described in each fund's prospectus or available through common financial websites. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. In some cases fees may be discounted. Clients are also responsible for the transaction charges, fees and other expenses charged and imposed by the firm ("Custodian") who holds the client assets. Accordingly, clients should review both the fees charged by the funds/ETFs, the Custodian and the fees charged by the Advisor to fully understand the total amount of fees to be paid.

As noted above, there are no additional charges for Financial Planning.

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

Our fees are fully disclosed on the Agreement signed by the client and we do not charge performance based fees.

Item 7—Types of Clients

We provide services to individuals, trusts, estates, charitable organizations (non-profits), corporations, associations and other business entities (such as limited liability companies, networks or limited partnerships). We do not have a minimum account size and as noted earlier the minimum fees can be waived or negotiated at our total discretion.

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

Methods of Analysis

While the methods of analysis are constantly evolving, many decisions and recommendations are made using the methods noted below. It is important to know that all methods of analysis are subject to the Risk of Loss that is discussed later in this section.

Quantitative Analysis: An analysis technique that seeks to understand behavior by using complex mathematical and statistical modeling, measurement, and research. By assigning a numerical value to variables, quantitative analysts try to replicate reality mathematically. Some believe that it can also be used to predict real-world events, such as changes in a share price.

Qualitative Analysis: Securities analysis that uses subjective judgment based on non-quantifiable information, such as management expertise, industry cycles, strength of research and development, and labor relations. This type of analysis technique is different from quantitative analysis, which focuses on numbers. The two techniques, however, are often used together.

Modern Portfolio Theory: Is the process of maximizing the expected return of the portfolio for a given amount of portfolio risk.

Charting: Includes the review of charts of market and security activity in an attempt to identify when the market is moving up or down and to predict how long the trend may last and when that trend might reverse.

Investment Strategies

We have the ability to construct client portfolios using a wide variety of investments, including stocks, bonds, certificates of deposit, exchange traded funds, mutual funds, closed end funds, unit investment trusts, structured notes, options and other investments available through the brokerage firm where client assets are held in custody. Additionally, the portion of cash that is included in the asset allocation is included in the advisory fees. Although any cash held by the client in the account(s) and designated as unmanaged assets will not be included in the advisory fee.

We also use various investment strategies: *Long Term Purchases* – investments purchased with the expectation to hold the position over a long period of time, typically longer than one year. In addition to the *Risk of Loss* discussed below, long-term investing has the risk of losing value or returns not being enough to reach financial goals. *Short Term Purchases* – investments purchased with the expectation that they will be quickly sold within a short time period. These investment have the risk of additional taxation and trade cost impacting performance. *Margin Transactions* – a transaction where the client would borrow money to purchase a security and the underlying position is used as collateral on the loan. Risks of margin could include magnified losses in the event of poor performance. *Options* – an investment that that involves buying or selling a right to purchase or sell a security at a specific price for a specified time. The risk of trading or investing in options include the expiration of the option with no value, or thinly traded markets which could impact the liquidity of the investment. It should be known that frequent trading can affect investment performance through increased brokerage and other transaction costs and taxes.

Risk Information

Investing has various risks and all investments have the risk of losing value that clients should be prepared to bear. Some investments have the risk of defaulting on interest or principal payments. Investors are also faced with the risk that inflation will outpace the returns of the investment, which lowers the purchasing power of that investor. Rebalancing a portfolio may cause taxable events, which could raise the client's taxes. Investing in options incurs the risk of the option expiring as well as going down in value. Accounts holding a large cash position risks underperforming other investments that are experiencing higher returns. It is important clients understand that there are numerous risks associated with their investments. Additional risks include the inaccurate assumptions used in financial projections that could impair the results of a financial plan. Clients must understand that it is impossible to completely predict or project variables that go into Consulting, such as investment returns, inflation, etc. All Consulting Programs bear the risk that the advice provided may be inaccurate. We recommend that clients discuss any concerns directly with us.

We also may provide assistance in areas to help clients through complex and emotional issues that have uncertain and unpredictable outcomes. We strive to provide comprehensive information and assistance to help clients make wise and thoughtful decisions. However, it is important that all clients know we cannot foresee all situations and results may differ significantly from our initial and ongoing analysis. Except where specifically assigned to us, the clients retain the ultimate authority for all decision-making and outcomes.

Item 9—Disciplinary Information

We have not been the subject of any disciplinary, criminal or civil actions.

Item 10—Other Financial Industry Activities and Affiliations

There are no other financial industry activities or affiliations to report.

Item 11—Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

We have implemented policies and procedures to govern our employees and to mitigate the conflicts of interest we encounter when providing our advisory services to clients. These include:

- A Code of Ethics that each employee is required to review and sign an acknowledgement of receipt and understanding (upon hire, and annually);
- Prohibitions on the misuse of material non-public information;
- Prohibitions to place their interests in front of clients.
- Personal securities trading policies and procedures (governing not only our employee but also the members of their household and any other securities or brokerage accounts where they have beneficial ownership of with a spouse, family member or other person). Employees are not allowed to:
 - Trade on inside information.
 - “Front-run” or trade in anticipation of client transactions.
 - Trade or participate in any activity prohibited under the federal securities laws.

We strive to achieve the highest ethical and fiduciary standards (in dealing with Clients, the public, vendors, prospective clients and each other). As a fiduciary, we have an affirmative duty to act with integrity, competence and care; this includes disclosing all potential and actual conflicts of interest.

We perform services for various other clients. We do not have any material financial interest in recommended securities outside of situations noted in this section. We may give advice or take actions for our clients that differ from the advice given to other clients. Our firm and its “related persons” may buy or sell securities similar to, or different from, those we recommend to clients for their accounts. In an effort to reduce or eliminate certain conflicts of interest involving the firm or personal trading, our policy may require that we restrict or prohibit associates’ transactions in specific reportable securities transactions. Any exceptions or trading pre-clearance must be approved by the firm principal in advance of the transaction in an account, and we maintain the required personal securities transaction records per regulation. Principals and supervised persons of our firm may also invest in securities at the same time, before, or after clients. In an effort to reduce or eliminate certain conflicts of interest involving the firm or personal trading, our policy may require that we restrict or prohibit associates’ transactions in specific securities transactions. Any exceptions or trading pre-clearance must be approved by our Chief Compliance Officer in advance of the transaction in an account, and we maintain the required personal securities transaction records per regulation.

The timing or nature of any action taken for all clients or other sponsors may also vary. For more information or to request a copy of our Code of Ethics, please contact us at 425-444-6715.

Item 12—Brokerage Practices

For Investment Advisory Services we will likely recommend Charles Schwab & Company (“Schwab”) as the custodian for assets, although the client is ultimately responsible for selecting the custodian. Additional factors used to determine which custodian to recommend include trading costs, electronic access to trading and client accounts, discounts on software, historical relationship with us, execution capabilities, reputation, financial strength, products and services, compliance, research and technology and other operational support that may benefit us, but not the client. This could create a conflict that the recommendation of Schwab is based on research, products and/or services and not based on the custodian providing the best execution for transactions in client accounts. In all cases, we must place the interests of the client in front of our own. If clients select an alternative broker-dealer for their assets they may pay a higher commission and prohibit us from blocking transactions. We do not receive referrals from any custodian or third-party.

In some cases, we may aggregate or block trade multiple client accounts. Doing so allows some efficiency in the transactions, although it does not ensure the client will receive a reduction in trading costs or a better execution price than if the trade was enacted separately. It is possible that rebalancing/trading accounts are done so randomly which could result in clients holding different positions and receiving higher or lower prices than other accounts with similar investment objectives. It may be possible for employees to buy or sell securities in their personal accounts that were also purchased in the client account. As noted earlier we have a strict policy against using the trade flow of clients to economically benefit us or our employees.

Item 13—Review of Accounts

Client accounts are reviewed on a regular basis, typically on a quarterly basis. However, clients may request more frequent reviews. There are many factors that might bring about a review of accounts, including regular review dates, supervision reviews, economic changes, political disruptions or other market activity. We encourage clients to carefully review the written reports we provide as well as the statements provided by the custodian. Clients should rely on the statement from the custodian for the actual value of the account. We may also provide clients with reports which may have a different value than statements provided by the custodian. This difference could be due to trade date versus settlement date reconciliations, accrued interest, or the exclusion/inclusion of a private security that we may have recommended to clients (or, that clients were invested in). Also, we encourage clients to contact their custodian immediately if they do not receive their monthly statement directly from the custodian.

Client supervision reviews are also conducted on a regular basis and may be completed by Michael Policar, Chief Compliance Officer, or his assignees, administrative associates or third-party compliance consultants. The review includes the performance of the accounts and positions. It is critical that clients report any changes in their financial situation so we can ensure they are invested properly. If you have any questions on the supervision or review of accounts please call Michael Policar at 425-444-6715.

Item 14—Client Referrals and Other Compensation

As mentioned earlier, we receive certain indirect benefits from the custodian. We may also receive additional non-monetary compensation from various vendors, product providers, distributors and others. These providers may provide compensation by paying some expenses related to training and education, including travel expenses, and attaining professional designations. We might receive payments to subsidize our own training programs. Certain vendors may invite us to participate in conferences, on-line training or receive publications that may further our skills and knowledge. Some may occasionally provide us with gifts, meals and entertainment of reasonable value consistent with industry rules and regulations. However, we do not receive or pay any compensation, directly or indirectly, for client referrals.

Item 15—Custody

Except for the ability to debit its fee directly from client accounts, we do not take custody of client assets. Additionally, we are reporting custody on certain accounts where the client has requested the ability to electronically transfer assets to a third-party through a standing limited power of attorney (known as a SLOA). Although we do not have any relationship, affiliation or share an address with any of the third parties, we are following SEC guidelines to report having custody of these assets. Other than these situations, we do not have custody of any client assets. The custodian sends reports to clients at least quarterly, which contain asset positions, cost basis and transactions in the account. We may also send performance reports, but we urge clients to compare invoices and reports from us to those received from the custodian and to rely on the custodian as the official record of the value in their accounts.

Item 16—Investment Discretion

Clients engage us on a discretionary basis by executing the Agreement, naming us as client's agent in fact, granting full authority to buy, sell, or otherwise effect investment transactions in the accounts. Clients may note investment restrictions on the special instructions section of the Agreement, by email or in writing.

Item 17—Proxy Voting

We do not vote proxies on behalf of clients. Clients will receive all proxy voting materials directly from the custodian. The client maintains exclusive responsibility for voting all proxies generated from the securities, although we are available to assist with any questions.

Item 18—Financial Information

We do not have any financial issue or situation that would impair our ability to deliver services to our Clients. Nor has the firm or any principal shareholders filed bankruptcy. Additionally, we do not require prepayment of advisory fees more than \$1,200 per client, six months or more in advance.



Form ADV Part 2B

Michael Policar, Investment Advisor Representative

December 19, 2024

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This brochure supplement provides information about Michael Policar that supplements the NGP Financial Planning, LLC brochure. Clients should have received a copy of that brochure and can contact us if they did not receive it or if there are any questions about the contents of this Supplement. This Supplement has not been reviewed or approved by the U.S. Securities & Exchange Commission, any state regulatory agency or self-regulatory organization.

Additional information about Michael Policar (CRD# 6074746) is available on the SEC's website at www.adviserinfo.sec.gov.

Educational Background and Business Experience (for past 5 years)

Michael Policar, born 1984, graduated from Arizona State University with a Bachelor of Arts in Journalism/Mass Communications in 2005. From 2008 to 2012 he was an Account Executive with Fisher Broadcasting. From 2012 to 2014 he was a Registered Representative ("Broker") and Investment Advisor Representative ("Financial Advisor") with Wells Fargo. From 2014 to 2018 he was a Broker/Financial Advisor with Merrill Lynch, and later Bank of America. He was a Broker with Hightower Securities and a Financial Advisor with Hightower Advisors from 2019 to 2021. In 2020 he started NGP Financial Planning, LLC while still with Hightower Advisors, He was an insurance agent from 2012 to 2021. He formerly registered NGP Financial Planning as a registered Investment Advisor in 2021 and continues to serve clients in that capacity as a Financial Advisor and owner.

Disciplinary Information

None

Other Business Activities

None

Additional Compensation

None

Supervision

Michael Policar is the Chief Compliance Officer and is responsible for trading, account overview and supervision for all accounts. All advisory accounts opened are supervised in accordance with the Policies and Procedures established by NGP Financial Planning, LLC. For any question on the supervision of accounts, clients may reach Mr. Policar at 425-444-6715.