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dba TAMP Advisory Solutions
dba Duncan McHugh Investments

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Part 2A Appendix 1, Wrap Fee Brochure

This wrap fee program brochure provides information about the qualifications and business practices of WealthTrust Asset Management, LLC dba TAMP Advisory Solutions and dba Duncan McHugh Investments. If you have any questions about the contents of this brochure, please contact us at (850) 460-8444. 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. WealthTrust Asset Management, 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.

Additional information about WealthTrust Asset Management, LLC is available on the SEC's website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRDD number. The CRD number for WealthTrust Asset Management, LLC is 174901.

ITEM 2 – MATERIAL CHANGES

Summary of Material Changes

This section of the Brochure will address only those “material changes” that have been incorporated since our last delivery or posting of this document on the SEC’s public disclosure website (IAPD) www.adviserinfo.sec.gov. Our last ADV filing was made on March 6, 2020. Since our last filing the following changes have been made:

The firm changed its name from TAMP Advisory Solutions, LLC to WealthTrust Asset Management, LLC. TAMP Advisory Solutions and Duncan McHugh Investments are now dba names of WealthTrust Asset Management, LLC.

Item 4 was updated to reflect that the firm no longer has any Investment Advisor Representatives dually registered with another Registered Investment Adviser.

You can find a posting of this document on the SEC’s public disclosure website www.adviserinfo.sec.gov.

If you would like another copy of this Brochure, please download it from the SEC Website as indicated above or you may contact Darlene S. Duncan at 850-460-8444 or Darlene.Duncan@dm.investments.

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ITEM 4 - SERVICES, FEES AND COMPENSATION

This Disclosure document is being offered to you by WealthTrust Asset Management, LLC (“WTAM” or the “Firm”) in connection with the investment advisory services we provide. It discloses information about the services we provide and the manner in which those services are made available to you, the client. Our Asset Management Platform uses the name WealthTrust Asset Management (“WealthTrust”) and offers discretionary asset management under the WealthTrust DBS Portfolios. We offer investment services on both a “wrap” and a “non-wrap” fee basis to our Clients. This brochure discusses our investment services offered on a “wrap” fee program for our Clients.

We are an investment firm located in Destin, Florida and Chesterfield, Missouri, specializing in investment advisory and asset management services for individuals, families, businesses, trusts, estates, and profit-sharing plans. We also offer discretionary asset management services through our WealthTrust DBS Portfolios to our clients and clients of other unaffiliated firms. Our firm was established in 2014 by John G. McHugh and became a registered investment adviser in 2015 with principal ownership by John G. McHugh and Darlene S. Duncan.

Our firm manages assets for many different types of investment advisory clients to help them meet their financial goals while remaining sensitive to risk tolerance and time horizons. As a fiduciary it is our duty to always act in the client’s best interest. This is accomplished in part by knowing the client. Our firm has established a service-oriented advisory practice with open lines of communication. Working with clients to understand their investment objectives while educating them about our process, facilitates the kind of working relationship we value.

Our firm offers services through our network of investment advisor representatives (“Advisor Representatives” or “IARs”). IARs may have their own legal business entities whose trade names and logos are used for marketing purposes and may appear on marketing and/or disclosure documents, and client statements. The Client should understand that the businesses are legal entities of the IAR and not of our firm, WealthTrust Asset Management, LLC. The IARs are under the supervision of our firm and the advisory services of the IAR are provided through our firm. A complete listing of the entities is listed on our ADV Part 1.

Investment Management and Supervision Services

We offer discretionary and non-discretionary investment services and investment supervisory services for an annual fee based on a percentage of your assets under management or a Flat Dollar amount. A flat dollar Minimum Annual Investment Services Fee may also apply. These services include investment analysis, allocation of investments, quarterly portfolio statements and ongoing monitoring services for the portfolio.

The following Investment Management Services are offered to our clients:

- Asset management (discretionary and non-discretionary) by an Investment Advisor Representative (IAR) of our firm.
- Discretionary asset management through our WealthTrust DBS Portfolios.

We will work with you to obtain necessary information regarding your financial condition, investment objectives, liquidity requirements, risk tolerance, time horizons, and any restrictions on investing. This enables us to determine the recommended portfolio we view as appropriate for your investment objectives and needs.

In performing our services, we shall not be required to verify any information received from you or from your other professionals. If you request, we may recommend the services of other professionals, but you are under no obligation to engage the services of any recommended professional

For discretionary account management, once we have determined the types of investments to be included in your portfolio, and allocated them, we will provide ongoing portfolio review and management services. This approach requires us to review your portfolio at least quarterly.

We may rebalance discretionary accounts, as we deem appropriate, to meet the portfolio's investment objectives without consultation with the Client.

For non-discretionary accounts, we may render investment advice and recommendations, but all investment decisions will be made by you. No purchase, sale, or other transaction(s) will be made with respect to any security or other assets in the Account without your authorization. You retain control over all investment decisions in your Account. You have the option to follow, or not to follow the investment advice provided to you by the Firm.

Our advisory services are tailored to meet your individual needs. You will have the ability to leave standing instructions with us to refrain from investing in particular industries or invest in limited amounts of securities, including socially conscious investment preferences or restrictions. We will try, as much as possible, to accommodate these requests. However, when using mutual funds or Exchange Traded Funds ("ETFs") this multi-fund manager approach makes it difficult for us to ensure that your portfolio will not invest in a particular industry or security.

In all cases, you have a direct and beneficial interest in your securities, rather than an undivided interest in a pool of securities. You are advised and are expected to understand that our past performance is not a guarantee of future results. Certain market and economic risks exist that may adversely affect an account's performance. This could result in capital losses in your account. We do not guarantee the results of investment management or consulting advice we give, including the performance of our investment models. Thus, significant losses can occur by using our services.

Investment Services Wrap Fee

Fees for investment services are based upon the following pricing methods:

Assets Under Management ("AUM") Pricing: An annual fee amount charged to an account based upon a) a negotiated fee schedule and b) the account's market value of assets

under management on the last business day of each month or quarter, as indicated in the Client Engagement Agreement signed by the client. The account's market value will be reported by the Custodian.

Flat Dollar Pricing: A negotiated annual flat dollar amount

Minimum Annual Investment Services Fee Pricing: A negotiated minimum annual flat dollar amount.

Accounts may be subject to the greater of the AUM pricing or the Minimum Annual Investment Services Fee Pricing.

AUM Pricing fees are assessed on all assets under management, including securities, cash and money market balances.

The AUM fees are based on the account's asset value, applied on a pro-rated basis, and billed monthly or quarterly in advance or arrears, as set forth in the Client Engagement Agreement. The initial fee will be based upon the date the account is accepted for management by execution of the investment advisory contract by the Firm and the assets are transferred through the last day of the current calendar month or quarter. All fees are stated in your Client Engagement Agreement.

Accounts invested in a WealthTrust DBS Fixed Income strategies as a stand-alone portfolio have a maximum annual investment services fees as follows:

- WealthTrust DBS Moderate Fixed Income 1.25%
- WealthTrust DBS Conservative Fixed Income 1.00%.

All other accounts, including those composed of a blend of DBS equity and fixed income strategies, are subject to the following fee schedules:

Discretionary Accounts: The maximum Investment Services Fee schedule for AUM Pricing of Discretionary Accounts is as follows:

<u>Assets Under Management</u>	<u>AUM Pricing Annual Maximum</u>
First \$ 500,000	1.75%
Next \$250,000	1.65%
Next \$250,000	1.55%
over \$1,000,000	1.40%

Non-Discretionary Accounts: Our maximum Investment Services Fee for AUM Pricing for non-discretionary is as follows:

<u>Assets Under Management</u>	<u>AUM Pricing Annual Maximum</u>
First \$ 500,000	1.55%
Next \$250,000	1.45%
Next \$250,000	1.35%
over \$1,000,000	1.20%

Fees may vary based on the size of the account, complexity of the portfolio, extent of activity in the account or other reasons which we determine. Our fees may be negotiable.

At our discretion, we may add (aggregate) asset amounts in accounts from your same household together to determine the Investment Services Fee for all your accounts. We may do this, for example, where we also service accounts on behalf of your minor children, individual and joint accounts for a spouse, and/or other types of related accounts. This consolidation practice is designed to allow you the benefit of an increased asset total, which could allow your account(s) to be assessed a reduced Investment Services Fee based on the asset levels available in our AUM Pricing fee schedule.

Effective October 7, 2019, Schwab has eliminated commissions for online trades of U.S. equities, ETFs and options (subject to \$0.65 per contract fee). We encourage you to review Schwab's pricing to compare the total costs of entering into a wrap fee arrangement versus a non-wrap arrangement. You will still incur commissions and fees for certain types of transactions in a non-wrap fee arrangement. To see what you would pay for transactions in a non-wrap account please refer to Schwab's most recent pricing schedules available at www.schwab.com/aspricingguide.

General

You authorize us to request your account be debited on a monthly or quarterly basis for our Investment Services Fee. The independent qualified custodian holding your funds and securities will debit your account directly for the Investment Services Fee and pay that fee to us. You will provide written authorization permitting the fees to be paid directly from your account held by the qualified custodian.

The qualified custodian agrees to deliver an account statement at least quarterly directly to you indicating all the amounts deducted from the account including our Investment Services Fees. You are encouraged to review your account statements for accuracy.

Either the Firm or you may terminate the discretionary and non-discretionary client engagement agreement, upon 30 day written notice to the other party. The investment services fee will be pro-rated to the date of termination, for the respective period in which the cancellation notice was given, and any unearned fees will be refunded to you. Upon termination, you are responsible for

monitoring the securities in your account, and we will have no further obligation to act or advise with respect to those assets.

Additional Fees and Expenses:

Investment Services Fees payable to us may not include all the fees you will pay when we purchase or sell securities for your Account(s). The following list of fees or expenses are what you may pay directly to third parties whether a security is being purchased, sold or held in your Account(s) under our management.

- Transaction fees (Non-Wrap Accounts);
- SEC fees;
- Custodial Fees;
- Transfer taxes;
- Wire transfer and electronic fund processing fees;

When purchasing mutual funds, our policy is to select institutional share classes whenever possible. The institutional share class generally has the lowest expense ratio relative to other classes. If an institutional share class is not available, or is not the optimal solution given trading frequency, the advisor will purchase the least expensive share class available. As share classes with lower expense ratios become available, we may convert the existing mutual fund position to the lower cost share class. Expense ratios associated with mutual funds and ETFs are in addition to our fee, and we do not receive any portion of these charges.

Non-Transaction Fee (NTF) Mutual Funds

When selecting investments for our clients' portfolios we might choose mutual funds on your account custodian's Non-Transaction Fee (NTF) list. This means that your account custodian will not charge a transaction fee or commission associated with the purchase or sale of the mutual fund.

The mutual fund companies that choose to participate in your custodian's NTF fund program pay a fee to be included in the NTF program. The fee that a mutual fund company pays to participate in the program is ultimately borne by the owners of the mutual fund including clients of our firm. When we decide whether to choose a fund from your custodian's NTF list or not, we consider our expected holding period of the fund, the position size and the expense ratio of the fund versus alternative funds. Depending on our analysis and future events, NTF funds might not always be in your best interest.

Please refer to the "Brokerage Practices" below for discussion of our firm's brokerage practices.

Our "wrap" fees shown above (fees which include both Investment Services Fees and transaction fees) may be more or less than those charged by us to another client for similar services, and by other advisers for similar services.

Also, our "wrap" fee may be more or less than the fees and commissions charged by other advisory firms, third-party managers, and brokerage firms if the services were acquired separately. The

factors that bear upon the cost of services are the size of the account, type of transaction and whether trades are placed through a brokerage firm other than the custodian resulting in per trade commission's being charged.

Asset based fees may provide an incentive for us to recommend that you do not withdraw assets from your account, since doing so will reduce the fee to our firm. We may receive more compensation in this program over others which require separate payment for advice, brokerage and other services, thus this financial incentive may also create a conflict of interest.

Other Business Activities

Insurance

Certain IARs of our firm may act as agents appointed with various life, disability or other insurance companies, receive commissions, trails, or other compensation from the respective product sponsors and/or as a result of effecting insurance transactions for clients. Because the IARs receive compensation (commissions, trails, or other compensation from the respective insurance products) as a result of effecting insurance transactions, the IAR may have a conflict of interest and incentive to recommend insurance products to our clients. We mitigate this conflict by disclosing to clients they have the right to decide whether or not to engage the services of our IARs. Further, clients should note they have the right to decide whether to act on the recommendations and the right to choose any professional to execute the advice for any insurance products through our IAR or any licensed insurance agent not affiliated with our firm. We recognize the fiduciary responsibility to place the client's interests first and have established policies in this regard to avoid any conflicts of interest.

Broker Dealer

Certain IARs of the firm may be registered representatives of Purshe Kaplan Sterling ("PKS") a full-service broker-dealer, member FINRA/SIPC. From time to time, they may offer clients advice or products, including insurance products, from those activities. Clients should be aware that these services pay a commission and may involve a conflict of interest, as commissionable products may conflict with the fiduciary duties of a registered investment adviser. Our firm and its representatives always act in the best interest of the client; including transactions for commissionable products to advisory clients.

Should a client decide to make transactions through any of these IARs acting as a registered representative and/or insurance agent, such transactions are not covered by the firm's annual investment services fee (wrap or non-wrap) and may result in a conflict of interest. Clients should note that they are under no obligation to purchase any insurance or make other commissionable transactions through the Firm or its IARs.

ITEM 5 - ACCOUNT REQUIREMENTS AND TYPES OF CLIENTS

We provide investment services to individuals, families, businesses, trusts, estates, and profit-sharing plans. A minimum of \$100,000 is required to open and maintain an account. We may waive account minimums at our sole discretion.

ITEM 6 - PORTFOLIO MANAGER SELECTION/EVALUATION AND RISK OF LOSS

Selection of Portfolio Managers

Our firm's IARs may perform discretionary asset management for your account. In addition, our IARs offer the Firm's WealthTrust DBS Portfolios. Other investment advisory firms may charge the same or lower fees than our firm for similar services.

Performance Returns

Performance returns are reviewed at least annually. While these performance reviews are evaluated for their accuracy, such accuracy is not guaranteed. One of the objectives of these reviews is to learn whether client accounts are in line with their investment objectives. If these standards fall outside of your objectives, our firm will discuss the review with you for proactive action to realign the investment strategy.

Participation in Wrap Fee Programs

Our firm does not manage wrap fee accounts in a different fashion than non-wrap fee accounts. All accounts are managed on an individualized basis according to the client's investment objectives, financial goals, risk tolerance, etc.

Performance-Based Fees & Side-By-Side Management

Our firm does not charge performance-based fees.

Methods of Analysis, Investment Strategies and Risk of Loss

Methodologies, analysis, and investment strategies may vary between portfolio managers. Your IAR, WealthTrust, and TPMs may each have unique processes that may or may not correlate with each other.

Methods of Analysis

In accordance with the asset allocation developed, the Firm will primarily invest in individual common stocks, bonds, Exchange Traded Funds ("ETFs") and mutual funds for their clients' accounts. Other securities may be used for individual portfolios, as necessary, to meet investor objectives.

Common Stocks may be evaluated by any or all of the following methods:

- *Fundamental Analysis* – a measure of the intrinsic value of a security by looking at economic and financial factors, including the overall economy, industry conditions, the financial condition and the management of the company. This method does not attempt to anticipate market movements which may present potential risk, as the price of a security may move up or down along with the overall market or industry group, regardless of the

economic and financial factors evaluated.

- *Technical Analysis* – a security analysis methodology to attempt to forecast the direction of prices through the study of past market price movements and recognition of recurring patterns.
- *Quantitative Analysis* – a financial analysis technique that evaluates complex mathematical and statistical models, measurement, and analyst market research. A subjective numerical value is assigned to the variable criteria by the analyst in order to reflect and compare securities mathematically.
- *Point & Figure Analysis (“P&F”)* – a price movement analysis which monitors supply and demand of each issue with consideration of developing trends. In its simplest form, it is used to help determine an investment entry and exit point of a security. Unlike conventional technical analysis which tends to track open/close/high/low price movement, P&F analysis concentrates on only the closing price of an issue, seeking how the larger picture of stock price movement is expressed from a supply and demand perspective.

ETFs and mutual funds are generally evaluated on a variety of factors, including but not limited to, past performance, fee structure, expense ratio, portfolio manager tenure, fund sponsor, market size, standard deviation, tracking error, correlation to style and/or peer group, overall ratings of safety and returns, and reputation.

Fixed income investments may be used as a strategic investment, as an instrument of liquidity or to fulfill income needs in a portfolio, or to add a component of capital preservation. The Firm may evaluate and select individual bonds, bond funds, or ETFs based on a number of factors, including but not limited to credit agency rating, coupon rate, maturity date, call date, yield to maturity, yield to call, duration, debt service coverage, company or project, geographic location, and industry outlook.

Investment Philosophy

The stock markets will indeed fluctuate – creating risk. At any given time, certain sectors of the market may perform better than others, and certain companies (even in the same market sector) may do better than others. What does this mean for the investor? It means that they should employ strategies to manage the risk of investing in companies or even entire market sectors. It is our firm’s philosophy that all investors should attempt to mitigate risk to a level acceptable to their risk tolerance and investment timeline. Risk is best managed by maintaining a diversified investment portfolio of equities/fixed income/cash.

Equity diversification can be achieved on many levels:

- Industry (for example, health care vs. retail)
- Size of company, otherwise known as market capitalization (for example, small cap. vs. large cap.)
- Geography (Domestic vs. foreign-based)
- Growth rate (For example, fast-growing companies vs. mature companies)
- Cyclical or non-cyclical (for example, steel vs. food).

Diversification can help an investor reach their goals, but diversification alone doesn't eliminate risk. Prices fluctuate and make for uncertain returns. In pursuing financial objectives, investors can choose from a wide range of investment options that vary greatly in their degree and type of risk and potential return.

WealthTrust Asset Management and the DBS Portfolios

The Firm offers discretionary asset management through its proprietary WealthTrust DBS Portfolios. . WealthTrust's equity methodology relies heavily on quantitative analysis with the belief that the long-term market price of a stock is ultimately determined by its ability to generate earnings.

Companies in our database are systematically ranked using a composite of four factors:

1. *Agreement:* The extent to which all brokerage' analysts are in agreement, revising their earnings estimates in the same direction.
2. *Magnitude:* The larger the percentage increase or decrease in analysts projected quarterly earnings, the more weight is assigned to some earnings estimate change. For example, a 10% increase in the earnings estimate revision is better than a 2% increase and would carry more weight in the analysis.
3. *Upside:* The deviation between the most accurate earnings estimate issued by the analyst determines to have the best track record and consensus earnings estimate.
4. *EPS Surprise:* The occurrence of a companies reported quarterly or annual profits- above or below analysts' expectations.

Once analyzed using the four factors above, each equity position is assigned a ranking of 1-5, with 1 representing a strong buy and 5 representing a strong sell.

To this initial quantitative analysis, WealthTrust applies an additional proprietary in-depth screening to further quantify equities for inclusion in or deletions from its DBS Portfolios.

WealthTrust's DBS quantitative method provides a strong, yet dispassionate, buy/sell discipline for their management. This discipline assists them in avoiding market fads, helps them find or realize real value in companies across market segments, and assists in determining when to lighten up or sell companies or market segments.

The WealthTrust DBS Portfolios

WealthTrust DBS Portfolios

There are currently ten (10) WealthTrust DBS Investment Portfolios: Long Term Growth, Large Cap Growth, Focused Equity, Total Return, Conservative Growth & Income, Moderate Fixed Income,

Conservative Fixed Income, ETF Equity Growth, ETF Equity Value, and Quantitative Sectors. The WealthTrust DBS Portfolios are available to clients of the Firm as well as through Third-Party asset management relationships.

WealthTrust DBS Equity Investment Portfolio Strategies

Our Equity Investment Portfolio Strategies traditionally share our principals of fundamental and quantitative investment selection: Identifying and purchasing shares of companies whose recent earnings estimate revisions are increasing, regardless of the economy, and selling the shares of those companies whose earnings estimate revisions are deteriorating, regardless of the economy. These strategies involve shares of U.S.-Based, global corporations as well as U.S. market-listed shares of foreign-based corporations. We may also include an allocation of cash, ETFs and mutual funds in our portfolio strategies.

WealthTrust DBS Equity Portfolios with Individual Equities

Long Term Growth Allocation (LTGA): The LTGA portfolio targets primarily large-cap stocks and has long term growth as its investment objective. An emphasis is placed on growth at a reasonable price.

Large Cap Growth Portfolio: The Large Cap Growth portfolio consists primarily of large cap equities, holding many of the same securities as our LTGA portfolio, excluding some higher priced positions. The portfolio is constructed to offer diversification with a lower initial minimum investment.

Focused Equity Portfolio: With large cap growth as the investment objective, the philosophy of this model portfolio is to invest in a focused portfolio of large-cap individual equities and ETFs.

Total Return Portfolio: With long-term growth as a primary objective and moderate fixed income as a secondary objective, the philosophy of this model portfolio is to invest in a diversified blend of equities and fixed income.

Conservative Growth & Income Portfolio: With preservative of capital, long term growth and conservative fixed income as the investment objectives, the philosophy of this model portfolio is to invest in a diversified blend of equities and short-term fixed income.

WealthTrust DBS ETF Equity Portfolios

ETF Equity Growth Portfolio: This equity-focused strategy seeks to provide above average capital appreciation. We start with a combination of broad market of U.S. Large, Mid-Cap and Small-Cap ETFs. These positions are then complimented with global sector and industry specific ETFs.

ETF Equity Value Portfolio: This equity-focused strategy seeks to provide a stream of regular income through the payment of cash dividends. We start with a combination of global broad market and value style ETFs that have historically paid regular cash dividends. Each of the ETF positions are weighted and re-balanced with the companies

paying the highest dividends over the past 12 months as dividends can be eliminated, raised or reduced by a company without notice.

ETF Quantitative Sectors Portfolio: This equity-focused strategy seeks to provide long term growth by investing primarily in ETFs based on the S&P 500's eleven sectors: Consumer Discretionary, Consumer Staples, Energy, Financials, Healthcare, Industrials, Information Technology, Materials, Telecommunication Services, Utilities, and Real Estate. A tactical weighting is applied to each of these industry ETFs based on the quantitative sector analysis and the manager's analysis of market and sector trends.

WealthTrust DBS Fixed Income Portfolio Strategies

These fixed income strategies seek diversification through a blending of maturities and credit qualities that we feel are in favor in relation to the current interest rate environment and/or macro-economic environment.

Moderate Fixed Income Portfolio: This fixed-income focused strategy is designed for an investor with a Moderate-Income investment objective and has an emphasis on overall yield with the potential for some capital appreciation. This strategy employs Mutual Funds and/or Exchange Traded Funds ("ETFs") to achieve this objective.

Conservative Fixed Income Portfolio: This fixed-income focused strategy designed for an investor with a Conservative Income investment objective has an emphasis on preservation of capital with the potential for modest capital appreciation. This strategy employs Mutual Funds to achieve this objective.

The DBS Hedging Strategy

The DBS Hedging strategy is standard for all DBS Portfolios with an equity allocation. For this strategy we utilize trend analysis software that measures current vs. historical market movements and provides an indication as to when equity exposure is recommended to be lightened, and when to increase equity exposure after a market correction. We accomplish this strategy by allocating a percentage of the DBS Portfolio's equity allocation into a market-based ETF, which typically can be quickly, easily and efficiently traded. During what we believed to be significant market declines, this ETF allocation can be moved into cash or an inverse ETF, thereby hedging a portion of the equity allocation of the portfolio

Risk

Simply stated, investment risk it is a measure, the extent, of the level of uncertainty of achieving an expected return on an investment. This could mean loss of principal, loss of interest or dividends, or a return less than that is desired or anticipated. All investments have risk.

Clients must understand that past performance is not indicative of future results. Therefore, current and prospective clients should never assume that future performance of any specific investment or investment strategy will be profitable. Investing in securities involves risk of loss. Further, depending on the different types of investments there may be varying degrees of risk. Clients and prospective clients should be prepared to bear investment loss including loss of original principal.

Because of the inherent risk of loss associated with investing, we are unable to represent, guarantee, or even imply that our services and methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate our Clients from losses due to market corrections or declines. . There are certain additional risks associated when investing in securities through our firm of which you should be aware.

- *Stock Market Risk* – The value of securities in the portfolio will fluctuate and, as a result, the value may decline suddenly or over a sustained period of time.
- *Managed Portfolio Risk* – The manager’s investment strategies or choice of specific securities may be unsuccessful and may cause the portfolio to incur losses.
- *Industry Risk* – The portfolio’s investments could be concentrated within one industry or group of industries. Any factors detrimental to the performance of such industries will disproportionately impact your portfolio. Investments focused in a particular industry are subject to greater risk and are more greatly impacted by market volatility than less concentrated investments.
- *Non-U.S. Securities Risk* – Non-U.S. securities are subject to the risks of foreign currency fluctuations, generally higher volatility and lower liquidity than U.S. securities, less developed securities markets and economic systems and political and economic instability.
- *Emerging Markets Risk* – To the extent that your portfolio invests in issuers located in emerging markets, the risk may be heightened by political changes and changes in taxation or currency controls that could adversely affect the values of these investments. Emerging markets have been more volatile than the markets of developed countries with more mature economies.
- *Currency Risk* – The value of your portfolio’s investments may fall as a result of changes in exchange rates.
- *Interest Rate Risk.* - The value of fixed income securities rises or falls based on the underlying interest rate environment. If rates rise, the value of most fixed income securities could go down.
- *Credit Risk.* Most fixed income instruments are dependent on the underlying credit of the issuer. If we are wrong about the underlying financial strength of an issuer, we may purchase securities where the issuer is unable to meet its obligations. If this happens, your portfolio could sustain an unrealized or realized loss.
- *Inflation Risk.* Most fixed income instruments will sustain losses if inflation increases or the market anticipates increases in inflation. If we enter a period of moderate or heavy inflation, the value of your fixed income securities could go down.
- *ETF and Mutual Fund Risk.* – When we invest in an ETF or mutual fund for a client, the client will bear additional expenses based on its pro rata share of the ETFs or mutual fund’s operating expenses, including the potential duplication of management fees. The risk of owning an ETF or mutual fund generally reflects the risks of owning the underlying securities the ETF or mutual fund holds. Clients may also incur brokerage costs when purchasing ETFs.
- *Management Risk* – Your investment with us varies with the success and failure of our investment strategies, research, analysis and determination of portfolio securities. If our

investment strategies do not produce the expected returns, the value of the investment will decrease.

- *Options Risk* - Options on securities may be subject to greater fluctuations in value than an investment in the underlying securities. Purchasing and writing put and call options are highly specialized activities and entail greater than ordinary investment risks.
- *Inverse ETFs* -Inverse ETFs are designed to provide the opposite of the return of the underlying index, typically on a daily basis. These products are different from and can be riskier than traditional ETFs. Although these products are designed to provide returns that generally correspond to the underlying index, they may not be able to exactly replicate the performance of the index because of fund expenses and other factors. This is referred to as tracking error. Continual re-setting of returns within the product may add to the underlying costs and increase the tracking error. As a result, this may prevent these products from achieving their investment objective. In addition, compounding of the returns can produce a divergence from the underlying index over time. In highly volatile markets with large positive and negative swings, return distortions may be magnified over time. Some deviations from the stated objectives, to the positive or negative, are possible and may or may not correct themselves over time. To accomplish their objectives, these products use a range of strategies, including swaps, futures contracts and other derivatives. These products may not be diversified and can be based on commodities or currencies. These products may have higher expense ratios and be less tax-efficient than more traditional ETFs.

Cybersecurity Risk - In addition to the Material Risks listed above, investing involves various operational and “cybersecurity” risks. These risks include both intentional and unintentional events at the custodian, WealthTrust Asset Management, LLC, or service providers, that may result in a loss or corruption of data, result in the unauthorized release or other misuse of confidential information, and generally compromise our firm’s ability to conduct its business. A cybersecurity breach may also result in a third-party obtaining unauthorized access to our clients’ information, including social security numbers, home addresses, account numbers, account balances, and account holdings. Our firm has established business continuity plans and risk management systems designed to reduce the risks associated with cybersecurity breaches. However, there are inherent limitations in these plans and systems, including that certain risks may not have been identified, in large part because different or unknown threats may emerge in the future. As such, there is no guarantee that such efforts will succeed, especially because our firm does not directly control the cybersecurity systems of our third-party service providers. There is also a risk that cybersecurity breaches may not be detected.

Proxies and Corporate Actions on Client Securities

We do not vote proxies on behalf of clients. We also do not take any action on legal notices we or a client may receive from issuers of securities held in a client’s account. However, we are available to answer questions regarding such notices. For discretionary accounts invested in our WealthTrust DBS Portfolios, we will respond to optional corporate actions, such as exchange offers.

ITEM 7 - CLIENT INFORMATION PROVIDED TO PORTFOLIO MANAGERS

Our firm is required to describe the type and frequency of the information it communicates to external managers that may be involved in managing its Clients' investment portfolios. Our firm currently serves as the sole portfolio manager under this Wrap Fee Program and, as such, we have no information to disclose regarding this Item.

ITEM 8 - CLIENT CONTACT WITH PORTFOLIO MANAGERS

Clients are free to contact internal portfolio managers at any time.

ITEM 9 - ADDITIONAL INFORMATION

Disciplinary Information

The Firm does not have any legal, financial or other “disciplinary” item to report.

Other Financial Services, Industry Activities and Affiliations

We offer financial and retirement planning services. These services are offered to clients with or without investment advice and may be subject to an additional fee.

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

WealthTrust Asset Management, LLC and persons associated with us are allowed to invest for their own accounts or have a financial interest in the same securities or other investments that we recommend or acquire for your account and may engage in transactions that are the same as or different than transactions recommended to or made for your account. This creates a conflict of interest. We recognize the fiduciary responsibility to place your interests first and have established policies in this regard to avoid any potential conflicts of interest.

We have developed and implemented a Code of Ethics that sets forth standards of conduct expected of our advisory personnel to mitigate this conflict of interest. The Code of Ethics addresses, among other things, personal trading, gifts, the prohibition against the use of inside information and other situations where there is a possibility for conflicts of interest.

The Code of Ethics is designed to protect our clients by deterring misconduct, educate personnel regarding the firm’s expectations and laws governing their conduct, remind personnel that they are in a position of trust and must act with complete propriety at all times, protect the reputation of our firm, guard against violation of the securities laws, and establish procedures for personnel to follow so that we may determine whether their personnel are complying with the firm’s ethical principles.

We have established the following restrictions in order to ensure our firm’s fiduciary responsibilities:

1. A director, officer or associate of our firm shall not buy or sell any securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by

reason of his or her association unless the information is also available to the investing public on reasonable inquiry. No director, officer or associate of our firm shall prefer his or her own interest to that of the advisory client.

2. We maintain a list of all securities holdings for anyone associated with this advisory practice with access to advisory recommendations. These holdings are reviewed on a regular basis by an appropriate officer/individual of our firm.
3. We emphasize the unrestricted right of the client to decline to implement any advice rendered, except in situations where we are granted discretionary authority of the client's account.
4. We emphasize the unrestricted right of the client to select and choose any broker-dealer (except in situations where we are granted discretionary authority) he or she wishes.
5. We require that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
6. Any individual not in observance of the above may be subject to termination.

You may request a complete copy of our Code by contacting us at the address, telephone or email on the cover page of this Part 2; Attn: Chief Compliance Officer.

Review of Accounts

Account Reviews and Reviewers – Investment Supervisory Services

The underlying securities within the investment supervisory services are regularly monitored. These reviews will be made by John G. McHugh, President and CIO of our firm. It is recommended that a review of your account be conducted with you, by your investment advisor representative, in person or by telephone annually, or more frequently as deemed appropriate.

The purpose of these reviews is to ensure that the investment plan continues to be implemented in a manner which matches your objectives and risk tolerances. More frequent reviews may be triggered by material changes in variables such as your individual circumstances, or the market, political or economic environment. You are urged to notify us of any changes in your personal circumstances.

Statements and Reports

The Firm will have the ability to provide clients with Performance/Position summary reports upon request.

The custodian for the individual client's account will also provide clients with an account statement at least quarterly. **You are urged to compare the reports provided by the Firm against the account statements you receive directly from your account custodian. Statements received from your custodian are the only official records of your account.**

Client Referral and Other Compensation

We may receive an economic benefit from a custodian in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts with a particular custodian. We do not base investment advice, such as buying

particular securities for our clients, on the availability of a custodian's products and services to us. We do not process transactions through any custodian in return for that custodian referring new clients to our firm.

Outside Compensation

We may enter into written referral agreements with third parties by which the third party may, from time to time, refer clients that may establish accounts and enter into advisory relationships with us. In such circumstances, we may agree to pay the third party a referral fee equal to a percentage of fees received by us from the referred client. The referral fee may be split between third parties who have jointly participated in referring a client to our firm. The fee to be paid will be borne entirely by us and there will be no additional fee, cost or expense to the referred client resulting from the referral agreement. We will make disclosure of such referral arrangement, if any, to the client before entering into an advisory agreement. All referral agreements are governed by Rule 206(4)-3 under the Investment Advisers Act of 1940.

We only refer clients to professionals we believe are competent and qualified in their field, but it is ultimately the client's responsibility to evaluate the provider, and it is solely the client's decision whether to engage a recommended firm. Clients are under no obligation to purchase any products or services through these professionals and our firm has no control over the services provided by another firm. Engagement of these professionals may require the client to sign a separate agreement with the other firm and fees charged by the other firm are separate from, and in addition to, fees charged by our firm. Our firm may receive a referral fee from these professionals.

If the client desires, we will work with the client's professionals (such as an accountant or attorney) to help ensure that the provider understands the client's investments and to coordinate services for the client. Our firm will never share information with an unaffiliated professional unless first authorized by the client.

From time to time, we may receive expense reimbursement for travel and/or marketing expenses from distributors of investment and/or insurance products. Travel expense reimbursements are typically a result of attendance at due diligence and/or investment training events hosted by product sponsors. Marketing expense reimbursements are typically the result of informal expense sharing arrangements in which product sponsors may underwrite costs incurred for marketing such as advertising, publishing and seminar expenses. Although receipt of these travel and marketing expense reimbursements are not predicated upon specific sales quotas, the product sponsor reimbursements are typically made by those sponsors for whom sales have been made or it is anticipated sales will be made.

An IARs endeavor is, at all times, to put the interest of our clients first as a part of their fiduciary duty. However, you should be aware that the receipt of additional compensation through expense reimbursements creates a conflict of interest that may impact the judgment of the IARs when making advisory recommendations.

We may establish relationships with other investment advisors through which we act as a solicitor referring you to the other investment advisors' management programs. When acting in this

solicitor/referral capacity, our firm may receive a portion of the fee paid to the other investment advisors by you.

Financial Information

We do not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance. Therefore, we are not required to include a balance sheet for our most recent fiscal year.

The firm received a Paycheck Protection Plan Loan (\$95,900.00) through the SBA in conjunction with the relief afforded from the CARES Act. The firm procured the loan to guarantee payroll due to the potential of decreased revenue associated with the unprecedented health pandemic. It also aids in supporting and retaining our staff and support the ongoing operations due to the potential for continued revenue decline in 2020.

Finally, we have not been the subject of a bankruptcy petition at any time.