



Form ADV Part 2A – Appendix 1 ("Wrap Fee Brochure")

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This wrap fee program brochure provides information about the qualification and business practices of National Wealth Management Group, LLC ("NWMG" or the "Adviser"). If you have any questions about the contents of this brochure, please contact us at (800) 936-3820 or by email at ben@nwmgadvisors.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.

NWMG is a registered investment adviser with the United States Securities and Exchange Commission ("SEC"). The information in this wrap fee program brochure has not been approved or verified by the SEC or by any state securities authority. Registration of an investment adviser does not imply any specific level of skill or training.

Additional information about National Wealth Management Group, LLC is also available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

This item contains only the material changes made since the previous annual amendment filed on March 5, 2023.

NWMG has made the following material changes to now be represented in this Wrap Fee Disclosure Brochure:

- Item 1 – Cover Page – Updated to disclose that NWMG is a registered investment adviser with the SEC;
- Item 4 – Services, Fees, and Compensation – Updated to include disclosures related to NWMG, and its network of investment advisor representatives;
- Item 4 – Services, Fees, and Compensation – Updated to include disclosures related to LPL Financial Sponsored Wrap Fee Programs;
- Item 4 – Services, Fees, and Compensation – Updated to include disclosures related to Mutual Fund Share Class Selection;
- Item 4 – Services, Fees, and Compensation – Updated to include a disclosure related to additional fees and charges from parties other than NWMG;
- Item 5 – Account Requirements and Types of Clients – Updated to include disclosures related to the type of clients and minimum account opening requirements;
- Item 6 – Portfolio Manager Selection and Evaluation – Updated to include disclosures related to portfolio management selection;
- Item 7 – Client Information Provided to Portfolio Managers – Updated to include disclosures related to encouraging clients to contact NWMG promptly if there have been any changes in their financial situation or investment objectives;
- Item 9 – Additional Information – Updated to include disclosures related other financial industry activities and affiliations;
- Item 9 – Additional Information – Updated to include disclosures related NWMG’s Code of Ethics;
- Item 9 – Additional Information – Updated to include disclosures related NWMG’s client referrals and other compensation arrangements; and
- Item 9 – Additional Information – Updated to include disclosures related NWMG’s financial conditions.

All other changes to this Brochure were routine changes. We encourage you to read this document in its entirety.

At any time, you may view the current Wrap Fee Brochure online at the SEC’s Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching for our firm name or by our CRD#

174883. You may also request a copy of this Wrap Fee Brochure at any time, by contacting us at (513)772-2592 or by email at ben@nwmgadvisors.com.

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Item 4 – Services Fees and Compensation

A. Services

National Wealth Management Group, LLC (“NWMG”) was formed and registered as an investment adviser registered with the Securities and Exchange Commission (“SEC”) in 2015.

National Wealth Management Group offers services through our network of investment advisor representatives (“Investment Advisor Representatives” or “IARs”). Some of our IARs have their own legal business entity whose trade name and logos are used for marketing purposes; they can appear on marketing materials and/or client statements. Any such trade name is a legal entity of the IAR, not NWMG. The IARs are under the supervision NWMG and the advisory services of the IAR are provided through NWMG.

National Wealth Management Group can provide portfolio management services as a Wrap Fee Program, where the asset management fee and brokerage transaction fees (ticket charges) are combined or “wrapped” into a single fee. For such accounts, National Wealth Management Group is considered the Sponsor and Portfolio Manager. This brochure is provided as an appendix to Form ADV 2A to describe fee structure of a wrap fee program.

Other than the fee structure, the services offered in a wrap fee and a non-wrap fee account are identical. In either account type the total fees are negotiable and paid to National Wealth Management Group. A wrap fee program will generally have a higher asset management fee to account for the additional cost of ticket charges paid by National Wealth Management Group.

LPL Financial Sponsored Wrap Fee Programs

Strategic Wealth Management is the name of the custodial account offered through LPL Financial LLC to support investment advisory services provided by NWMG. Within a SWM account, investment advisor representatives provide advice on the purchase and sale of various types of investments, such as mutual funds, exchange-traded funds (“ETFs”), variable annuity subaccounts, real estate investment trusts (“REITs”), equities, and fixed income securities. The advice is tailored to the individual needs of the client based on the investment objective chosen by the client in order to help assist clients in attempting to meet their financial goals. Accounts are reviewed on a regular basis and rebalanced as necessary according to each client’s investment profile. More specific account information and acknowledgements are further detailed in the account opening documents.

Investment Advisor Representatives can offer SWM I or SWM II. The accounts offer the same investment choices and are managed in the same manner, but the fee structure is different. For SWM I, clients are charged transaction fees in addition to the advisory fee whereas for SWM II, the transactions fees are absorbed as part of the advisory fee. National Wealth Management Group offers SWM II as

wrap fee program where the firm acts as the sponsor and portfolio manager. Please see Appendix 1 – Wrap Fee Program Brochure, which is included as a supplement to this Disclosure Brochure. The advisory fee for SWM II accounts may be higher than SWM I to account for the transaction fees.

B. Program Costs

The fee structure that is in the client's best interest depends on the type of positions held, anticipated frequency of trading and fee payment preference. For example, a portfolio of primarily No Transaction Fee (NTFs) positions or an account with a low volume of trading will generally not benefit from the higher asset management fee of a wrap fee account. Whereas an account that has positions that include a ticket charge per transaction and there is an anticipated high degree of trading would likely benefit from a wrap fee program.

A Wrap Fee program introduces a conflict of interest because it creates an incentive to limit the number of trades placed in the Client's account to reduce the ticket charges to the Advisor.

C. Fees

Investment advisory fees are paid quarterly in advance or in arrears based on the billing cycle end value or daily average balance pursuant to the terms of the investment advisory agreement. Investment advisory fees are based on the following schedule:

Assets Under Management (\$)	Annual Rate (%)
0 to 500,000	Negotiable to 3%
500,001 to 1,000,000	Negotiable to 3%
1,000,001 to 5,000,000	Negotiable to 3%
Above 5,000,000	Negotiable to 3%

The applicable fee is based on several factors, including: the complexity of the services to be provided, the level of assets to be managed, and the overall relationship with the Advisor. Relationships with multiple objectives, specific reporting requirements, portfolio restrictions and other complexities may be charged a higher fee.

Clients will incur certain fees or charges imposed by third parties in connection with investments made on behalf of the Client's account[s]. In addition, all fees paid to NWMG for investment advisory services or part of the Wrap Fee Program are separate and distinct from the expenses charged by mutual funds and exchange-traded funds to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee.

The Client can also incur other costs assessed by the Custodian or other parties for account related activity fees, such as wire transfer fees, fees for trades executed away from the Custodian and other fees. The Advisor does not control nor share in these fees. The Client should review both the fees charged by the fund[s] and the fees charged by NWMG to fully understand the total fees to be paid.

Mutual Fund Share Class Selection

Section 206 of the Investment Advisers Act of 1940 (“Advisers Act”) imposes a fiduciary duty to act in a client’s best interests and specifically prohibits investment advisers, directly or indirectly, from engaging in any transaction, practice, or course of business which operates as a fraud or deceit upon any client or prospective client.

However, the fiduciary duty to which advisers are subject is not specifically defined in the Advisers Act or the Commission rules but reflects a Congressional recognition “of the delicate fiduciary nature of an investment advisory relationship” as well as a Congressional intent to eliminate, or at least expose, all conflicts of interest which might incline an investment adviser, consciously or unconsciously, to render advice which was not disinterested.

The purpose of 12b-1 fees, as approved by the SEC, are to cover marketing expenses and shareholder services such as the support services.

The more beneficial share class depends on an analysis of all fees including ticket charges and expected 12b-1 fees. Investing in a 12b-1 fee paying share class can be less expensive for a client than investing in a share class with a lower expense ratio if the ticket charges on the lower-cost share class exceed the amount of ongoing 12b-1 fees.

Depending on the anticipated trading volume, and the asset management fee that is determined based on account size, complexity and time requirements, investment advisor representatives have a fiduciary duty to determine the mutual fund share class that is in the best interest of each client as part of the overall fee analysis.

For a wrap fee account, a different conflict of interest is introduced because the advisor now has an incentive to not trade as frequently (reverse churning) to avoid the ticket charges which can compromise the active management of an advisory account. This conflict is mitigated by an investment adviser representative’s fiduciary duty to act in a client’s best interest while also considering the higher asset management fee charged for wrap fee accounts.

National Wealth Management Group will seek to determine the most advantageous share class available to each client. While institutional share classes are usually the lowest cost alternative, under

certain circumstances clients may be better served to pay a higher annual expense ratio and avoid a transaction fee on each trade. When selecting a mutual fund for a client's advisory account, the Investment Advisor Representative has a fiduciary duty to select the share class that helps manage the overall fee structure of the account. The overall fee structure includes such fees as: Asset Management Fees, Expense ratio, which includes 12b-1 fees, generally .25% for A shares and/or trade ticket charges.

- Investment Advisor Representatives must anticipate and monitor trading volume, and the asset management fee that is determined based on account size, complexity and time requirements.
- National Wealth Management Group will review mutual fund positions that clients transfer "in kind" to be included in assets managed by National Wealth Management Group and will advise the client as to alternatives available to them regarding share classes.
- National Wealth Management Group recognizes that in some situations, alternative share classes might not be available. For example, 529 and 401(k) Plans often have a limited array of investments and share classes available.

D. Compensation

National Wealth Management Group receives investment advisory fees paid by Clients for participating in the Wrap Fee Program and pays the Custodian for the costs associated with the normal trading activity in the Client's account[s].

Wrap Fee Program accounts will incur additional fees and charges from parties other than NWMG. These fees and charges are in addition to the advisory fee paid to NWMG. NWMG does not share in any portion of these third-party fees.

Item 5 – Account Requirements and Types of Clients

National Wealth Management Group generally provides investment advice to individuals and high net worth individuals, corporations and insurance companies.

The minimum account opening amount for the Strategic Wealth Management II ("SWM II") offered through LPL Financial, LLC, is generally \$15,000. Exceptions to this minimum may be made in certain cases at NWMG's discretion.

Item 6 – Portfolio Manager Selection and Evaluation

Portfolio Manager Selection

National Wealth Management Group serves as sponsor and as portfolio manager for the services under this Wrap Fee Program. NWMG do not select, review, or recommend other investment advisers or portfolio managers, and NWMG are subject to our own review. As part of the Wrap Fee Program, NWMG provides ongoing investment advice and management on assets in Strategic Wealth

Management II (“SWM II”) accounts held at LPL Financial. SWM II is the name of the account custodied at LPL.

Investment adviser representatives are restricted to providing services and charging fees in accordance with the details in this document and the advisory agreement that you sign. However, the exact services rendered, and the fees charged to a particular client are dependent upon the representative that is working with that client. IARs are instructed to consider the individual needs of each client when recommending an advisory platform. Investment strategies and recommendations are tailored to the individual needs of each client.

For more information about the representative managing your account, you should refer to the Brochure Supplement for the associated person, which you should have received along with this Brochure at or before the time you opened your account. If you did not receive the Brochure Supplement or would like another copy of it, you can obtain it by reaching out to our main office via the contact information listed on the cover page of this document.

Performance-Based Fees

National Wealth Management Group does not charge performance-based fees.

Proxy Voting

National Wealth Management Group does not accept proxy-voting responsibility for any Client. Clients will receive proxy statements directly from the Custodian. The Advisor will assist in answering questions relating to proxies, however, the Client retains the sole responsibility for proxy decisions and voting.

Item 7 – Client Information Provided to Portfolio Managers

National Wealth Management Group is the sponsor and sole portfolio manager for the Program. The Advisor does not share Client information with other portfolio managers because it is the sole portfolio manager for this Wrap Fee Program.

You are encouraged to contact us promptly if there have been any changes in your financial situation or investment objectives, or if you wish to impose any reasonable restrictions on the management of the account or reasonably modify existing restrictions. You should be aware that the investment objective selected for the program is an overall objective for the account as a whole and may be inconsistent with a particular holding or the account’s performance at any time. You should further be aware that achievement of the stated investment objective is a long-term goal for the account and no performance can be guaranteed.

Item 8 – Client Contact with Portfolio Managers

National Wealth Management Group is a full-service investment management advisory firm. Clients always have direct access to the Portfolio Managers at NWMG.

Item 9 – Additional Information

Disciplinary Information

There are no material legal, regulatory, or disciplinary information to disclose.

Other Financial Industry Activities and Affiliations

Broker-Dealer Affiliation

Investment Advisor Representatives can also be registered representative of LPI Financial a registered broker-dealer (CRD No. 6413), member FINRA/SIPC. Registered Representatives receive commissions for securities transactions.

Insurance Agency Affiliations

Certain Investment Advisor Representatives are also a licensed insurance professional (agent). Insurance Agents earn commission compensation for selling insurance products. Commissions generated by insurance sales do not offset regular advisory fees. This represents a conflict of interest. Clients are under no obligation to implement any recommendations made.

Accounting Firm Affiliation

Certain Investment Advisor Representatives and Management personnel are also employees or owners in the accounting firm, Alpina Tax and Accounting Services, LLC, where some (not all) are individually licensed and practicing Certified Public Accountants providing accounting services for separate and typical compensation. Alpina Tax and Accounting Services, LLC typically recommends NWMG to accounting clients in need of advisory services. Conversely, NWMG typically recommends Alpina Tax and Accounting Services, LLC to advisory clients in need of accounting services. Accounting services provided by Alpina Tax and Accounting Services, LLC are separate and distinct from our advisory services, and are provided for separate and typical compensation. There are no referral fee arrangements between our firms for these recommendations. No NWMG client is obligated to use Alpina Tax and Accounting Services, LLC for any accounting services and conversely, no accounting client is obligated to use the advisory services provided by us. Alpina Tax and Accounting Services, LLC do not include the authority to sign checks or otherwise disburse funds on any of our advisory client's behalf.

Neither NWMG nor any of the management persons are registered or has a registration pending to register as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

Code of Ethics

NWMG has implemented a Code of Ethics (the “Code”) that defines our fiduciary commitment to each Client. This Code applies to all persons associated with NWMG (our “Supervised Persons”). The Code

was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. NWMG and its Supervised Persons owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of NWMG's Supervised Persons to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code.

An investment adviser is considered a fiduciary. As a fiduciary, it is an investment adviser's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. We have a fiduciary duty to all clients. Our fiduciary duty is considered the core underlying principle for our Code of Ethics which also includes Insider Trading and Personal Securities Transactions Policies and Procedures. We require all of our supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment or affiliation and at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand, and agree to comply with our Code of Ethics. Our firm and supervised persons must conduct business in an honest, ethical, and fair manner and avoid all circumstances that might negatively affect or appear to affect our duty of complete loyalty to all clients. The Code covers a range of topics that address employee ethics and conflicts of interest. To request a copy of our Code, please contact us at (800) 936-3820 or by email at ben@nwmgadvisors.com.

Personal Trading with Material Interest

It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction being implemented for an advisory account, thereby preventing an employee from benefiting from transactions placed on behalf of advisory accounts. NWMG does not act as principal in any transactions. In addition, the Advisor does not act as the general partner of a fund or advise an investment company. NWMG does not have a material interest in any securities traded in Client accounts.

Personal Trading in Same Securities as Clients

NWMG allows our Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities, we recommend (purchase or sell) to you presents a conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted the Code to address insider trading (material non-public information controls); gifts and entertainment; outside business activities and personal securities reporting. When trading for personal accounts, Supervised Persons may have a conflict of interest if trading in the same securities. The fiduciary duty to act in the best interest of its Clients can potentially be violated if personal trades are made with more advantageous terms than Client trades, or by trading based on material non-public information. This risk is mitigated by NWMG requiring reporting of personal securities trades by its Supervised Persons for review by the Chief Compliance Officer ("CCO") or delegate/OR by conducting a coordinated review of personal accounts and the accounts of the Clients. We have also adopted written policies and procedures to detect the misuse of material, non-public information.

Personal Trading at Same Time as Client

It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction being implemented for an advisory account, thereby preventing an employee from benefiting from transactions placed on behalf of advisory accounts.

Client Referrals and Other Compensation

National Wealth Management Group has entered into a written promoter agreement with Absolute Capital Management, LLC (“ACM”). NWMG may receive referral fees from ACM for clients that are referred to ACM and become an advisory client, during the term of the agreement. The amounts are based on a percentage of the advisory fees assessed by ACM. Specific fee arrangements are outlined in ACM’s Brochure and Advisory Agreement.

Furthermore, at the time of the initial referral, NWMG will disclose the nature of the relationship between ACM and NWMG; the material terms of the agreement, including the terms of the fee arrangement; and any other material conflicts of interest that may arise. NWMG will then provide the prospective client with a written disclosure of their referral relationship and will seek to obtain a written acknowledgement of such disclosure from the prospective client prior to entering into an advisory agreement. NWMG will also provide its Disclosure Brochure and Form CRS.

National Wealth Management Group may refer Clients to various unaffiliated, non-advisory professionals (e.g., attorneys, accountants, estate planners) to provide certain financial services necessary to meet the goals of its clients. Likewise, NWMG may receive non-compensated referrals of new Clients from various third-parties. National Wealth Management Group receives an economic benefit from LPL Financial in reimbursement for marketing related expenses. Please see detailed discussion of the categories of marketing related expenses and potential conflicts of interest in Item 12 Brokerage Practices.

National Wealth Management Group and employees receive additional compensation from product sponsors. However, such compensation may not be tied to the sales of any products. Compensation may include such items as gifts valued at less than \$100 annually, an occasional dinner or ticket to a sporting event, or reimbursement in connection with educational meetings with investment advisor representatives, client workshops or events, marketing events or advertising initiatives, including services for identifying prospective clients. Product sponsors may also pay for, or reimburse NWMG for the costs associated with, education or training events that may be attended by NWMG employees and investment advisor representatives and for NWMG sponsored conferences and events.

- Certain investment adviser representatives may have received an economic benefit from LPL Financial in the form of a repayable or forgivable loan. Please see detailed discussion of the conditions and potential conflicts of interest in NWMG’s Form ADV Part 2A Disclosure Brochure Item 12 Brokerage Practices.
- Certain investment adviser representatives receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. These products and

services, how they benefit us, and the related conflicts of interest are described above (see Form ADV Part 2A Item 12 - Brokerage Practices).

National Wealth Management Group has entered into service agreements with certain unaffiliated financial institutions (e.g., Banks and or Credit Unions) that permit NWMG to provide investment advisory services to the financial institutions customers. Pursuant to service agreements NWMG shares a portion of the advisory fees with the financial institutions for use of the financial institution's facilities and for access to financial institution customers.

As a result of our relationship with LPL Financial, we will receive production bonuses, stock options to purchase shares of LPL Financial's parent company, and other things of value such as free or reduced-cost attendance at LPL Financial's national sales conference or top producer forums and events. Such compensation may be based on overall business produced and/or on the amount of assets serviced through LPL Financial. Thus, there is a financial incentive for us to recommend that you establish a Program account so that we will be compensated. We take our responsibilities to clients very seriously and we will only recommend that clients hire us for management services if we believe it is appropriate and, in the client's, best interests.

National Wealth Management Group receives an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above (see Item 12—Brokerage Practices).

Ramsey Solutions – SmartVestorTM

In addition, certain advisory representatives of NWMG have a relationship with Ramsey Solutions ("RS") whereby RS provides online advertising services in exchange for a flat monthly marketing fee. The services include advertising space on RS's web based SmartVestorTM lists assigned to particular geographic markets, use of the SmartVestorTM marks in advertising, and provision of other marketing materials. Potential clients using the SmartVestorTM site may select and choose to contact the advisory representative for services; potential clients are not referred to NWMG or the advisory representative.

Client Referrals from Solicitors

If a Client is introduced to NWMG by either an unaffiliated party or by a NWMG affiliate, NWMG may pay that promoter a referral fee. Any such referral fee shall be paid solely from the investment management fees earned by NWMG and shall not result in any additional charge to the Client. There are no other economic benefits provided by someone who is not a client for providing investment advice.

Financial Information

National Wealth Management Group, LLC does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance. There are no financial conditions that are reasonably likely to impair the firm's ability to meet contractual commitments to clients. At no time has National Wealth Management Group, LLC been the subject of a bankruptcy petition.