

FORM ADV PART 2A (FIRM BROCHURE)

Auxin Group Wealth Management, LLC

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March 23, 2020

Item 1 Cover Page

This brochure provides information about the qualifications and business practices of Auxin Group Wealth Management, LLC (the “Company”). If you have any questions about the contents of this brochure, please contact the Company by calling 330-237-1030, or you may send an email to the following address Matthew.burnham@auxingroupwm.com. The information contained in this brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

Additional information about Auxin Group Wealth Management, LLC is also available on the SEC’s website located at www.adviserinfo.sec.gov . You may search the site for registered investment advisors by an identifying number known as a CRD Number. The CRD Number for Auxin Group Wealth Management, LLC is CRD No. 226599.

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.

Auxin Group Wealth 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.

Item 2 Material Changes

Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

Generally, Auxin Group Wealth Management, LLC will notify clients of material changes on an annual basis. However, where we determine that an interim notification is either meaningful or required, we will notify our clients promptly. In either case, we will notify our clients in a separate document.

Since the filing of our last annual updating amendment, dated March 18, 2019 we have the following material changes to report:

The firm became registered with the Securities and Exchange Commission (SEC) effective January 24, 2020.

The firm made changes to the Portfolio Management Services Fee Table on Page 8

There were no other material changes since the last annual amendment dated March 18, 2019.

This brochure dated March 23, 2020 replaces the previously published annual brochure dated March 18, 2019.

Full Brochure Availability

The Firm Brochure for Auxin Group Wealth Management, LLC is available by contacting us at 330-237-1030.

In 2020, all new clients are being provided a full copy of our brochure.

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Item 4 Advisory Business

Firm Description

Auxin Group Wealth Management, LLC (the "Company") is an Ohio Limited Liability Company ("LLC") and was formed as a Registered Investment Advisor in April 2015. Auxin Group Wealth Management, LLC does not have a parent company or intermediate subsidiaries. The Company's principal business is to provide investment advice and advisory services to its Clients who are typically individuals, high-net-worth individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and other business entities.

Principal Owner

The principal owners of the Company are Benjamin E. Tegel, and Matthew J. Burnham. They each own fifty percent of the Company. Benjamin E. Tegel is the President and Matthew J. Burnham is the Managing Partner and Chief Compliance Officer. Both individuals are Investment Advisor Representatives for the Company.

Types of Advisory Services

Auxin Group Wealth Management, LLC provides the following services to its Clients: Financial Planning Services, Portfolio Management Services to individuals and/or businesses on a Discretionary and Non-Discretionary basis, Retirement Plan Advisory and Pension Consulting Services, Educational Seminars and Workshops, Insurance and Liability Management, and Estate Planning Services. The Company may also provide investment advisory and consulting services to retirement and pension plans, which may consist of services offered through registered broker-dealers, through registered investment advisors or through appropriate general consulting services. The Company sponsors a wrap fee program called Comprehensive Portfolio Management Wrap Fee Program.

The following paragraphs describe our services and fees. Please refer to the description of each investment advisory service listed below for information on how we tailor our advisory services to your individual needs. As used in this brochure, the words "we", "our" and "us" refer to Auxin Group Wealth Management, LLC and the words "you", "your" and "client" refer to you as either a client or prospective client of our firm. The use of these terms is not intended to imply that there is more than one individual associated with this firm.

Financial Planning Services

Auxin Group Wealth Management, LLC provides financial planning services to its Clients. When a Client decides they want us to provide financial planning services for them, the Client will be required to execute an agreement setting forth the terms of the agreement and the amount of the fees. Upon execution of the agreement, the Investment Advisor Representative will provide investment advisory services to the Client in the form of a written financial plan and/or consulting services.

In providing Financial Planning Services, the Investment Advisor Representative will take into consideration information such as the Client's investment objectives, overall financial situation and circumstances, personal and financial goals, risk tolerance and objectives, risks that the Client is willing to undertake, investment knowledge of the Client, net worth, income, age, projected retirement, unusual or material funding requirements, inheritance possibilities, pensions, social security, children/relative funding issues, estate issues, and living expenses expressed in today's dollars requested for retirement.

When a Client elects to have Financial Planning Services provided, the Investment Advisor Representative will discuss the creation of the plan, how involved and complex the plan will be, and any particular issues or circumstances not included during the typical information gathering session

discussed above. During the Client and Investment Advisor's conversation regarding how extensive of a plan they need, the Client may choose for the Company to consult on an individual security, a specific topic or obtain a comprehensive written plan containing their goals and objectives on an hourly or flat-fee basis. Hourly rates range from \$50.00 per hour to \$200.00 per hour and flat fees range from \$500.00 to \$10,000.00. A formal plan will better enable the Company to understand the complete financial picture of the Client. An invoice will be sent to the Client semi-annually and/or upon the completion of the Client's financial plan. Fees are due from the Client upon receipt of the invoice sent by the Company. The Client may choose to engage the Advisor solely for financial planning services.

Should a Client choose to have the Company prepare a comprehensive financial plan, the Company will review other items in addition to those mentioned above. These topics may include but not be limited to goals for retirement, college education, gifting, purchases, paying down debt, travel, minimizing risk, lowering tax exposure, estate planning, personal goals, and the time frame in which to accomplish the various goals of the Client. The Investment Advisor Representative will review the Client's finances, immediate and future needs. Upon completion of this process, the IAR will review the Client's strengths and weaknesses, as well as the financial opportunities available to the Client, and prepare a written plan containing recommendations to the Client.

Portfolio Management Services

Auxin Group Wealth Management, LLC provides "portfolio management services", defined as giving continuous advice to the Client about the investment of funds on the basis of the Client's individual needs and objectives. The asset allocation of the Client's assets will be structured to follow the recommended asset allocation model within their financial plan. In the case when a financial plan has not been constructed, the recommended asset allocation will be determined from an in-depth profile and conversation with the Client regarding goals, current financial condition, timeline, and risk appetite. A single investment may be enough to fulfill a Client's goals and objectives, provided that the investment is suitable and all factors that the Client has disclosed to the Company have been taken into consideration. The Client's account will be managed either on a Discretionary or Non-Discretionary basis.

Retirement Plan Advisory and Pension Consulting Services

The Company offers Retirement Plan Advisory and Pension Consulting services to employee benefit Plans ("Plan") and to the Participants of these Plans ("Participants"). The services are provided to assist the Plan sponsors in meeting their management and fiduciary obligations to Participants under the Employee Retirement Income Securities Act ("ERISA"). Pursuant to adopted regulations of the U.S. Department of Labor, the Company is required to provide the Plan's responsible Plan fiduciary (the person who has the authority to engage the Company as an investment adviser to the Plan) with a written statement of the services the Company provides to the Plan, the compensation the Company receives for providing those services, and the status.

The pension-consulting services that the Company provides to employee benefits plans and their fiduciaries are based upon an analysis of the needs of the Plan. In general, these services may include the selection of the Plan, an existing plan review, formation of the investment policy statement, asset allocation advice, assist with establishing criteria and standards for selecting and monitoring the investments, and/or communication and education services where the Company will assist the Plan sponsor in providing valuable information regarding the retirement plan to its participants. The Company will prepare periodic reports to assist Plan fiduciaries in monitoring the performance and overall fees and expenses against the guidelines set forth in the Investment Policy Statement.

All employee benefit plans are regulated under the Employee Retirement Income Securities Act ("ERISA"). The Company will provide consulting services to the Plan fiduciaries as described above. Typically, the named Plan fiduciary must make the ultimate decision as to retaining the services of

such investment advisors or purchases and sales through a registered broker-dealer as the Company may recommend. The Plan fiduciary is free to obtain independent advice about the appropriateness of any recommended services for the Plan. In performing fiduciary services, the Company is acting either as a non-discretionary fiduciary of the Plan as defined in Section 3(21) under ERISA, or as a discretionary fiduciary of the Plan as defined in Section 3(38) under ERISA, as set forth in the arrangement with each Plan sponsor. The Company may also assist with participant enrollment meetings and provide investment-related educational seminars to Plan participants, as well as their individual needs.

Termination of Advisory Contract

Clients may terminate their relationship at any time without penalty and Auxin refunds a pro-rated amount of any advisory fees back to the client's account.

Other Products and Services

Educational Seminars and Workshops

Auxin Group Wealth Management, LLC may conduct various educational seminars and workshops throughout the year. The IARs of the Company may conduct these events personally or partner with other trusted advisors to bring relevant and educational information to the attention of existing and potential Clients. The Company does not charge fees to participants of the events or workshops.

Insurance and Liability Management

Upon request, Auxin Group Wealth Management, LLC will provide a comprehensive analysis of existing insurance policies or products as well as an analysis of a Client's liabilities. The Company will review these analyses with the Client and make specific recommendations for any necessary changes or additions to insurance policies and provide advice on effective liability management techniques.

The Company's IARs may be licensed with various insurance companies. In their capacity as a licensed insurance agent, they may offer insurance to the Company's advisory Clients. If the Client elects to purchase insurance products through the Company's IARs in their separate capacity as an independent insurance agent with various insurance companies, they may earn commissions from the sale of insurance. This may be a potential conflict of interest because the IAR could receive fees for the advice and also receive commissions as an insurance agent for implementing insurance transactions. The Client is not obligated to implement the advice provided by the Company's IAR or to implement transactions through the IARs in their separate capacity as insurance agents. Auxin Group Wealth Management, LLC does not offer insurance products as part of its activities as a Registered Investment Adviser.

Estate Planning Services

The Company also provides Estate Planning Services where they will assist Clients with their Estate Planning needs. The IAR will meet with the Client and review the family dynamics and hold a family meeting if necessary to obtain a complete picture of the Client's needs. Assisting the Client with their estate planning needs includes, but is not limited to reviewing and confirming whether or not the Client has a Will, Durable Power of Attorney ("POA") for Health Care or POA for Living Will, Trusts, Gifting, Charitable Giving, Asset Titling, and Estate Tax Funding.

Auxin Group Wealth Management, LLC does not offer specific legal advice as it relates to Estate Planning. The Company utilizes unaffiliated third-party attorneys to assist in the creation and implementation of estate plans, as well as the drafting of all legal documents.

Tailored Relationships

Auxin Group Wealth Management, LLC analyzes, constructs, and manages customized investment portfolios based on the particular goals and needs of each Client in a manner which takes into consideration facts and information such as: income needs, liquidity requirements, time horizons, rate of return objectives, tax considerations, risk tolerance and existing investments. The Company utilizes an array of investment vehicles including, but not limited to: equity securities, warrants, debt securities, certificates of deposit, municipal securities, investment company securities, United States government securities, options contracts, partnerships, private placements, insurance contracts, endowments and separately managed accounts.

Depending on the particular investment portfolio and/or investment strategy, Auxin Group Wealth Management, LLC will employ a variety of security analysis methods including charting, fundamental, technical, and cyclical analysis. The Company plans to consult a wide range of sources to obtain information to analyze and execute investment strategies, such as: financial newspapers and magazines, various internet services, inspection of corporate activities, third- party research materials, corporate rating services, timing services, annual reports, prospectuses, regulatory filings, and press releases.

Wrap Fee Programs

The Company sponsors a wrap fee program called Comprehensive Portfolio Management Wrap Fee Program. This program provides Clients the ability to trade in certain investment products without incurring additional brokerage or transaction charges. Auxin Group Wealth Management, LLC considers a wrap fee program to be any arrangement under which Clients receive investment advisory services (which may include portfolio management or consultation in the selection other investment managers or advisors) and the execution of Client transactions for a specified fee or fees not based upon transactions in their account(s). See Appendix 1 for additional information regarding this Wrap Fee Program.

Clients that choose to participate in the wrap fee program are required to execute an agreement outlining the terms and conditions of the advisory relationship..

Assets Under Management

As of December 31, 2019, we provide continuous management services for \$2,700,000 in client assets on a non-discretionary basis and \$185,000,000 on a discretionary basis.

Item 5 Fees and Compensation**Description & Fee Billing**

Auxin Group Wealth Management, LLC charges a management fee on each account for the above outlined management services, which may be charged as a percentage of the assets under management, as a flat fee, or as an hourly rate. Fees charged on new accounts will be pro-rated based on the initial value and the number of days remaining in the quarter. Thereafter, the fee will be based on the account value on the last business day of the preceding calendar quarter, and will cover that calendar quarter. During the calendar quarter, Auxin Group Wealth Management, LLC shall not be compensated on the basis of a share of capital gains, capital appreciation of the funds or any portion of the funds in the Client's account. No fee adjustment will be made for additional contributions or for account appreciation or depreciation within a billing period.

Fee Schedules

A. Financial Planning Services

<u>Financial Planning Service</u>	<u>Fee Amount</u>
Comprehensive Financial Plan:	\$500.00 to \$10,000.00 Flat Fee
Hourly Rate:	\$50.00 to \$200.00 Per Hour

The Company charges its fee amount for Comprehensive Financial Plans based on the complexity of the Client's financial plan. Typically, the standard financial plan takes over six (6) hours to gather data, prepare the plan and present the plan. Those plans that take significantly less time may negotiate a lower fee while those financial plans that take significantly longer may be charged a slightly higher fee. These fees may be at a flat rate or an hourly rate and determined by the Company and the Client based upon the plan.

The final amount will be specified in this Investment Advisory Agreement. An invoice will be sent to the Client upon the completion of the Client's financial plan. Fees are due from the Client upon receipt of the invoice sent by the Company. The Client may choose to engage the Advisor solely for financial planning services.

B. Portfolio Management Services

Assets Under Management Fee Table

\$0 to \$1,000,000.00	1.25 %
\$1,000,000.00 to \$2,500,000.00	1.00 %
Over \$2,500,000.00	Negotiable

The Company manages Client assets on both a discretionary and non-discretionary basis, and charges a fee for all assets under management. For all Portfolio Management Services, fees will be billed from the date the account is opened through the end of that calendar quarter in advance. Thereafter, fees are billed in advance for the next calendar quarter based on the value of the assets at the end of the prior calendar quarter.

The Company's fees for portfolio management services are the same for discretionary and non-discretionary accounts. The fees are based upon the amount of assets under management. Fees are negotiable and may be more or less than our standard fee schedule based on complexity and circumstance.

C. Retirement Plan Advisory and Pension Consulting Services

Retirement Plan Advisory and Pension Consulting Services fees vary from plan to plan and can be based on the asset size or the complexity of the plan. The Client may also pay for this service on an hourly rate. Fees for this service vary from \$50.00 to \$200.00 per hour or \$500.00 to \$10,000.00 for a flat fee. There is no minimum or maximum account size.

D. Educational Seminars and Workshops

These seminars and workshops will be offered periodically to Clients and prospective Clients at no charge. There could be charges for materials provided at a particular seminar or workshop.

E. Insurance and Liability Management

The Company provides a comprehensive analysis of existing insurance policies or products, as well as analysis of a Client's liabilities. The Company reviews these analyses with the Client and makes specific recommendations for any necessary changes or additions to insurance policies and provides advice on effective liability management techniques.

F. Estate Planning Services

The Company provides Estate Planning Services to their Clients. The IAR meets with the Client to obtain a complete picture of the Client's financial goals and time horizon. Assisting the Client with their estate planning needs include, but is not limited to reviewing and confirming the items that a Client may need but does not have which includes a Will, Durable Power of Attorney ("POA") for Health Care or POA for Living Will, Trusts, Gifting, Charitable Giving, Asset Titling, and Estate Tax Funding.

Auxin Group Wealth Management, LLC does not offer specific legal advice as it relates to Estate Planning. The Company utilizes unaffiliated third-party attorneys to assist in the creation and implementation of estate plans, as well as the drafting of all legal documents. The Company does not receive any of the fees for this service.

Other Fees and Expenses

Mutual Funds: The Company will sometimes employ the use of mutual funds as part of the Client's portfolio. Mutual Funds are subject to an internal fee structure. This fee structure is commonly referred to as the fund's expense ratio. It may include management fees, operating expenses and/or 12b-1 fees. Each mutual fund discloses these fees in its own prospectus which is delivered to the Client prior to, or at the time of investment. These fees are in addition to the Company's management fees and are borne by the Client.

Brokerage Transaction Fees: The Company utilizes unaffiliated money market funds as temporary investment vehicles for the cash balances in all investment accounts. In such cases, the overall fees charged on managed account values will include these money market balances. Where permitted by law, in order to provide concise reporting and administration of such money market balances for its Clients, the Company, the custodian or its affiliate has arrangements with the money market funds to provide advisory, administrative, distribution and/or other services subject to applicable restriction. The Custodian, clearing firm and/or investment sponsors, will charge certain transactional costs for traditional investment management accounts. This may include mutual fund fees and expenses, commissions on equities, options and fixed income securities, and certain service fees and/or service charges. Commission rates vary by different types of transactions and by custodian. These transaction costs may change. Where permitted by law, the Company or clearing agent or its affiliate receives a fee for these specialized services from the money market fund or its service providers that is in addition to the fees paid by Clients under the described programs.

Third Party Fees: Clients are responsible for Third-Party Fees, including but not limited to those listed below. Some custodians of broker-dealers for the accounts of Clients in Auxin Group Wealth Management, LLC may charge maintenance, or transaction fees that are separate from the advisory fees charged by Auxin Group Wealth Management, LLC for its advisory services. The Custodian of the Client's account, which may be a mutual fund or insurance company, may provide confirmations with each transaction and statements either monthly or quarterly. Any transfer fees, transaction fees, redemption fees, sales loads, wiring fees, etc. charged against an account are separate from the Auxin Group Wealth Management, LLC's management fees, and will be deducted from the Client's account

by the Custodian.

For information on our brokerage practices, please refer to the *Brokerage Practices* section of this brochure.

Fees Paid In Advance

Management fees are charged quarterly (1/4 of annual fee) in advance based upon the quarter end value of your account and the type of account.

Termination: Clients may terminate their advisory contract with the firm in writing, signed receipt required, at any time, and fees will be refunded on a pro-rated basis through the end of the calendar quarter. We may terminate relationships with clients, in writing, upon 30 days notice and will refund fees on a pro-rated basis through the end of the calendar quarter.

Your death will not terminate the Investment Management Agreement or authority granted to our firm to charge for management fees until we have received actual written notification of your death.

Additional Compensation for the Sale of Securities or Other Investment Products

Persons providing investment advice on behalf of our firm are licensed as independent insurance agents. These persons will earn commission-based compensation for selling insurance products, including insurance products they sell to you. Insurance commissions earned by these persons are separate and in addition to our advisory fees. This practice presents a conflict of interest because persons providing investment advice on behalf of our firm who are insurance agents have an incentive to recommend insurance products to you for the purpose of generating commissions rather than solely based on your needs. You are under no obligation, contractually or otherwise, to purchase insurance products through any person affiliated with our firm.

At our discretion, we may offset our advisory fees to the extent persons associated with our firm earn commissions in their separate capacities as insurance agents.

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

Sharing of Capital Gains or Appreciation

We Auxin Group Wealth Management, LLC does not accept performance-based fees or participate in side-by-side management. Performance-based fees are fees that are based on a share of capital gains or capital appreciation from a qualified client's account. 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. All fees charged by Auxin Group Wealth Management, LLC are asset-based, flat or hourly. Our fees are calculated as described in the *Fees and Compensation* section above.

Item 7 Types of Clients

Description

Auxin Group Wealth Management, LLC provides Financial Planning Services, Portfolio Management Services to individuals and/or businesses on a Discretionary and Non-Discretionary basis, Retirement Plan Advisory and Pension Consulting Services, Educational Seminars and Workshops, Insurance and Liability Management, and Estate Planning Services to its Clients. The Company's Clients include individuals, high-net-worth individuals, pension and profit sharing plans, trusts, estates, charitable

organizations, corporations and other business entities.

If an account is subject to the Employee Retirement Income Security Act of 1974, as amended, ("ERISA"), the Company acknowledges that they are a fiduciary within the meaning of the Act and the ERISA Client is a named fiduciary with respect to the control or management of the assets in the account. In each instance, the Client will agree to obtain and maintain a bond satisfying the requirements of Section 412 of ERISA and to include the Company and its principals, investment advisor representatives, and employees under those insured under that bond and will deliver to the Company a copy of the governing plan documents. If the account assets for which the Company provides services represents only a portion of the assets of an employee benefit plan, the Client will remain responsible for determining an appropriate overall diversification policy for the assets of such plan.

Account Minimums

The Company does not require a minimum account size. However, TPIAs may impose their own account minimums.

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

Methods of Analysis

Depending on the particular investment portfolio and/or investment strategy, Auxin Group Wealth Management, LLC employs a variety of security analysis methods including charting, fundamental, technical, and cyclical analysis. The Company works directly with you to evaluate your stated needs and objectives. IARs meet with the Client and discuss the Client's stated risk tolerance, time horizon, goals and investment objectives through an interview and data-gathering process in an effort to determine an investment plan or portfolio to best fit the Client's profile. The Company also consults on a wide range of information to analyze and execute investment strategies, such as: financial newspapers and magazines, various internet services, inspection of corporate activities, third-party research materials, corporate rating services, timing services, annual reports, prospectuses, regulatory filings, and press releases.

Investment strategies may be based upon a number of concepts and determined by the type of Client. IARs each provide individualized advisory services to their Clients. IARs' investment advisory strategies may range from speculative to conservative, each designed to meet the varying needs of and within the direction set forth by the Client. IARs will determine a portfolio best suited to the Client's needs after they have defined their objectives, risk tolerance, and time horizons and the Client approves the selection.

IARs generally follow a portfolio construction and review process and generally look to the long-term when developing advice and recommendations based upon information provided by the Client. There are two parts to our portfolio management process: individual security selection and the asset allocation process.

The IAR will generally start with a review of all investments that may be suitable and then reviews each individual asset class seeking investments who may possess the following characteristics: Peer group relative performance, manage tenure, investment process, investment style, and other performance measures. IARs review these investment characteristics on a periodic basis for changes in investment management personnel, poor performance on a relative basis, and any changes in investment style. Following a specific security selection, IARs may create allocations to specific asset classes that they believe carry acceptable risk and return characteristics. The IAR will then seek to optimize the

allocation among each asset class to an effort to maximize the level of return assuming a certain level of risk for each portfolio. Portfolio models may be utilized which are designed to target specific degrees of investment risk, ranging from conservative to aggressive. IARs generally conduct portfolio reviews on a quarterly basis to ensure adherence to the risk objective for each portfolio. IARs may also utilize asset allocation software and historical performance modeling software.

As noted in the advisory business section above, the Company may recommend the services of TPIAs who may offer various investment platforms. Where the IAR is managing the Client's assets, he/she will monitor the TPIAs investment strategies, past performance and risk results extent available. The methods of analysis and investment strategies of TPIAs are disclosed in the respective TPIA's brochure.

For Financial Planning Services, IARs generally look to the long-term. After the IAR evaluates the Client's short-term cash needs and emergency funds, he/she can design investment and insurance strategies to assist the Client in achieving their stated goals and objectives.

Investing in securities involves risk of loss that Clients should be prepared to bear. Auxin Group Wealth Management, LLC may use one or a combination of the following security analysis methods:

Chart Analysis – Chart Analysis is a technical analysis that reviews the overall trend, previous lows below the current price, previous highs above the current price, momentum, buying and selling pressure, and relative strength.

Fundamental Analysis – Fundamental Analysis involves the analysis of financial statements, the financial stability of companies, and/or the analysis of management or competitive advantages.

Technical Analysis – Technical Analysis is the forecasting of future financial price movements based on an examination of past price movements. This does not result in absolute predictions about the future, but it can help anticipate what is "likely" to happen to prices over time.

Cyclical Analysis – Cyclical Analysis is the evaluation of an equity security whose price is affected by ups and downs in the overall economy. Cyclical stocks rise and fall with the business cycle.

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.

Margin Transactions – a securities transaction in which an investor borrows money to purchase a security, in which case the security serves as collateral on the loan.

Options Trading/Writing – a securities transaction that involves buying or selling (writing) an option. If you write an option, and the buyer exercises the option, you are obligated to purchase or deliver a specified number of shares at a specified price at the expiration of the option regardless of the market value of the security at expiration of the option. Buying an option gives you the right to purchase or sell a specified number of shares at a specified price until the date of expiration of the option regardless of the market value of the security at expiration of the option.

Investment Strategies

The Company's investment strategies and advice may vary depending upon each Client's specific financial situation. As such, the Company determines investments and allocations based upon the Client's predefined objectives, risk tolerance, time horizon, financial horizon, financial information, liquidity needs, and other various suitability factors. The Client's restrictions and guidelines may affect the composition of their portfolio.

The Company may use short-term trading (in general, selling securities within thirty (30) days of purchasing the same securities) as an investment strategy when managing your account(s). Short-term trading is not a fundamental part of our overall investment strategy, but the Company may use this strategy occasionally when it determines that it is suitable given the Client's stated investment objectives and tolerance for risk.

The Company may use investment strategies that involve buying and selling securities frequently in an effort to capture significant market gains and avoid significant losses during a volatile market. However, frequent trading can negatively affect investment performance, particularly through increased brokerage and other transactional costs and taxes.

The Client should note that if the Company effects short-term transactions in the Client's account, these transactions might result in short-term gains or losses for federal or state tax purposes. The Company's strategies and investments may have unique and significant tax implications. However, unless we specifically agree otherwise, and in writing, tax efficiency is not our primary consideration in the management of the Client's assets. Regardless of the Client's account size or any other factors, we strongly recommend that the Client continuously consult with a tax professional prior to and throughout the investing of their assets.

The trading of options may be highly speculative and may entail more risk than those present when investing in other types of securities. Prices of options are generally more volatile than prices of other types of securities. When trading in options, the Client may run the risk of losing the entire investment in a relatively short period of time. In more risky options strategies, an investor could theoretically have an unlimited risk of loss.

Moreover, as a result of revised IRS regulations, custodians and broker-dealers began reporting the cost basis of equities acquired in Client accounts on or after January 1, 2011. Custodians now default to the FIFO accounting method for calculating the cost basis of the Client's investments. The Client is responsible for contacting their tax advisor to determine if this accounting method is the right choice for them. If the Client's tax advisor believes another accounting method is more advantageous, the Client is to provide written notice to their IAR immediately, and the Company will alert the Client's account custodian of their individually selected accounting method. Please note that decisions about costs basis accounting methods will need to be made before trades settle, as the cost basis method cannot be changed after settlement.

Auxin Group Wealth Management, LLC employs the following approach:

Combination of Tactical and Strategic Asset Allocation Strategy – Auxin Group Wealth Management, LLC utilizes a combination of Tactical and Strategic Asset Allocation, as well as Technical and Fundamental Analysis when constructing Client portfolios. The strategy of this asset management method is to create diversified portfolios consisting of a wide variety of investment vehicles and asset classes tailored specifically to each individual Client's unique needs, time horizon, risk tolerance, and personal goals. Technical Analysis involves studying past price patterns and overall market and specific stocks. The risk of market timing based on technical analysis is that charts may not accurately

predict future price movements. Fundamental Analysis involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience, and expertise of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's stock compared to the current market value. The risk of fundamental analysis is that information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for a stock's value. Each portfolio's custom asset allocation takes into account economic risks, expected return, standard deviation and correlation of the various asset classes as well as over-weighting or under-weighting specific asset classes or market sectors based on their relative strength or weakness in comparison to the overall market.

Risk of Loss

Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks:

Interest-Rate Risk: Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

Market Risk: The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.

Inflation Risk: When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.

Currency Risk: Companies typically have substantial foreign investments which are subject to fluctuations in the value of the dollar against the currency of the investment's originating country causing exchange rate risk.

Reinvestment Risk: This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.

Business Risk: These risks are associated with a particular industry or a particular company within an industry. For example, oil drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.

Liquidity Risk: Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.

Financial Risk: Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad.

During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

RISK OF SPECIFIC SECURITIES UTILIZED

Auxin Group Wealth Management, LLC generally seeks investment strategies that do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets. As with most products, there are risks associated with investing.

Pooled Investment Funds

Pooled investment funds (also known as hedge funds) are privately managed portfolios of securities. Although these funds tend to invest in a range of individual securities, if the securities are all in a similar asset class or market sector, there is a systemic risk that all of the securities could be affected by adverse market conditions. These types of funds usually lack liquidity. Additionally, although the investor can choose the type of fund to invest in, they have no control over the type of individual holdings that make up the fund.

Real Estate Pooled Instruments

Any real estate or real property purchased and owned by a pooled investment vehicle is subject to certain market forces in the local, regional and macro areas where such properties are located. Many of these properties are located in western U.S. states which continue to experience depressed valuations. While there has been a generally positive trend since 2009, continued price stabilization and appreciation could easily be reversed. The financial and demand metrics could easily be interrupted or reversed by such events as a national or international financial crisis such as that which began in 2007 – 2008, runaway inflation or other unforeseen economic circumstances. If any of these were to occur, the value of the properties may be significantly diminished, with negative results for us and the Debenture Holders.

Equity Securities

The price of an equity security may drop in reaction to tangible and intangible events and conditions. This type of risk can be caused by external factors independent of a security's particular underlying circumstances.

Debt Securities

Debt Securities are subject to a number of risks including the credit worthiness of the issuer, the interest rate which can fluctuate in the market place, the price of the security which is impacted by interest rate fluctuations and liquidity risk which could occur when the security cannot be resold without incurring a loss.

Certificates of Deposit

Certificates of Deposit are guaranteed by the issuing bank and in the case of federally chartered banks, they are protected up to \$250,000 by the FDIC.

Investment Company Securities

Investment company securities are commonly referred to as Mutual funds are not guaranteed or insured by the FDIC or any other government agency. You can lose money investing in mutual funds because they fluctuate with the general market. All mutual funds have internal costs that lower your investment returns. Investment companies are subject to the same risks as equity and debt investments since investment companies invest in those types of securities.

U.S. Government Securities

U.S. Government Securities are considered to have very low credit risk, they are affected by other

types of risk, mainly interest-rate risk and inflation risk. While investors are effectively guaranteed to receive interest and principal payments as promised, the underlying value of the bond itself may change depending on the direction of interest rates.

Item 9 Disciplinary Information

Legal and Disciplinary

Registered Investment advisors are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Auxin Group Wealth Management, LLC and the integrity of our management of your assets. We have no information that applies to this item.

Criminal or Civil Action

Registered Investment advisors are required to disclose all material facts regarding any criminal or civil action events that would be material to your evaluation of Auxin Group Wealth Management, LLC and the integrity of our management of your assets. We have no information that applies to this item.

Administrative Proceeding

Registered Investment advisors are required to disclose all material facts regarding any administrative proceeding that would be material to your evaluation of Auxin Group Wealth Management, LLC and the integrity of our management of your assets. We have no information that applies to this item.

Self-Regulatory Proceeding

Registered Investment advisors are required to disclose all material facts regarding any Self-Regulatory Organization proceedings that would be material to your evaluation of Auxin Group Wealth Management, LLC and the integrity of our management of your assets. We have no information that applies to this item.

Item 10 Other Financial Industry Activities and Affiliations

Broker-Dealer or Registered Representative Registrations

Auxin Group Wealth Management, LLC is not a registered Broker-Dealer nor does it have a pending application to become a broker-dealer. Neither the Company's management, its Investment Advisor Representatives nor its employees are registered as a broker-dealer nor do they have a pending application to become a broker-dealer.

As of September 2015, Matthew Burnham, Managing Partner, Chief Compliance Officer and Investment Advisor Representative of the Company, is a Registered Representative of Purshe Kaplan Investments, an unaffiliated broker-dealer.

When executing transactions in the capacity as a registered representative, RRs receive commissions from the sale of securities and investment products. RRs receive a portion of the distribution/service fees (trails) for the sale of mutual funds. This relationship creates a potential conflict of interest for registered representatives in that they are compensated for recommending and selling investment products. Purshe Kaplan Investments addresses this potential conflict of interest in that broker dealer registered representatives who receive commissions from sales in brokerage accounts are to make needs-based recommendations for the best available product, transactions are reviewed by a supervisor for suitability, brokerage accounts for commissions, broker dealer clients are not charged a management fee and all our registered representatives receive ethics training as part of their ongoing training.

Advisor Representatives do not earn commission based compensation on investment advisor accounts.

Futures Commission Merchant, Commodity Pool Operator, Commodity Trading Adviser or Associated Person

Auxin Group Wealth Management, LLC and our staff are not affiliated with a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Adviser.

Material Relationships or Arrangements with Financial Industry

Charles Schwab & Co., Inc., ("Schwab"), and Purshe Kaplan Investments ("PKS") are unaffiliated broker-dealers and qualified Custodians that provide brokerage, securities clearing and custodial services to Auxin Group Wealth Management, LLC's advisory Clients.

Auxin Group Wealth Management, LLC may recommend that Clients establish brokerage accounts with the Schwab Advisor Services division of Charles Schwab & Co., Inc. ("Schwab"), and Purshe Kaplan Investments ("PKS"), unaffiliated registered broker-dealers and members of the Securities Investors Protection Corporation ("SIPC"), to maintain custody of Clients' assets and to effect trades for their account(s). The final decision to custody assets with Schwab is at the discretion of Auxin Group's Clients, including those accounts under ERISA or IRA rules and regulations, in which case, the Client is acting as either the plan sponsor or IRA accountholder. Auxin Group is independently owned and operated and is not affiliated with Schwab or PKS. Schwab provides Auxin Group with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors on an unsolicited basis at no charge to them so long as a total of at least ten million dollars of the Company's Clients' assets are maintained in accounts at Schwab Advisor Services. Schwab's services include brokerage services that are related to the execution of securities transactions, custody, research, including that in the form of advice, analyses and reports, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

Schwab makes available to Auxin Group other products and services that may benefit Auxin Group, but may not necessarily benefit its Clients' accounts. These benefits may include national, regional or Auxin Group Wealth Management's specific educational events organized and/or sponsored by Schwab Advisor Services. Other potential benefits may include occasional business entertainment of personnel of Auxin Group by Schwab Advisor Services personnel, including meals, invitations to sporting events, including golf tournaments, and other forms of entertainment, some of which may accompany educational opportunities. Other of these products and services assist Auxin Group Wealth Management in managing and administering Clients' accounts. These services include software and other technology (and related technological training) that provide access to Client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple Client accounts), provide research, pricing information and other market data, facilitate payment of Auxin Group's fees from its Clients' accounts, and assist with back-office training and support functions, recordkeeping, and Client reporting. Many of these services generally may be used to service all or some substantial number of Auxin Group's accounts, including accounts not maintained at Schwab Advisor Services. Schwab Advisor Services also makes available to Auxin Group other services intended to help Auxin Group manage and further develop its business enterprise. These services may include, but not limited to regulatory compliance, legal and business consulting, publications and conferences on practice management, information technology, employee benefits providers, human capital consultants, insurance and marketing. In addition, Schwab may make available, arrange and/or pay vendors for these types of services rendered to Auxin Group Wealth Management by third parties. Schwab Advisor Services may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the

fees of a third-party providing these services to Auxin Group. While, as a fiduciary, Auxin Group Wealth Management endeavors to act in its Clients' best interests, Auxin Group's recommendation that its Clients maintain their assets in accounts at Schwab may be based in part on the benefit to the Company of the availability of some of the foregoing products and services and other arrangements and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

Insurance Affiliations - As stated elsewhere in this document, Auxin Group Wealth Management, LLC has principal executive officers, and Investment Advisor Representatives that are also in their individual capacities licensed as independent insurance agents for various insurance companies. As such, these individuals will receive separate, yet customary commission compensation resulting from implementing product transactions on behalf of the Company's advisory Clients.

Auxin Group Wealth Management, LLC has no other material relationships or arrangements with the financial industry not disclosed elsewhere in this document.

Recommend or Select Other Investment Advisers

When appropriate, Auxin Group Wealth Management, LLC may recommend third-party asset managers to Clients. In most cases, fees for this type of service are included in the negotiated fee associated with a wrap fee account. Fees paid to third-party asset managers are negotiated on either a single contract or dual contract basis depending on the arrangement options available to either Auxin Group Wealth Management, LLC; the Custodian of Client assets; or both, and are included in the wrap fee account fees. Note: The execution of equity transactions may not always result in best execution

Insurance Affiliations

The Investment Advisor Representatives of Auxin Group Wealth Management, LLC are also insurance agents. Investment advisor representatives when acting in an insurance agent capacity are eligible to receive insurance commissions surrounding the sales of insurance products sold. As independent insurance agent, these individuals are entitled to receive commission-based compensation for such sales. The fees you pay our firm for advisory services are separate and distinct from the commissions earned by individuals for insurance related activities. This practice presents a conflict of interest because persons providing investment advice on behalf of our firm who are insurance agents would have an incentive to recommend insurance products to you for the purpose of generating commissions rather than solely based on your needs. In an effort to mitigate this conflict of interest, our firm makes every effort to fully understand your needs, and will recommend the purchase of insurance products only to the extent that we feel such a purchase meets those needs. Any commissions that will be paid to a Auxin Group Wealth Management, LLC associate in conjunction with such purchases will be disclosed to you in advance of the purchase of an insurance product. You are under no obligation, contractually or otherwise, to purchase insurance products through any person affiliated with our firm.

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

Description of Our Code of Ethics

We strive to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics includes guidelines for professional standards of conduct for persons associated with our firm. Our goal is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing with you. All persons associated with our firm are expected to adhere strictly to these guidelines. Our Code of Ethics also requires that certain persons associated with our firm submit reports of their personal account holdings and transactions to

a qualified representative of our firm who will review these reports on a periodic basis. Persons associated with our firm are also required to report any violations of our Code of Ethics. Additionally, we maintain and enforce written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about you or your account holdings by persons associated with our firm.

Auxin Group Wealth Management, LLC will disclose to each Client any material conflict of interest regarding the Company, any representative or employees of the Company in writing before entering or renewing an Investment Management Agreement either Discretionary or Non-Discretionary with the Client.

Clients or prospective clients may obtain a copy of our Code of Ethics by contacting us at the telephone number on the cover page of this brochure.

Recommend Securities with Material Financial Interest

Auxin Group Wealth Management, LLC and its investment advisor representatives do not have any material financial interest in any public companies.

An Investment Advisor Representative or management of Auxin Group Wealth Management, LLC may have a financial interest in those recommended transactions that involve the purchase of securities. The Company, its management and Investment Advisor Representatives may personally invest in the same securities recommended to advisory Clients. These transactions may involve a conflict of interest.

To address this conflict of interest, Investment Advisor Representatives, and Management, will adhere to the following procedures regarding their personal trading:

1. The Company will maintain a list of its Access/Related Persons;
2. Access persons are required to submit Initial and Annual holdings reports to the Chief Compliance Officer;
3. Access persons are required to submit quarterly transaction reports;
4. Personnel must receive approval from the Chief Compliance Officer regarding the purchase of IPO's and Limited Offerings;
5. Clients' orders will always take precedence over orders placed for the Company, its Investment Advisor Representatives or the Company's Management, and
6. Neither Advisory Clients nor Investment Advisor Representatives or management of Auxin Group Wealth Management, LLC will have enough funds invested in any given security to move the market in that particular security.

Invest in Same Securities Recommended to Clients

From time to time, Auxin Group Wealth Management, LLC may invest in the same security as those that are recommended to its Clients. This may cause a conflict of interest. To address this issue, the Company has established the above-referenced procedure. Additionally, Auxin Group Wealth Management, LLC will always process the Client's transactions before their own when similar or the same securities are being bought or sold, and no transactions by Auxin Group Wealth Management, LLC will be permitted to disadvantage Clients..

Personal Trading Practices

Our supervised persons are not permitted to recommend securities to Clients at or about the same time that the Investment Advisor Representative (or another supervised person associated with the Investment Advisor Representative) buys or sells the same securities for their own account(s). In addition, Investment Advisor Representatives are not permitted to use discretionary trading authority

on behalf of Clients to buy or sell securities at or about the same time that the Investment Advisor Representative (or another supervised person associated with the Investment Advisor Representative) buys or sells the same securities for their own account(s).

Item 12 Brokerage Practices

Auxin Group Wealth Management, LLC has a relationship with Charles Schwab & Co., Inc. ("Schwab") and Purshe Kaplan Investments ("PKS"), unaffiliated broker-dealers and qualified Custodians, to provide its brokerage, securities clearing and custodial services for the Company's Clients. The Company may execute the majority of its trades with Schwab, or PKS or the Company may execute a trade with another broker-dealer for better execution.

Auxin Group Wealth Management, LLC may select or recommend broker-dealers for Client transactions based in part on the research or other services made available by those broker-dealers. We do not intend to pay brokerage commissions higher than those obtainable from other broker-dealers in return for research and brokerage products or services.

Research and Other Soft Dollar Benefits

Auxin Group Wealth Management, LLC does not have any fixed soft-dollar relationships with any broker-dealers, vendors of research information, or vendors of equipment or other services. Auxin Group Wealth Management, LLC receives no research or soft-dollar benefits.

Brokerage for Client Referrals

Auxin Group Wealth Management, LLC receives no referrals from broker-dealers or third- parties in exchange for using that broker-dealer or third-party.

Directed Brokerage

In circumstances where a Client directs Auxin Group Wealth Management, LLC to use a certain broker-dealer, the Company will request the Client put their direction and instructions in writing, and the Company will make each of the following disclosures that may apply:

- Our inability under those circumstances to negotiate commissions or obtain best execution;
- Our inability to obtain volume discounts;
- That there may be a disparity in commission charges; and
- Any conflicts of interest arising from brokerage firm referrals.

Order Aggregation or Block Trades

Auxin Group Wealth Management, LLC maintains the ability to block trade purchases across accounts. Block trading may benefit a large group of Clients by providing the Company the ability to purchase larger blocks resulting in smaller transaction costs to the Client. Declining to block trade can cause more expensive trades for Clients.

Trade Errors

In the event a trading error occurs in the Client's account, the Company's policy is to restore the Client's account to the position it should have been in had the trading error not occurred. Depending on the circumstances, corrective actions may include canceling the trade, adjusting an allocation, and/or reimbursing the Client's account. If a trade error results in a profit, the Client will keep the profit.

Item 13 Review of Accounts

Periodic Reviews

Auxin Group Wealth Management, LLC reviews Client accounts periodically throughout the calendar year, upon request of the Client, in response to a material change in the Client's investment situation and/or when specific investment recommendations change for a given asset class. These reviews are completed by one or more of the Investment Advisor Representatives familiar with the Client's situation.

Review Triggers

Factors that will trigger a non-periodic review of a Client's account would be a material market, economic or political event, or if there is a change in the Client's financial circumstances.

Account Reports

Auxin Group Wealth Management, LLC does not currently, but may at its discretion, issue regular reports to Clients. In addition, you will receive trade confirmations and monthly or quarterly statements from your account custodian(s). You should carefully review those statements promptly when you receive them.

Item 14 Client Referrals and Other Compensation

Economic Benefits

Auxin Group Wealth Management, LLC does not receive or accept any economic benefit directly or indirectly from any third-party for advice rendered to the Company's Clients.

Third Party Solicitors

Auxin Group Wealth Management, LLC may offer remuneration to individuals or organizations that make referrals of potential Clients under the following circumstances:

1. Auxin Group Wealth Management, LLC has a written agreement with the person making the referral, and
2. A separate written disclosure document is furnished to the referral Client disclosing the relationship between the person making the referral and Auxin Group Wealth Management, LLC, the terms of the compensation arrangement between the person making the referral and Auxin Group Wealth Management, LLC and any additional charges the Client will incur as a result of the referral.

Auxin Group Wealth Management, LLC ("the Company" or the "Advisor") currently has one solicitor, the Battallion Group, LLC ("Solicitor"). The Solicitor recommends the Company's investment management services to potential Clients for a referral fee. Auxin Group will pay the Solicitor a referral fee in an amount equal to forty percent (40%) of the Advisor's advisory fee for approved Clients that maintain both a relationship with the Solicitor and an Advisor/Client relationship with the Advisor. The Solicitor will continue to receive this referral fee from the Advisor as long as the Client remains a Client of both the Solicitor and the Advisor, and as long as the Solicitor remains eligible and qualified to receive such fees. The referral fee is due and payable within thirty (30) days after the Advisor receives the Client advisory fee from the custodian in accordance with its quarterly billing cycle. The Advisor reserves the right to change the referral fee percentages and payment frequency for future referrals that may be added subsequent to the signing of the Solicitor's Agreement. All existing referrals, the referral fee will remain at the same referral fee rate prior to the change in the Agreement. Auxin will

provide the Solicitor with written notice of all changes no less than ten days prior to the implementation of such change. All solicitation activities are limited to impersonal advisory services such as providing written materials or oral statements which do not purport to meet the objectives or needs of the specific Client, but rather refers the Client to the Company for a referral fee. The Solicitor is not authorized to and shall not make any investment recommendations on behalf of the Company, give any investment advice on behalf of the Company nor accept any Client on behalf of the Company. The Client's Advisory fee will not increase due to the Advisor's relationship with the Solicitor.

Beyond the disclosures provided in this Brochure, we do not receive any compensation from any third party in connection with providing investment advice to you.

Item 15 Custody

Auxin Group Wealth Management, LLC does not take custody of your funds and securities. Your broker dealer custodian maintains actual custody of your assets. As a result, our firm does not accept securities or forward securities to your brokerage firm or custodian. The only checks accepted as payable to Auxin Group Wealth Management, LLC are those submitted for payment of advisory fees. Auxin Group Wealth Management's Agreement and/or the separate agreement with your broker dealer or any Financial Institution may authorize us through such Financial Institutions to debit your account for the amount of our fee and to directly remit that management fee to our firm in accordance with applicable custody rules. Under government regulations, we are deemed to have custody of your assets due to our ability to deduct management fees in accordance with the advisory agreement, but we do not otherwise have any access to client assets.

In February 2017, the SEC issued a no-action letter clarifying that standing authority (also known as a standing letter of authorization or "SLOA") to move money from a client's account to a third party account is "custody" within the meaning of Investment Advisers Act Rule 206(4)-4 (the "Custody Rule"). The SEC also stated that any accounts that meet the following seven conditions (the SEC refers to them as "representations") will not be subject to the "independent verification" requirement under Rule 206(4)-2(a)(4), also known as the annual surprise accountant's examination. As such, our firm has adopted the following seven safeguards in conjunction with our custodian, Charles Schwab:

1. The client provides an instruction to the qualified custodian, in writing, that includes the client's signature, the third party's name, and either the third party's address or the third party's account number at a custodian to which the transfer should be directed.
2. The client authorizes the investment adviser, in writing, either on the qualified custodian's form or separately, to direct transfers to the third party either on a specified schedule or from time to time.
3. The client's qualified custodian performs appropriate verification of the instruction, such as a signature review or other method to verify the client's authorization, and provides a transfer of funds notice to the client promptly after each transfer.
4. The client has the ability to terminate or change the instruction to the client's qualified custodian.
5. The investment adviser has no authority or ability to designate or change the identity of the third party, the address, or any other information about the third party contained in the client's instruction.
6. The investment adviser maintains records showing that the third party is not a related party

of the investment adviser or located at the same address as the investment adviser.

7. The client's qualified custodian sends the client, in writing, an initial notice confirming the instruction and an annual notice reconfirming the instruction.

In the event that the Client directs Auxin Group Wealth Management, LLC to use a particular custodian or broker-dealer, the Client will be responsible for all costs associated with this relationship. Auxin Group Wealth Management, LLC may not be authorized under those circumstances to negotiate commission and may not be able to obtain volume discounts or best execution. In addition, under these circumstances a disparity in commission charges may exist between the commission charged to Clients who direct Auxin Group Wealth Management, LLC to use a particular broker-dealer and other Clients who do not direct Auxin Group Wealth Management, LLC to use a particular broker-dealer.

Account Statements

The Financial Institutions recommended by our firm have agreed to send a statement to you the client, at least quarterly, indicating all amounts disbursed from the account including the amount of management fees paid directly to our firm. You will receive account statements directly from your broker dealer custodian at least quarterly. They will be sent to the email or postal mailing address you provided to your broker dealer. You should carefully review those statements promptly when you receive them.

Item 16 Investment Discretion

Discretionary Authority for Trading

By signing the "Investment Management Agreement – Discretionary", the Client grants Auxin Group Wealth Management, LLC the authority to invest/reinvest the assets under Auxin Group Wealth Management, LLC's management on the Client's behalf without prior consultation from the Client ("discretionary basis"), subject to the Client's stated investment objectives and any other Client instructions. Auxin Group Wealth Management, LLC will invest in the investment types listed in this brochure which include, but are not limited to: cash, cash equivalents, U.S. Government securities, equities, options, mutual funds and alternative investments, which include, but are not limited to direct participation programs. See Item 8(C) regarding risks associated with these investments.

The Client also authorizes Auxin Group Wealth Management, LLC to take any other necessary action in connection with the opening and maintenance of the Client's account, as well as for the completion and payment of transactions for the account. Auxin Group Wealth Management, LLC will make investment decisions for the Client's account according to the Client's investment objectives and financial circumstances as described by the Client. The Client agrees to promptly inform Auxin Group Wealth Management, LLC if the information provided by the Client in their information and investor profile becomes materially inaccurate and to consult with Auxin Group Wealth Management, LLC or their Investment Advisor Representative to provide updated information.

Please refer to the *Advisory Business* section in this brochure for more information on our discretionary management services.

Non-Discretionary Agreements - If you enter into non-discretionary arrangements with our firm, we will obtain your approval prior to the execution of any transactions for your account(s). You have an unrestricted right to decline to implement any advice provided by our firm on a non-discretionary basis.

Limited Power of Attorney

As a general rule, our firm does not have any limited power attorney accounts. Some broker dealers may require you to sign forms designating the Company as a limited power of attorney for the firm to make discretionary transactions. Otherwise, we do not use limited power of attorney to make investments in your account(s).

Item 17 Voting Client Securities**Proxy Voting**

Without exception, we will 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 applicable securities, 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.

Item 18 Financial Information**Prepayment of Fees**

Management fees are charged quarterly (1/4 of annual fee) in advance based upon the quarter end value of your account and the type of account. Additional information is contained in Item 5, "Fees Paid in Advance".

Financial Condition

We are not required to provide a balance sheet or other financial information to our clients because we do not require the prepayment of fees in excess of \$500 and six months or more in advance; we do not take custody of client funds or securities; and, we do not have a financial condition that is reasonably likely to impair our ability to meet our commitments to you.

Bankruptcy

Neither Auxin Group Wealth Management, LLC, its management, nor its personnel have been the subject of a bankruptcy petition at any time during the past ten (10) years.

Item 19 Requirements for State-Registered Advisers**Identify Principal Executive Officers and Management Persons**

Auxin Group Wealth Management, LLC's officers are Benjamin E. Tegel, President and Matthew J. Burnham, Chief Compliance Officer and Managing Member. Both individuals have a fifty percent ownership in the Company.

These individuals' formal education and business background is located in the Brochure Supplements (Form ADV Part 2B) at the back of this document.

Describe Business Other Than Investment Advice

Auxin Group Wealth Management, LLC is not engaged in any other investment advisory related business other than this investment advisory firm. The Company's Managing Partner, Chief Compliance Officer, and IAR, Matthew Burnham, is also dually registered as a Registered Representative of PKS, an unaffiliated Broker-Dealer. The principal officers, Benjamin Tegel and Matthew Burnham are also in their individual capacities licensed agents for various insurance companies.

Describe How Supervised Persons are Compensated with Performance Based Fees

Auxin Group Wealth Management, LLC does not accept nor charge performance-based fees, which are fees based on a share of capital gains or capital appreciation of the assets in a Client's account or any portion thereof. All fees charged by the Company are asset-based, hourly, a flat fee, or fee-offset.

Refer to the *Performance-Based Fees and Side-By-Side Management* section above for additional information on this topic.

Describe if a Management Person has been Subject to a Disciplinary Event

Neither our firm, nor any of our management persons have any reportable arbitration claims, civil, self-regulatory organization proceedings or administrative proceedings.

Describe any Relationship with an Issuer of Securities

Neither our firm, nor any of our management persons have a material relationship or arrangement with any issuer of securities.