

Part 2A of Form ADV: Disclosure Brochure

Form ADV, Part 2A, Item 1

Cover Page

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**FORM ADV PART 2A
DISCLOSURE BROCHURE**

This brochure provides information about the qualifications and business practices of Tucker Financial Group. If you have any questions about the contents of this brochure, please contact us at (334) 277-0500. 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 Tucker Financial Group is also available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for Tucker Financial Group is 298292.

Tucker Financial Group 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.

Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually or when material changes occur since the previous release of the Firm Brochure. Each year, we will ensure that you receive a summary of any material changes to this and subsequent brochures by April 30th. We will further provide you with our most recent brochure at any time at your request, without charge. You may request a brochure by contacting us at (334) 277-0500.

Tucker Financial Group was established as a new Registered Investment Advisor in September 2018. Tucker Financial Group is registered with the U.S. Securities and Exchange Commission.

Material Changes since the Last Update was filed on March 8, 2023:

- None

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Advisory Business

Tucker Financial Group (hereinafter referred to as "TFG") is a Registered Investment Adviser based in Montgomery, Alabama. Founded in 2018, Tucker Financial Group provides investment advice and portfolio management services on a continuing basis, which may include the review of client investment objectives and goals, recommending asset allocation strategies of managed assets among investment products such as cash, stocks, mutual funds and bonds, annuities, and/or preparing written investment strategies. Our investment advice is tailored to meet our clients' needs and investment objectives. Clients may impose restrictions on investing in certain securities or types of securities (such as a product type, specific companies, specific sectors, etc.) by providing a signed and dated written notification, of which an e-mail is also an acceptable form of notification. If a client chooses to notify TFG of investment restrictions via e-mail, it must be understood that TFG will not be held responsible for the terms of the notification until TFG acknowledges receipt of the notification by e-mail to the client. This is to prevent there being miscommunication between the client and TFG in an instance where an e-mail is either not received or is not seen by the staff of TFG. Should there ever be an instance where TFG makes a transaction that is in conflict with the client's revised investment restrictions prior to receiving said notification, the staff of TFG will consult with the client to determine the best course of action. TFG also provides financial planning consulting services including risk assessment/management, investment planning, estate planning, financial organization, or financial decision making/negotiation and retirement planning.

Tucker Financial Group provides investment advisory and other financial services through its Investment Advisory Representatives ("IAR") to accounts opened with Tucker Financial Group. Managed Accounts are available to individuals and small businesses.

Tucker Financial Group is wholly owned by Douglas Ray Tucker, Jr. Tucker Financial Group is registered with the U.S. Securities and Exchange Commission ("SEC") and is subject to its rules and regulations.

Tucker Financial Group provides discretionary and non-discretionary investment advisory services to some of its clients through various managed account programs. Tucker Financial Group will assist clients in determining the suitability of the Managed Account Programs for the client. The IAR is compensated through a comprehensive single fee and the account may be assessed other charges associated with conducting a brokerage business. The firm and its IAR, as appropriate, will be responsible for the following:

- Performing due diligence
- Recommending strategic asset and style allocations
- Providing research on investment product options, as needed
- Providing client risk profile questionnaire
- Obtaining investment advisory contract from client with required financial, risk tolerance, suitability and investment vehicle selection information for each new account

- Performing client suitability check on account documentation, reviewing the investment objectives and evaluating the investment vehicle selections
- Providing Firm Brochure (this document)

TFG may recommend a Wrap Fee Program for the client's account(s). A "Wrap Fee Program" for purposes of the SEC is a program under which investment advisory and brokerage execution services are provided for a single "wrapped" fee that is not based on the transactions in a client account. TFG provides discretionary investment advisory services to some of its clients through a Wrap Fee Program. TFG will assist clients in determining the suitability of the Wrap Fee Program for the client. Wrap Fee Program accounts recommended by TFG are not managed differently from non-Wrap Fee Program accounts. Because brokerage execution costs are included in the client's overall advisory fee, the client's fee may be greater than those that have accounts in non-Wrap Fee Program accounts, however fees will not exceed the fee schedule stated in TFG's Wrap Fee Brochure. All clients with Wrap Fee Program accounts will be provided with TFG's Wrap Fee Brochure. This Brochure is focused on non-Wrap Fee Program accounts.

The firm has the following Assets Under Management as of January 2, 2024:

Discretionary Assets Under Management: \$215,094,035

Non-Discretionary Assets Under Management: \$2,736,625

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Fees and Compensation

The following types of fees will be assessed:

Asset Management – Fees are charged in advance and are based primarily on asset size and the level of complexity of the services provided. In individual cases, TFG has the sole discretion to negotiate fees that are lower than the standard fee shown or to waive fees. Fees are not based on the share of capital gains or capital appreciation of the funds or any portion of the funds. Comparable services for lower fees may be available from other sources. Fees for the initial quarter will be prorated based upon the number of calendar days in the calendar quarter that the advisory agreement is in effect. Fees are based on the market value of the assets on the last business day of the previous quarter. Annual fees range from .50% - 1.00% depending on the amount of assets under management ("AUM") – See chart below. Consulting services are included in these fees for asset management services with the exception of unique circumstances that may require a separate agreement for financial planning services (description and fees are discussed below). If the situation warrants separate financial planning fees, it will be discussed upfront and a separate agreement will be negotiated.

Fee Schedule for Asset Management:

Total Account Value	Maximum Annual Advisory Fee
Under \$1,000,000	1.00%
\$1,000,000 - \$1,999,999	0.80%
\$2,000,000 - \$4,999,999	0.70%
\$5,000,000 - \$24,999,999	0.60%
\$25,000,000 or more	0.50%

As authorized in the client agreement, the account custodian withdraws TFG's advisory fees directly from the clients' accounts according to the custodian's policies, practices, and procedures. The custodian in turn remits these fees to TFG. The custodial statement includes the amount of any fees paid directly to TFG to manage the account. Clients may also choose to be billed for TFG's advisory fees and pay the fees by check. Tucker Financial Group also sends quarterly invoices detailing the manner and amount of advisory fees to all clients. You should compare the statement we send to your custodian/broker-dealer's statement and verify the calculation of fees. Your custodian/broker-dealer does not verify the accuracy of fees calculations. If the account does not contain sufficient funds to pay advisory fees, TFG has limited authority to sell or redeem securities in sufficient amounts to pay advisory fees. With the exception of IRA accounts, clients may reimburse the account for advisory fees paid to TFG.

Fees are charged in advance on a quarterly basis, meaning that advisory fees for a quarter are charged on the first day of the quarter. Clients may terminate investment advisory services obtained from TFG, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with TFG. The client is responsible for any fees and charges incurred by the client from third parties as a result of maintaining the account such as transaction fees for any securities transactions executed and account maintenance or custodial fees. Thereafter, the client may terminate advisory services upon written notice delivered to and received by TFG. Clients who terminate investment advisory services during a quarter are charged a prorated advisory fee based on the date of TFG's receipt of client's written notice to terminate. Any earned but unpaid fees are immediately due and payable.

Financial Planning – Financial planning services are charged in arrears through a fixed fee arrangement as agreed upon between the client and TFG. There will never be an instance where \$1200 or more in fees is charged six or more months in advance. Fees are negotiable and vary depending upon the complexity of the client situation and services to be provided. Fixed fees are \$100 - \$200 per plan. Similar financial planning services may be available elsewhere for a lower cost to the client.

Clients may be invoiced monthly for all time spent by TFG as agreed upon by client or upon completion of the services if more than a month. Clients who wish to terminate the planning process prior to completion may do so with written notice. Upon receipt of written notification, any earned fee will immediately become due and payable. A client may terminate an advisory agreement without being assessed any fees or expenses within five (5) days of its signing.

Additional Fees and Expenses

In addition to advisory fees paid to TFG as explained above, clients may pay custodial service, account maintenance, transaction, and other fees associated with maintaining the account. These fees vary by broker and/or custodian. Clients should ask TFG for details on transaction fees or other custodial fees specific to their account, as these fees are not included in the annual advisory fee. TFG does not share any portion of such fees. Additionally, for any mutual funds purchased, the client may pay their proportionate share of the funds' distribution, internal management, investment advisory and administrative fees. Such fees are not shared with TFG and are compensation to the fund manager. Clients are urged to read the mutual fund prospectus prior to investing.

Mutual fund companies impose internal fees and expenses on clients. These fees are in addition to the costs associated with the investment advisory services as described above. Complete details of such internal expenses are specified and disclosed in each mutual fund company's prospectus. Clients are strongly advised to review the prospectus(es) prior to investing in such securities.

Mutual funds purchased or sold in broker-dealer accounts may generate transaction fees that would not exist if the purchase or sale were made directly with the mutual fund company. Mutual funds held in broker-dealer accounts also charge management fees. These mutual fund management fees may be more or less than the mutual fund management fees charged if the client held the mutual fund directly with the mutual fund company.

Clients may purchase shares of mutual funds directly from the mutual fund issuer, its principal underwriter, or a distributor without purchasing the services of TFG or paying the advisory fee on such shares (but subject to any applicable sales charges). Certain mutual funds are offered to the public without a sales charge. In the case of mutual funds offered with a sales charge, the prevailing sales charge (as described in the mutual fund prospectus) may be more or less than the applicable advisory fee. However, clients would not receive TFG's assistance in developing an investment strategy, selecting securities, monitoring performance of the account, and making changes as necessary.

Please refer to Item 12 "Brokerage Practices" of this brochure for additional information.

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Performance-Based Fees and Side-By-Side Management

TFG does not charge performance-based fees or participate in side-by-side management. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Performance-based fees are fees that are based on a share of capital gains or appreciation of the assets of a client. Our fees are calculated as described in Fees and Compensation section above and are not charged on the basis of performance of your advisory account.

Types of Clients

TFG offers investment advisory services to individuals and small businesses. There is no minimum amount required to open and maintain an advisory account.

Methods of Analysis, Investment Strategies, and Risk of Loss

TFG's methods of analysis and investment strategies incorporate the client's needs and investment objectives, time horizon, and risk tolerance. TFG is not bound to a specific investment strategy for the management of investment portfolios but considers the risk tolerance levels determined at the account opening, as well as monitoring risk tolerance on an on-going basis. Examples of methodologies that our investment strategies may incorporate include:

Asset Allocation – Asset Allocation is a broad term used to define the process of selecting a mix of asset classes and the efficient allocation of capital to those assets by matching rates of return to a specified and quantifiable tolerance for risk.

Dollar-Cost Averaging – Dollar-cost averaging is the technique of buying a fixed dollar amount of securities at regularly scheduled intervals, regardless of the price per share. This will gradually, over time, decrease the average share price of the security. Dollar-cost averaging lessens the risk of investing a large amount in a single investment at the wrong time.

Technical Analysis – involves studying past price patterns and trends in the financial markets to predict the direction of both the overall market and specific stocks.

Long-Term Purchases – securities purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.

Short-Term Purchases – securities purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short-term price fluctuations.

Our strategies and investments may have unique and significant tax implications. Regardless of your account size or other factors, we strongly recommend that you continuously consult with a tax professional prior to and throughout the investing of your assets.

Investing in securities involves risk of loss that clients should be prepared to bear. Although we manage your portfolio with strategies and in a manner consistent with your risk tolerances, there can be no guarantee that our efforts will be successful. You should be prepared to bear the risk of loss.

All investments involve the risk of loss, including (among other things) loss of principal, a reduction in earnings (including interest, dividends, and other distributions), and the loss of future earnings. These risks include market risk, interest rate risk, issuer risk, and general economic risk. Regardless of the methods of analysis or strategies suggested for your particular investment goals, you should carefully consider these risks, as they all bear risks.

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Disciplinary Information

TFG or its Principal Executive Officers have not had any reportable disclosable events in the past ten years.

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Other Financial Industry Activities and Affiliations

Douglas Ray Tucker, Jr. is a licensed insurance agent. From time to time, he will offer clients advice or products from those activities. Clients should be aware that these services pay a commission and involve a possible conflict of interest, as commissionable products can conflict with the fiduciary duties of a registered investment adviser. Tucker Financial Group always acts in the best interest of the client, including the sale of commissionable products to advisory clients. Clients are in no way required to implement the plan through any representative of Tucker Financial Group in their capacity as an insurance agent.

TFG does not recommend or select other investment advisors for our clients for which we receive compensation, directly or indirectly, from those advisors, nor do we have business relationships with any other investment advisors.

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

TFG's Code of Ethics includes guidelines for professional standards of conduct for our Associated Persons. Our goal is to protect client interests at all times and to demonstrate our commitment to fiduciary duties of honesty, good faith, and fair dealing. All of TFG's Associated Persons are expected to strictly adhere to these guidelines. Persons associated with TFG are also required to report any violations to the Code of Ethics. Additionally, the firm maintains and enforces written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about our clients or client accounts by persons associated with our firm.

TFG and its employees may buy or sell securities that are also held by clients. It is the expressed policy of the advisor that no person employed by our firm purchase or sell any security prior to the transaction being implemented for an advisory account; therefore, preventing such employees from benefiting from transactions placed on behalf of the advisory clients.

The advisor may have an interest or position in a certain security, which may also be recommended to the client. As these situations may present a conflict of interest, the advisor has established the following restrictions in order to ensure its fiduciary responsibilities:

1. A director, officer or employee of the advisor shall not buy or sell a security for their personal portfolio(s) where their decision is substantially derived, in whole or part, by reason of his or her employment, unless the information is also available to the investing public. No owner/employee of TFG shall prefer their own interest to that of the client.
2. The advisor maintains a list of all securities held by the company and all directors, officers, and employees. These holdings are reviewed on a quarterly basis by the principal of the firm.
3. The advisor requires that all employees must act in accordance with all applicable Federal and State regulations governing registered investment advisors.
4. The advisor will not block personal trades with those of clients to ensure that clients are not at a disadvantage.

TFG's Code of Ethics is available to you upon request. You may obtain a copy of our Code of Ethics by contacting Douglas Ray Tucker, Jr. at (334) 277-0500.

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Brokerage Practices

In order for TFG to provide asset management services, we request you utilize the brokerage and custodial services of Charles Schwab & Co., Inc. member FINRA/SIPC, or American Funds for which we have an existing relationship. Charles Schwab & Co., Inc., American Funds and Tucker Financial Group are separate companies and not affiliated. We believe that the recommended custodian provides quality execution services for you at competitive prices. Price is not the sole factor we consider in evaluating best execution. We also consider the quality of the brokerage services provided by the custodian, including the value of research provided, the firm's reputation, execution capabilities, commission rates, reporting capabilities, and responsiveness to our clients and our firm. In recognition of the value of research services and additional brokerage products and services the custodian provides, you may pay higher commissions and/or trading costs than those that may be available elsewhere.

TFG does not have any soft dollar arrangements.

TFG does not receive client referrals from broker-dealers in exchange for cash or other compensation, such as brokerage services or research.

When TFG buys or sells the same security for two or more clients (including our personal accounts), we may place concurrent orders to be executed together as a single "block" in order to facilitate orderly and efficient execution. Each client account will be charged or credited with the average price per unit. We receive no additional compensation or remuneration of any kind because we aggregate client transactions, and no client is favored over any other client.

Review of Accounts

Accounts are managed on a continuous basis and are reviewed at least quarterly by the Principal Executive Officer of the firm, Douglas Ray Tucker, Jr. Trades are reviewed on a daily basis. Confirmations of all buys and sells are sent to the client by the custodian, unless the client opts to suppress confirmations, if available to do so. Statements are provided to the client from the custodian at least quarterly if there is no activity, and monthly if there is activity. In addition, clients may receive a quarterly performance report. IARs may meet with clients as frequently as is agreed or as requested by the client or IAR but will meet with the clients at least annually.

Client Referrals and Other Compensation

TFG advertises their investment advisory services on the website of The Lampo Group, LLC d/b/a Ramsey Solutions™ (“RS”), which operates a program known as SmartVestor™. As the Securities and Exchange Commission deems RS to be a promoter within the meaning of Rule 206(4)-1 under the Investment Advisers Act of 1940, TFG makes the following disclosure: RS is neither a client of, nor investor in, TFG. TFG believes there are no conflicts of interest arising from RS serving in the capacity of promoter since RS’ function is that of a lead generator. RS will not derive any involvement with TFG clients from this business arrangement.

SmartVestor™ is an advertising service for investing professionals. When a consumer provides contact information through the SmartVestor™ website, the program introduces the consumer to up to five (5) investing professionals (“Pros”) in their geographic area. It is up to the consumer to interview the Pros and decide whether to directly retain them. As a SmartVestor™ Pro, TFG pays RS a flat monthly membership and advertising fee to advertise their services in the SmartVestor™ Program. In return, TFG receives contact information for prospective investment advisory clients. Consumers entering a zip code corresponding to TFG’s advertising markets can view their profile, and other Pros in the same markets, on the SmartVestor™ website. The advertising fee is based upon criteria including market size (small, medium, large or premium) and historic volume of web traffic to RS’ SmartVestor™ website. The fees paid by TFG are irrespective of whether someone becomes a client, and the fees are not passed on to the client. The fees paid are not based upon the number of leads, contacts, or referrals which TFG may receive from RS or the SmartVestor™ website. TFG do not pay to or share with RS or SmartVestor™ any portion of the investment advisory fees a client is charged. Neither RS nor its affiliates are engaged in providing investment advice. RS does not receive, control, access or monitor client funds, accounts, or portfolios of TFG. Any services rendered by TFG are solely their services and not those of RS or SmartVestor™.

Our firm may engage in promoter arrangements for client referrals. These individual promoters offer our services to the public. The Firm pays a referral fee to the promoter based on a portion of the management fees charged by the Firm and memorialized in a written agreement (“Promoter Agreement”). In all cases, the Firm will comply with the cash solicitation rules established by the SEC, state regulators and the client disclosure requirements. If a referred prospective client enters into an investment advisory agreement with the Firm, a referral fee is

paid to the referring party. The referral relationship will not result in clients being charged any fees over and above the normal advisory fees charged for the advisory services provided. The Firm will pay the promoter their share of the total fee. The Promoter Agreement requires that the promoter be appropriately registered under federal and state securities laws where applicable. Clients receive all related agreements and disclosures prior to or at the time of entering into an Investment Advisory Agreement with the Firm.

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Custody

Any investment advisor having custody or access to customer funds or securities must comply with certain rules and regulations designed to protect the clients' assets. Rule 206(4)-2 of the Investment Advisers Act of 1940 details strict requirements governing investment advisors that have "custody" over client securities or funds. TFG meets the definition of having custody due to the following circumstances:

- TFG directly debits fees from client accounts
- Standing Letters of Authorization

Some clients may execute limited powers of attorney or other standing letters of authorization that permit the firm to transfer money from their account with the client's independent qualified Custodian to third-parties. This authorization to direct the Custodian may be deemed to cause our firm to exercise limited custody over your funds or securities and for regulatory reporting purposes, we are required to keep track of the number of clients and accounts for which we may have this ability. We do not have physical custody of any of your funds and/or securities. Your funds and securities will be held with a bank, broker-dealer, or other independent, qualified custodian. You will receive account statements from the independent, qualified custodian(s) holding your funds and securities at least quarterly. The account statements from your custodian(s) will indicate any transfers that may have taken place within your account(s) each billing period. You should carefully review account statements for accuracy.

TFG does not have physical custody of any client funds and/or securities. Client funds and securities will be held with a bank, broker dealer, or other independent qualified custodian. You will receive account statements from the independent, qualified custodian holding your funds at least quarterly. The account statement from your custodian will indicate the amount of advisory fees deducted from your account(s) each billing cycle. Clients should carefully review statements received from the custodian. TFG also sends quarterly invoices detailing the manner and amount of advisory fees to all clients.

Investment Discretion

Before Tucker Financial Group can buy or sell securities on your behalf, you must first sign our discretionary management agreement, a limited power of attorney, and/or trading authorization forms. By choosing to do so, you may grant the firm discretion over the selection and amount of securities to be purchased or sold for your account(s) without obtaining your consent or approval prior to each transaction. Clients may impose limitations on discretionary authority for investing in certain securities or types of securities (such as a product type, specific companies, specific sectors, etc.), as well as other limitations as expressed by the client. Limitations on discretionary authority are required to be provided to the IAR in writing. Please refer to the “Advisory Business” section of this Brochure for more information on our discretionary management services.

Voting Client Securities

We do not vote proxies on behalf of your advisory accounts. At your request, we may offer you advice regarding corporate actions and the exercise of your proxy voting rights. If you own shares of common stock or mutual funds, you are responsible for exercising your right to vote as a shareholder.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward any electronic solicitation to vote proxies.

Financial Information

Tucker Financial Group is not required to provide financial information to our clients because we do not require or solicit the prepayment of more than \$1200 six or more months in advance.

Requirements for State-Registered Advisers

This section is not applicable, as the firm is registered with the SEC.