

Part 2A Appendix 1 of Form ADV
Wrap Fee Program Brochure

**Prostatis Group LLC dba
Prostatis Financial Advisors Group**

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This wrap fee program brochure provides information about the qualifications and business practices of Prostatis Financial Advisors Group. If you have any questions about the contents of this brochure, please contact us at (410) 863-1040.

The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Prostatis Financial Advisors Group is also available on the SEC's website at www.adviserinfo.sec.gov. The use of the term registered investment adviser does not imply a certain level of skill or training.

March 18, 2021

Item 2 – Material Changes

There were no material changes since the last update.

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Item 4 – Services, Fees and Compensation

The Adviser sponsors a wrap fee program.

Services Offered in FEE OFFSET PROGRAM

The Adviser provides investment advisory services to its clients on a discretionary or non-discretionary basis. The advisory services include, among other things, providing advice regarding asset allocation and the selection of investments. Account management or supervision is guided by the stated objectives of the client. In addition, the Adviser considers the client's risk profile and financial status prior to making any recommendations.

The Adviser offsets a portion of the fees charged by the Custodian for custodial and brokerage related services. This includes various brokerage costs related to transactions, retirement plan and administration fees. However, this does not cover mutual fund or ETF expenses as disclosed in their prospectuses, mark-ups, mark-downs, transfer fees, and wire fees among other fees.

Offsetting fees creates a disincentive for the Adviser to trade in client accounts because increasing the number of transactions would raise the Adviser's costs.

The Custodian and Brokers We Use

The Adviser does not maintain custody of your assets that we manage. Your assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or bank. We recommend that our clients use Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and not affiliated with Schwab. Schwab will hold your assets in a brokerage account and buy and sell securities when instructed. While we recommend that

you use Schwab as custodian/broker, you will decide whether to do so and open your account with Schwab by entering into an account agreement directly with them.

How We Select Brokers/Custodians

The Adviser makes custodial recommendations that are based on the Adviser's perception of the breadth of services offered, and quality of execution. However, the client may pay commissions or fees that are higher or lower than those that may be obtained from elsewhere for similar services. Clients are advised that they are under no obligation to act on the recommendations of the Adviser.

Custody and Brokerage Costs

For our clients' accounts it maintains, Schwab generally does not charge you separately for custody services but is compensated by commissions or other fees on trades that it executes or that settle into your Schwab account. The Adviser offsets a portion of the fees charged as discussed above. Mutual Funds and ETFs back end and additional fees are not included in wrap fees, only the trade commission fee charged by Schwab.

In addition to commissions Schwab charges a flat dollar amount as a "prime broker" or "trade away" fee for each trade that is executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into your Schwab account. These fees are in addition to the commissions or other compensation you pay the executing broker-dealer. Because of this, in order to minimize your trading costs, we have Schwab execute most trades for your account.

Products and Services

Schwab Advisor Services (formerly called Schwab Institutional) is Schwab's business serving independent investment advisory firms. They provide us and our clients with access to its institutional brokerage – trading, custody, reporting and related services – many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts while others help us manage and grow our business. Schwab's support services are generally available on an unsolicited basis (we don't have to request them) and at no charge to us as long as we keep a total of at least \$10 million of our clients' assets in accounts at Schwab.

Here is a more detailed description of Schwab's support services:

Services that Benefit You. Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets.

The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph generally benefit you and your account.

Services that May Not Directly Benefit You. Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology provide access to client account data (such as duplicate trade confirmations and account statements); facilitate trade execution and allocate aggregated trade orders for multiple client accounts; provide pricing and other market data; facilitate payment of our fees from our clients' accounts; and assist with back-office functions, recordkeeping and client reporting.

Services that Generally Benefit Only Us. Schwab also offers other services intended to help us manage and further develop our business enterprise. Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits such as occasional business entertainment of our personnel.

Based on the availability of the aforementioned benefits and services the Adviser has an incentive to require that clients use the Custodian. This creates a conflict of interest.

It is likely that the Adviser from time to time will affect securities transactions and pay a commission that exceeds the commission another broker-dealer would have charged. Generally, the Adviser will determine in good faith that such commissions are reasonable in relation to the value of the services provided by the Custodian, viewed in terms of either the particular transaction or the overall relationship.

Referral Fees

The investment adviser representatives that recommend the wrap fee program to clients don't receive compensation as a result of clients participating in the program.

ANNUALIZED INVESTMENT MANAGEMENT FEES (GENERALLY APPLY)

The Adviser is compensated for investment management services based on a client's assets under management. Fees are paid monthly in advance and are negotiable based on the amount of assets under management and other services being provided.

Fees are due on the first day of the calendar month, and are based on the account's asset value as of the last business day of the prior calendar month. Fees are prorated for accounts opened during the month. Clients may elect to have the Adviser deduct fees directly from their accounts or be invoiced for services.

From	To	Per Year
	Up to \$249,999	2.00%
\$250,000	\$500,000	1.75%
\$500,001	\$1,500,000	1.50%

\$1,500,001	\$2,500,000	1.25%
\$2,500,001	\$3,500,000	1.00%
Over \$3,500,000		0.75%

REFUNDS

Clients will have a period of five (5) business days from the date of signing an advisory agreement to unconditionally rescind the agreement and receive a full refund of all fees. Thereafter, either party may terminate the advisory agreement with 30 days written notice.

Upon termination, fees will be prorated to the date of termination and the unearned portion will be refunded.

GENERAL DISCLOSURES

Fees may be more or less than the cost of purchasing the same services separately or from a different source. The factors to be considered by clients in determining the reasonableness of the fees charged include but may not be limited to the following:

- Transaction costs and/or other miscellaneous fees and taxes and/or charges as well as commissions or markups and markdowns on the purchase and/or sale of securities.
- Gathering information on Portfolio Managers and/or Mutual Funds ("Due Diligence") and the ongoing monitoring of their business and performance.
- The value of the consulting service provided by the Adviser in designing and monitoring the client's asset mix and periodically rebalancing.
- Clients must provide the Adviser with notice if their investment strategies or objectives change

Item 5 – Account Requirements and Types of Clients

The Adviser provides advisory services to:

- Individual – Trusts, estates, 401(k) plans and IRAs of a household count as one individual.
- High net worth individual – An individual who is a "qualified client" under rule 205-3 of the Advisers Act of 1940 or is a "qualified purchaser".
- Business entities including sole proprietorships
- Pension and profit sharing plans (other than plan participants)

Account Minimums

The Adviser doesn't have account minimums.

Item 6 – Portfolio Manager Selection and Evaluation

There are no portfolio managers on the platform. Neither the Adviser nor any related person acts as a portfolio manager for the wrap fee program described in this wrap fee program brochure. Neither the Adviser nor any supervised person acts as a portfolio manager for the wrap fee program described in this wrap fee program brochure.

There are no restrictions placed on clients' ability to contact and consult with investment adviser representatives of the Adviser.

Item 7 – Client Information Provided To Portfolio Managers

There are no portfolio managers on the platform. Investment adviser representatives provide portfolio management services that are separate from this wrap program. The Adviser requests information about financial and tax status, risk tolerance and investment objectives of clients. The information is updated in response to changes to clients personal, financial or tax status. Inquiries are made at least once a year during in person meetings and or telephone conferences.

Item 8 – Client Contact With Portfolio Managers

There are no portfolio managers on the platform.

Item 9 – Additional Information

Disciplinary Information

Mr. Canet is a management person. He participated in the settlement of a complaint alleging that a form associated with life insurance paperwork was altered.

The firm inadvertently exceeded 5 clients prior to becoming registered in the Commonwealth of Virginia. The firm signed an affidavit agreeing to read, review and not violate the Virginia Securities Act or associated rules in the future and become familiar with the requirements of providing investment advisory services within the Commonwealth of Virginia.

Other Financial Industry Activities and Affiliations

Associated persons of the Adviser may be registered representatives of broker dealers. In their capacity as registered representatives, associated persons may recommend securities or other products and receive normal transaction fees, commissions or other compensation.

A conflict of interest is created whenever associated persons of the Adviser recommend products or services to a client for which the associated person receives compensation. Clients are under no obligation to act upon any recommendations of associated persons or affect any transactions through associated persons if they decide to follow their recommendations.

Michael Canet is the owner of a Prostatix Tax LLC dba H&R Block. The firm offers tax preparation services. Mr. Canet is the owner of a law firm that bears his name. Mr. Canet consults with prospects regarding estate, tax, and miscellaneous legal issues. Mr. Canet also manages rental property, is an author and hosts radio and television shows.

In addition, to being registered representatives of broker dealers, certain associated persons are insurance agents appointed with various insurance companies and insurance services are offered through Prostatix Insurance LLC. Associated persons of the Adviser may be registered representatives of broker dealers that are or have affiliates that are registered investment advisers. However, associated persons aren't affiliated with the registered investment advisers in registered capacities.

The Adviser gets marketing support from an insurance marketing organization based upon production and use of certain carriers, marketing dollars are available to pay for website development, editorial and publication development, some printing, some mailing, some Facebook and Google ad placement. The Adviser also has incentives based upon total production to attend training and events. Some carriers offer incentives such as training and award trips.

The Adviser (or associated persons of the Adviser) receive the following additional compensation:

- 12b-1 fees
- Commissions on the sale of insurance or other products
- Sales Compensation (including asset-based sales charges, bonuses, trailing fees, service fees and offsets against adviser fees)
- Incentives shared with custodians (i.e. offsets, revenue sharing payments, credits, or waivers of fees and expenses)

Any of the above situations will result in a conflict of interest by creating an incentive for the adviser or associated persons to recommend a particular investment product or service. The Adviser informs clients that they are under no obligation to act upon any recommendations or execute any transactions and may elect to do business with other advisers or broker-dealers at any time.

The Adviser maintains referral agreements with third-party asset managers (other independent investment advisers). The Adviser receives compensation for introducing clients to these third-party asset managers and for certain ongoing services provided to clients. A conflict of interest is created whenever associated persons of the Adviser recommend products or services to a client for which the associated person receives compensation.

Personal Trading

Associated persons are permitted to invest in all asset classes. Associated persons may own an interest in or buy or sell for their own accounts the same securities, which may be recommended to advisory clients. Associated persons seek to ensure that they do not personally benefit from the short-term market effects of their recommendations to clients and their personal transactions are regularly monitored.

Associated persons are aware of the rules regarding material non-public information and insider trading. Associated persons may also buy or sell a specific security for their own account based on personal investment considerations, which the Adviser does not deem appropriate to buy or sell for clients.

Review of Accounts

Advisory associates perform reviews of all investment advisory accounts no less than quarterly. Associates review accounts for consistency with the investment strategy and performance chosen by clients (among other things).

Reviews may be triggered by changes in an account holder's personal, tax or financial status. Macroeconomic and company specific events may also trigger reviews. There is currently no limit on the number of accounts that can be reviewed by an associate.

In addition, brokerage statements are generated no less than quarterly and the account custodian sends copies directly to clients. These reports list the account positions, activity in the account over the covered period and other related information.

The custodian also sends confirmations following each brokerage account transaction unless confirmations have been waived.

Financial plans are reviewed only upon request, investment management clients do not incur separate fees but other clients will have to sign agreements and consulting fees will apply, refer to Item 5.

Client Referrals and Other Compensation

The Adviser may employ/engage solicitors to whom it will pay cash or a portion of the fees paid by clients referred by those solicitors. All solicitors who refer clients will be in compliance with the requirements of the jurisdiction where they operate. When applicable the solicitors will be licensed as investment advisers or notice filed in the appropriate jurisdictions.

Whenever the Adviser compensates solicitors for referrals, the effected clients will receive a disclosure document discussing the referral fees paid and informing the client about whether the client or the Adviser pays the fee.

Financial Information

There is no financial condition that is reasonably likely to impair the Adviser's ability to meet its contractual commitments to its clients. The Adviser has not been the subject of a bankruptcy petition at any time during the past ten years.