

Item 1 Cover Page

Part 2A of Form ADV

Firm Brochure

Plan Group Financial, Inc.

6 NE 63rd Street, Suite 240

Oklahoma City, OK 73105

Phone: (405) 848-1099

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www.plangroup.com

This brochure provides information about the qualifications and business practices of Plan Group Financial, Inc. If you have any questions about the contents of this brochure, please contact us at (405) 848-1099. 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 Plan Group Financial, Inc. is available on the SEC's website at www.adviserinfo.sec.gov

Please note that registration as an investment advisory firm does not imply a certain level of skill or training.

Item 2 Material Changes

We have made no material changes since our last filing dated March 31, 2021.

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Item 4 Advisory Business

About the Firm

Plan Group Financial, Inc. is an investment advisory firm located in Oklahoma City, OK. We previously did business as Onstott & Associates, Inc. For some of our services, we use the doing business as name of Ironhorse Wealth Management. We offer Asset Allocation and Investment Consultation services to you, our clients. We also offer sub-advisory services to an unaffiliated advisory firm.

Our owner is Douglas Claycomb. We began our business in 1996.

About our Services

Plan Group Financial, Inc., (the "Company,") offers investment advisory services to its customers through Asset Allocation and Investment Consultations as described below.

We provide our services based on your goals and objectives. Those goals and objectives are determined using a written questionnaire and/or through personal interviews. Our services are tailored to your individual needs based upon those questionnaires and/or interviews.

For our financial consulting services, we will consult with you to help you decide upon a reasonable set of investment objectives. We typically then prepare a written asset allocation plan.

Should you wish to implement your investment plan, we may recommend you use our investment supervisory services. Based on your investment objectives, we will select investments and transfer your existing assets into appropriate asset classes. We may elect to use the services of third- party managers whose asset management services fit the needs of our clients. In these instances, we will share a percentage of our collected fee with those third-party managers. We retain the ability to hire and fire any third-party managers.

In some circumstances we offer our investment supervisory services as a sub-advisor to an unaffiliated third party. In those cases, our clients and the sub-advisory clients may receive the same or different advice and may hold the same or different investments.

Once your assets are invested, we periodically review your portfolio and make recommendations regarding your allocation or reallocation.

Subject to any written guidelines, which you may provide, we will be granted discretion and authority to manage the account. Accordingly, we are authorized to perform various functions, at your expense, without any further approval from you. Such functions include the determination of securities to be purchased/sold and the amount of securities to be purchased/sold.

For some clients, we may arrange for their income taxes to be completed by the firm with which we share office space. This is a benefit that some clients receive, and others do not. Clients are under no obligation to have their taxes completed by a firm we recommend or through which we facilitate your tax filings.

Clients may impose restrictions on investing in certain securities or types of securities.

We manage client assets. As of December 31, 2020, our discretionary assets under management were \$184,508,291.

Item 5 Fees and Compensation

Client fees are payable monthly, in arrears, based upon a percentage of assets under management. The annual percentage rate fee schedule is listed below. While all fees are negotiable, the existing annual fee schedule is listed below.

Fees. For the services rendered to Client by Plan Group, Client agrees that it shall pay the following fees monthly, in arrears, for all assets under management:

<u>Assets Under Management</u>	<u>Annual Fee Percentage</u>
\$ 0 - \$250,000	2.00% per annum*
\$ 250,001 - \$1,000,000	1.75% per annum*
\$1,000,001 - \$5,000,000	1.50% per annum*
\$5,000,001 and above	Negotiated

**All fees can be negotiated between Plan Group Financial and client with no fee being greater than the above schedule.*

Fees are calculated as follows: Total Assets Under Management at the end of month, by Annual Fee Percentage divided by 12 = Monthly Fee.

Additional deposits to the account are subject to the same fee schedules unless noted otherwise. No fee adjustments will be made for partial withdrawals and account depreciation.

Clients can terminate, without penalty, the Adviser's Agreement within five business days. Thereafter, either of us may serve written notice to terminate. You will have the opportunity to place reasonable restrictions on the types of investments. Either of us may terminate the advisory agreement by providing written notice. We will not accept instructions to terminate the agreement unless you provide those instructions in writing.

As a sub-advisor, we receive a portion of the advisory fee collected by the third-party advisor.

Several of our advisory representatives are also registered representatives of Saxony Securities, Inc., ("Saxony"). Through Saxony, they will receive compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds. If you elect to purchase securities through these representatives in their role as registered representatives, this will not occur in advisory accounts of Plan Group Financial, Inc. but rather in brokerage accounts held at Saxony Securities, Inc.

This presents a conflict of interest as it gives our advisory representatives incentives to recommend investment products based on the compensation received, rather than on your needs. To address this conflict, our advisory representatives will only receive compensation for the sale of securities or other investment products when selling securities at Saxony, and not for accounts advised by Plan Group Financial, Inc.

In addition to our advisory fees, you may pay additional fees associated with our advice, such as custodial fees and mutual fund fees. You will incur brokerage and other transaction costs. More information about our suggested custodian is in Item 12 of this document. You should review your agreement with the custodian carefully for more information about our custodians' fees and services.

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

We do not accept performance-based fees.

Item 7 **Types of Clients**

We typically work with individuals, trusts, estates, and other businesses. We have no minimum account size.

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

Investment Strategies

In addition to traditional asset management Plan Group (“PGF” or “the firm”) designs, implements, and monitors various model strategies. Many PGF clients have assets managed using one or more of these strategies, some of which are exclusive to PGF. We believe that successful investing comes from, but is not limited to, successful asset class diversification and the acceptance of an appropriate level of risk (dependent upon a clients’ willingness and ability to take risk) with a long-term time horizon (10+ years). The following is a description of our strategies:

Model portfolios

PGF has developed and implemented a number of model portfolios (portfolios) suitable for clients depending upon a client’s goals and individual risk tolerance, which is developed via risk questionnaire and/or via consultation with an advisor. These diversified portfolios may include some combination of publicly traded securities such as: exchange traded funds (ETFs), mutual funds, or individual securities. Portfolios are developed and monitored using a combination of internal and external resources, with portfolios typically rebalanced a minimum of twice, annually.

PGF utilizes both historical returns and capital market assumptions (from various internal and external sources) as inputs in mean variance optimization (MVO), which is employed to develop and maintain its portfolios. Fundamental quantitative analysis along with qualitative analysis is used to monitor both current and prospective portfolio holdings. Certain investment strategies may employ forms of Technical analysis and or a combination of Fundamental and Technical analysis.

Non-Traded securities / Private placements

Under certain circumstances, PGF may recommend an allocation to select private placements or other non-traded investment vehicles (vehicles), where the investments inside the vehicle are managed by a third-party. The third-party manager may charge fees which are discrete from those agreed to between the client and PGF. Furthermore, the private placement or non-traded investment vehicle may have little to no liquidity such that an investor may be required to maintain their investment until such time that the manager of the investment liquidates the fund/vehicle and returns capital to investors. These types of investments may not be suitable for all clients.

Separately Managed Accounts (SMA)

Under certain circumstances, in conjunction with the client, PGF may engage a third party to design and manage a SMA. This may be in order to provide broad or targeted exposure to a select market or investment mandate.

Annuities

Periodically, a client or prospective client will ask us to review an annuity where PGF is not the advisor of record in order to form a more complete picture of their overall financial situation. Upon review with the client on an annuity not written by PGF, the firm may become broker of record on an annuity. In certain circumstances, PGF may recommend the purchase of an annuity (fixed or variable) product. Annuity products are primarily employed when a client is seeking principle protection, has a desire to create an income stream, or for tax efficiency.

Important Risks

All investments carry various types of risk, including the potential loss of the entire amount of principal. While infeasible to outline every possible risk, a list of risks, not necessarily in order of importance, is below:

- *General Market Risks* – Investing involves risk, including the potential loss of principal. The prices of publicly traded securities are subject to market conditions largely outside of the control of PGF.
- *Business Risks* – Investments in individual companies or sectors may be subject to risks that are uncorrelated to broader market risks (unsystematic risks). For example, a company, sector, or industry may be subject to a regulatory risk that has little to no impact on the broader market as a whole.
- *Currency Risks* – Investments in securities which seek to provide exposure to a particular region, market, or industry outside of an investor's home country, including individual equities, ETFs, or mutual funds, may expose investors to foreign currency and/or exchange rate risk which impacts the value of said investment
- *Financial Risks* – Individual companies utilize different capital structures, with more heavily indebted companies potentially increasing the level of financial risk to shareholders
- *Political & Regulatory risks* – Investments may be subject to risks resulting from a particular political party or regulatory agency. For example, Exploration and Production companies may face additional government and or regulatory oversight that either restricts their ability to develop resources or makes the future development of resources uneconomical.
- *Tax risk* – Investments in mutual fund products inside a taxable account may result in an investor incurring taxes (both short and long-term capital gains) without any activity in the account. Investors may be exposed to short-term capital gains if investments are held for under one year. PGF may engage in various strategies in an attempt to optimize tax exposures. While all clients are advised to consult their tax professionals regarding the tax impact of transactions, PGF endeavors to invest client funds in a tax efficient manner.
- *Inflation risk* – Inflation may erode the purchasing power of a currency over time. Some securities, including fixed-rate securities (fixed income and preferred equities) may be more
- *Credit/Default risk* – Investments in fixed income securities include the risk that an issuer of fixed income securities may receive downgrades by debt ratings agencies which negatively impacts the value of previously issued debt securities. Under certain scenarios, this may include the possibility of default.
- *Margin risk* – Using "margin" to purchase a security is a form of borrowing, which allows the user to purchase an increased number of shares of a security compared to a traditional long-only purchase. This action exposes the user of margin to increased risk in the event an adverse price movement of said security occurs compared to a more traditional long-only investment.
- *Information / Due diligence risk* – While PGF performs due diligence prior to the recommendation of any investment strategy, the firm often relies on the truthfulness and accuracy of documents (prospectuses, due diligence questionnaire responses, etc.) provided by external managers for certain investment strategies.

- *Liquidity risk* – Privately held real estate, private equity investments, individual fixed income securities, thinly-traded equity securities, non-traded securities, and other alternative investment products often entail accepting liquidity risk. Liquidity risk is the inability to liquidate/exit an investment and/or liquidation in a timely manner without potentially incurring a significant monetary penalty in order to access their funds.
- *Concentration risk* – while PGF develops portfolios with diversification a key tenant in its investment approach, underlying holdings may be concentrated in a specific industry, sector, or geography such that an unanticipated event (economic, political/regulatory, etc.) that negatively affects the specific industry, sector, or geography may lead to substantial losses.

Item 9 Disciplinary Information

Neither the Firm nor any of our management persons have been involved in any events that are material to a client's or prospective client's evaluation of the Firm or the integrity of its management.

Item 10 Other Financial Industry Activities and Affiliations

Several of our advisory representatives are also registered representatives of Saxony Securities, Inc., ("Saxony"). Through Saxony, they will receive compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds. Several advisory representatives are also insurance agents. In this capacity, they will receive commissions if you elect to purchase insurance with their assistance. If you elect to purchase securities or insurance through these representatives in their role as registered representatives or insurance agents, this will not occur in advisory accounts of Plan Group Financial, Inc.

This presents a conflict of interest as it gives our advisory representatives incentives to recommend investment and insurance products based on the compensation received, rather than on your needs. To address this conflict, our advisory representatives will only receive compensation for the sale of securities, insurance or other investment products when selling securities at Saxony or as insurance agents and not for accounts advised by Plan Group Financial, Inc.

You have the option to purchase investment products or insurance products through other brokers or agents not affiliated with our firm. These activities create a conflict of interest in that our associates have financial incentives to recommend additional products or services to you. We address these conflicts by doing the following:

We must disclose any potential or actual conflicts of interest when dealing with clients.

We are subject to the following specific obligations when dealing with clients:

- The duty to have a reasonable, independent basis for its investment advice;
- The duty to ensure that investment advice is suitable to meeting the client's individual objectives, needs, and circumstances; and,
- A duty to be loyal to clients.

Clients always have the option of purchasing recommended investment and insurance products through other broker-dealers or agents.

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

We do not, as principals, buy securities for our own accounts from any client or sell securities we own to any client or as a broker or agent effect securities transactions for compensation for any client. Plan Group and persons associated with us are allowed to invest for their own accounts or have a financial interest in the same securities or other investments that we acquire for your account.

Because we engage in transactions that are substantially the same as those made for client accounts, conflicts of interest are substantially reduced but still exist. We recognize the fiduciary responsibility to place your interests first and have established policies in this regard to avoid any potential conflicts of interest.

As a fiduciary, we have a duty of utmost good faith to act solely in the best interests of each of our clients. Our clients entrust us with their funds, which in turn places a high standard on our conduct and integrity. Our fiduciary duty compels all employees to act with the utmost integrity in all our dealings. This fiduciary duty is the core principle underlying this Code of Ethics and Personal Trading Policy, and represents the expected basis of all our dealings with our clients.

We have adopted a Code of Ethics for the purpose of instructing our personnel in their ethical obligations and to provide rules for their personal securities transactions. The Advisor and its personnel owe a duty of loyalty, fairness and good faith towards their clients, and the obligations to adhere not only to specific provisions of the Code but to general principles that guide the Code.

The Code covers a range of topics that may include: general ethical principles, reporting personal securities trading, exceptions to reporting securities trading, reportable securities, initial public offerings and private placements, reporting ethical violations, distributions of the Code, review and enforcement processes, amendments to form ADV and supervisory procedures. The Advisor will provide a copy of the Code to any client or prospective client upon request.

Item 12 Brokerage Practices

We do not receive any research or other products or services other than execution from a broker-dealer or third party in connection with your securities transactions. Nor do we receive any client referrals from a broker-dealer or third party.

We suggest clients utilize the institutional division of Charles Schwab & Co., Inc., (“the Custodians”), TD Ameritrade Institutional, or Fidelity Institutional, (collectively “Custodians”) which are registered broker-dealers for custody of their assets and to effect trades for their accounts. We are independently owned and operated and not affiliated with the Custodians. We have selected the Custodians based on the availability of infrastructure, investment products, and institutional trading and custody services. These may not be available to retail customers

For your accounts maintained in their custody, the Custodians do not charge separate fees for custody but are compensated by account holders through commissions or other transaction-related fees for securities trades that are executed through the Custodians.

The Custodians make available to us other products and services that benefit us but may not benefit your accounts. Some of these products and services assist us in managing and administering your accounts. These include software and other technology that provides access to your 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 our fees from your accounts; and assist with back-office functions, recordkeeping, and client reporting.

Many of these services are used to service all or most of our accounts, including accounts not maintained at the Custodians. The Custodians also make available to us other services intended to help us manage and further develop our business enterprise. These services may include consulting, publications and conference on practice management, information technology, business succession, regulatory compliance, and marketing. In addition, the Custodians may make available, arrange, or pay for these types of services rendered to us by independent third parties. The Custodians may discount or waive fees it would otherwise charge for some of these services or will pay all or part of the fees of a third-party providing these services to us.

While as a fiduciary, we endeavor to act in your best interests, our recommendation that clients maintain their assets in accounts at the Custodians may be based in part on the benefit to us of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by the Custodians, which may create a conflict of interest.

You are responsible for all fees and/or expenses charged by the custodian of your assets. You may pay fees more expensive than those obtainable from other custodians in return for these services. If you direct us to manage assets with a specific broker/dealer or custodian, you have the sole responsibility for negotiating commission rates and other costs. If you select a specific broker/dealer or custodian, we will not be required to affect any transaction through them if we reasonably believe that to do so may result in a breach of our fiduciary duty.

We may combine orders into block trades when more than one account is participating in the trade. This blocking or bunching technique must be equitable and potentially advantageous for each such account. We engage in block trading when it is consistent with the duty to seek best execution and is consistent with the terms of our investment advisory agreements.

Equity trades are blocked based upon fairness to client, both in the participation of their account, and in the allocation of orders for the accounts of more than one client. Allocations of all orders are performed in a timely and efficient manner. All managed accounts participating in a block execution receive the same execution price (average share price) for the securities purchased or sold in a trading day. Any portion of an order that remains unfilled at the end of a given day will be rewritten on the following day as a new order with a new daily average price to be determined at the end of the following day.

Due to the low liquidity of certain securities, broker availability may be limited. Open orders are worked until they are completely filled, which may span the course of several days. If an order is filled in its entirety, securities purchased in the aggregated transaction will be allocated among the accounts participating in the trade in accordance with the allocation statement. If an order is partially filled, the securities will be allocated pro rata based on the allocation statement. We may allocate trades in a different manner than indicated on the allocation statement (non-pro rata) only if all managed accounts receive fair and equitable treatment.

Item 13 Review of Accounts

We furnish performance measurement services to you in the form of quarterly evaluation reports. The reports show how your accounts have varied in value and composition. You are invited to the office for an annual meeting. The level of the specifics involved in the review of accounts is determined by how volatile the investments are in the portfolio. The accounts are reviewed by the Principal Officer of the Company, Douglas Claycomb.

Item 14 Client Referrals and Other Compensation

We do not pay anyone for client referrals for our accounts. As a sub-advisor, we receive compensation for managing customer accounts. The unaffiliated advisor collects the fee and shares a portion of the collected fee with us for our services.

Item 15 Custody

We have custody of client funds in that we deduct fees from your accounts. The qualified custodian of your assets, typically the Custodians, sends monthly statements directly to you. You should carefully review those statement and compare them to any statements you receive from us.

Item 16 Investment Discretion

We request that you give us discretionary authority to manage your accounts by signing a written power of attorney. You may place reasonable restrictions on the types of securities or on specific securities that we may purchase or sell.

Item 17 Voting Client Securities

We do not vote proxies on your behalf. You retain that right unless you make other arrangements with the custodian of your assets. You will receive proxies or other solicitations directly from the custodian of your assets. You may contact us with questions about proxies.

Item 18 Financial Information

We have no financial condition that is reasonably likely to impair our ability to meet contractual commitments to you.