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FORM ADV PART 2A APPENDIX 1 WRAP FEE PROGRAM BROCHURE

This wrap fee program brochure provides information about the qualifications and business practices of Professional Wealth Management Services LLC. If you have any questions about the contents of this brochure, please contact us at 704-872-0022. 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 Professional Wealth Management Services LLC is also available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for Professional Wealth Management Services LLC is 150266.

Professional Wealth Management Services LLC is a Registered Investment Adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Summary of Material Changes: Since the last update to FORM ADV Part 2A Appendix 1 on February 7, 2023, PWMS has no material changes to report.

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Services, Fees and Compensation

Form ADV Part 2A, Appendix 1, Item 4

On a discretionary basis, PWMS provides ongoing monitoring and management of assets within the PWMS Wrap Fee Program ("Program"). This service level involves PWMS delivering hands on management of Program assets and includes all services offered in the PWMS Portfolio Management service. The differences between the PWMS Portfolio Management service and the PWMS Wrap Fee Program are that clients of the PWMS Wrap Fee Program do not pay transaction charges for trades placed in client accounts, and asset management in the PWMS Portfolio Management service may be on a discretionary or non-discretionary basis while asset management in the PWMS Wrap Fee Program is solely on a discretionary basis. The maximum fee for the PWMS Wrap Fee Program is 0.99% of managed assets on an annual basis and is customized as well as negotiable based on a client's specific situation. Fees are generally decreased as a client's assets under PWMS management cross sustainably above breakpoints at \$500,000.00, \$1MM, and \$3MM.

All PWMS Wrap Fee Program advisory fees are deducted from clients' accounts by the qualified custodian based on a written authorization from the client. The qualified custodian calculates and deducts the advisory fee quarterly in advance based on normal, calendar year quarters. The qualified custodian bases the fee calculation on account balances at the end of the quarter and also pro-rates and adds or subtracts to the fee for any contributions or withdrawals made to accounts during the quarter. If the advisory agreement is terminated before the end of the quarterly period, the client is entitled to a pro-rated refund of any pre-paid quarterly advisory fee based on the number of days remaining in the quarter after the termination date.

Program fees may cost you more or less than purchasing such services separately. Factors that may impact the relative cost of the Program fees include, but are not limited to, the following: the cost of the services if provided separately, the trading activity in a client's account, the specific custodian used for execution, clearance, and settlement services with respect to your accounts, the level of service you may require with respect to your assets, etc. Program fees are negotiable. PWMS is compensated the full wrap fee amount net of custodian service fees paid by PWMS to the custodian.

PWMS Wrap Fee Program clients do not pay any sales charges, commissions, or other additional fees or expenses related to PWMS advisory services. The custodian charges an annual maintenance fee for IRAs (as of 03/07/24, this charge is \$40.00 per year). Mutual funds and exchange traded funds have internal expense ratios, but PWMS does not receive any part of these or any other fees, such as 12b-1 service / distribution fees, from mutual fund or exchange traded fund companies.

PWMS has an obligation to act in our clients' best interest and put our clients' interest ahead of the firm's. At the same time, due to the structure of fees in the PWMS Wrap Fee Program, some conflicts of interest exist that PWMS wants you to be aware of. One is related to the fact that, generally, the more assets you have in your advisory account, the more you will pay PWMS on a dollar basis based on the percentage we charge to manage your account. PWMS, therefore, has an incentive to increase the assets in your advisory account. Another is that, within our PWMS Wrap Fee Program, we pay the broker-dealer's transaction fees charged for each transaction, except for exchanges between mutual funds in the same company of funds and individual fixed income transactions, which do not have transaction fees. As a result, an incentive exists to recommend

these asset types or trades without transaction fees in order to reduce the amount of the broker-dealer's transaction fees that we will have to pay on your behalf. A related conflict of interest also exists to minimize the number of total transactions where PWMS pays the broker-dealer charges on our clients' behalf.

Financial planning services such as one-time diagnostic plans as well as ongoing consultations are included in the PWMS Wrap Fee Program at no additional charge as needed by the client.

As of January 1, 2024, PWMS manages \$118,982,199.67 on a discretionary basis and no assets on a non-discretionary basis.

Account Requirements and Types of Clients

Form ADV Part 2A, Appendix 1, Item 5

PWMS provides investment advice to individuals, corporations, and trusts within the Program. PWMS does not require a minimum account size for the Program but instead relies on determination of suitability in opening and maintaining accounts.

Portfolio Manager Selection and Evaluation

Form ADV Part 2A, Appendix 1, Item 6

PWMS is the sole portfolio manager for the Program. Outside portfolio managers are not incorporated into the PWMS Portfolio Management services that are included in the PWMS Wrap Fee Program.

Advisory Business

Investment advisory services under the PWMS Wrap Fee Program include financial planning services such as one-time diagnostic plans and ongoing consultations in addition to portfolio management on a discretionary basis. The Program also includes asset allocation, trade execution, and any related administrative activities.

Advisory services are tailored to the individual needs of the client based on thorough initial interviewing and periodic communication. A client may impose restrictions based on quantitative factors such as tax management or qualitative factors such as social concerns.

All PWMS accounts are managed based on the specific needs of the client as derived from the client interview process and ongoing communication. PWMS is compensated a portion of the wrap fee for providing its objective profiling, asset allocation, and other services on behalf of the client.

Performance-Based Fees and Side-By-Side Management

PWMS does not accept performance-based fees such as a share of capital gains or capital appreciation. PWMS does not participate in side-by-side management.

Methods of Analysis, Investment Strategies and Risk of Loss

PWMS utilizes an extensive initial interviewing process, including multiple suitability assessments, to help formulate an individualized financial plan as needed for the client. This financial planning process incorporates software to help derive the long-term investment strategy. Execution of a financial plan or strategy is focused on diversification, asset class and sector allocation, and individual security selection. The suitability assessments, educational theory, and simulation tools remind clients that investing in securities always involves volatility and the risk of loss. Additional financial software is used to subsequently analyze, monitor, and provide feedback regarding ongoing risk and asset management.

Voting Client Securities

PWMS does not vote client securities. Clients receive all proxy voting and other materials directly from the custodian or transfer agent. PWMS does not advise clients with regard to solicitations they may receive.

Client Information Provided to Portfolio Managers

Form ADV Part 2A, Appendix 1, Item 7

PWMS does not incorporate outside portfolio managers into its wrap fee program. No client information is provided to third party portfolio managers.

Client Contact with Portfolio Managers

Form ADV Part 2A, Appendix 1, Item 8

As the sole portfolio manager for its wrap fee program, PWMS communicates with clients on a regular basis. There are no restrictions placed on clients' ability to contact and consult with PWMS.

Additional Information

Form ADV Part 2A, Appendix 1, Item 9

Disciplinary Information

Neither PWMS nor its members or employees have ever been the subject of any legal or disciplinary event.

Other Financial Industry Activities and Affiliations

PWMS as a firm is not associated with any other financial industry activities or affiliations.

However, while PWMS is not associated with any other financial industry activities or affiliations, members or employees of PWMS may be licensed and/or appointed independently with insurance companies or insurance brokers as an outside business activity under a separate business or employment. Currently, both John Stevenson and Shawn Fleming are independently licensed in Life, Accident, and Health insurance. John is also licensed in Long Term Care and Medicare Supplement insurance. In the course of providing comprehensive financial planning, John and Shawn may identify gaps in a client's insurance coverage and recommend that the client consider various types of insurance coverage as part of the client's personal risk management and contingency planning. If the client wants additional insurance coverage but does not have a personal insurance agent, John and Shawn will make themselves available to help the client as independent insurance agents. In doing so, John and Shawn will encourage the client to make personal risk evaluations and cost-benefit analyses with regard to potential insurance companies, insurance products, and insurance providers within the marketplace before committing to an insurance purchase. John and Shawn provide written disclosures to the client that stress the importance of such comparisons by the client as a consumer in addition to explaining their representation and compensation as agents of specific insurance companies. These disclosures emphasize that (1) PWMS clients are under no obligation to work with any specific insurance provider, including John or Shawn (2) working with John or Shawn separately for insurance purposes does not impact and is in no way required to maintain a financial planning, wealth management, or wrap program relationship with PWMS (3) there are no conflicts of interest with regard to PWMS and its advisory services as PWMS does not receive compensation of any kind based on a client purchasing insurance, and (4) as independent agents, John and Shawn may separately receive a commission or other compensation from insurance companies or their distributors as part of any outside insurance business that is transacted.

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

PWMS has developed a Code of Ethics ("Code") as a means of memorializing its vision of appropriate and professional conduct in carrying out the business of providing investment advisory services. This Code addresses issues such as the following:

- Standards of conduct and compliance with applicable laws, rules, and regulations
- Protection of material and non-public information
- Conflicts of interest
- Employee disclosure and reporting of personal securities holdings and transactions
- IPOs and private placements

- Reporting of any violations of the Code
- Employee education regarding the Code, and
- Enforcement of the Code.

All representatives of PWMS have been furnished a copy of the Code and have signed their names to a written acknowledgement attesting to their understanding of the Code and acceptance of its terms. A copy of the Code is available to all current and/or prospective clients upon request.

Neither PWMS nor its representatives buy securities from (or sell securities to) clients or their accounts. Neither PWMS nor its representatives act as general partner in a partnership in which client investments are solicited. Neither PWMS nor its representatives act as an investment adviser to an investment company that is recommended to clients. As such, PWMS does not have a material financial interest or conflict of interest in the securities it recommends to clients or buys or sells for client accounts.

PWMS or its personnel may invest for their own accounts or have a financial interest in the same securities or other investments that PWMS recommends or acquires for the accounts of its clients. PWMS or its personnel may engage in transactions that are the same as or different than transactions recommended to or made for client accounts.

Review of Accounts

PWMS regularly reviews client accounts and any financial plans. Any client accounts and financial plans are formally reviewed each calendar year and updated subsequently throughout the year based on changes in the client's personal and/or financial circumstances. Client accounts are reviewed and managed based on any client strategy changes as well as customized client management considerations including, but not limited to, asset class rebalancing, withdrawal / income / cash flow needs, income and capital gains taxation, and estate planning.

Clients receive monthly account statements directly from their qualified custodian.

Client Referrals and Other Compensation

PWMS does not receive any economic benefits for providing investment advice or other advisory services from anyone who is not a client.

PWMS also does not refer clients to others or accept prospective client referrals from others in exchange for compensation.

Financial Information

PWMS assumes discretionary trading authority on behalf of clients in the PWMS Wrap Fee Program, but the firm has no discretionary authority to withdraw client funds, and fees are collected from client accounts solely by the qualified custodian and remitted to PWMS. PWMS meets and maintains the relevant designated net worth and financial statement requirements at all times. There are no foreseeable financial conditions that are reasonably likely to impair PWMS's ability to meet contractual commitments to its clients. For example, in the event of unused management fees, the qualified custodian would refund the balance of quarterly fees directly to the client with PWMS owing the custodian the value of any refunded fees.

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