

## **Part 2A – Firm Disclosure Brochure**

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**This brochure provides information about the qualifications and business practices of EPG Wealth Management LLC (“EPG”). If you have any questions about the contents of this brochure, please contact us at (404) 809-3680. 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 EPG also is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). Registration does not imply a certain level of skill or training.**

### **Item 2 – Material Changes**

There have been no material changes to the Firm’s brochure since our last brochure dated March 2021. We will provide a new Brochure as necessary based on changes or new information, at any time, without charge. This Disclosure Brochure may be requested by contacting us at our main number above.

Additional information about EPG is also available via the SEC’s web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC’s website provides information about any persons affiliated with EPG who are registered, or are required to be registered, as investment adviser representatives of EPG.

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#### **Item 4 – Advisory Business**

EPG Wealth Management LLC (“EPG”) was established as a Registered Investment Adviser in 2019. Through independently owned limited liability companies, Alex Reffett, David Curry and David McInnis are the principal owners of EPG.

EPG uses a variety of models, each with different investment objectives and asset allocation guidelines. The models are managed by an investment committee which has an investment philosophy driven by the Prudent Investor Rule. The Prudent Investor Rule provides guidance to investment managers regarding the standards for managing an investment portfolio in a fiduciary relationship. This standard requires the exercise of reasonable care, skill, and caution, and is to be applied to investments not in isolation but in the context of the portfolio and as a part of an overall investment strategy, which should incorporate risk and return objectives reasonably suitable to the portfolio. In implementing the Prudent Investor Rule, we implement five basic principles:

1. Sound diversification is fundamental to risk management and is therefore ordinarily required of the Investment Committee.
2. Risk and return are so directly related that the Investment Committee has a duty to analyze and make conscious decisions concerning the levels of risk appropriate to the purposes, distribution requirements, and other circumstances of the Portfolio.
3. The Investment Committee has a duty to avoid fees, transaction costs, and other expenses that are not justified by needs and realistic objectives of the Portfolio.
4. The fiduciary duty of impartiality requires a balancing of the elements of return between production of income and the protection of purchasing power.
5. The Investment Committee may have a duty as well as having the authority to delegate as prudent investors would.

The portfolio construction process begins by using fundamental analysis to seek out individual assets or asset classes that are trading below “Intrinsic Value.” Intrinsic value is the value of an enterprise as defined by prudent investment analysis. The investment analysis focuses on stocks which exhibit an “Economic Moat.” This is the competitive advantage that a business possesses over companies in the same industry. (The stronger the moat, the larger and more sustainable the competitive advantage.) Factor analysis is used to emphasize asset class characteristics showing the most promise for future returns. Factor analysis helps in determining what asset classes to invest, i.e., whether to invest more in large cap stocks or small cap stocks, value stocks or growth stocks, global stocks or domestic stocks, stocks or bonds, etc.

The investment committee, overseen by the CIO, meets regularly to discuss both macro and micro issues. Based on the research, supported by data, we will consider our current exposures and discuss and/or challenge our current investment thesis to make sure it stands up to rigor.

#### **ADVISORY MANAGED ACCOUNT SOLUTIONS – Crest Accounts**

EPG provides advisory services, giving continuous advice based on the client’s individual needs. Through personal discussions in which goals and objectives based upon the client’s personal objectives are established, the Advisor will develop a personal investment policy, which will include

recommended model allocations based upon an investment objective questionnaire and manage the portfolio according to the criteria.

Most accounts are managed on a discretionary basis, meaning that the advisor has discretion over what securities to buy and sell. However, clients may elect to have their account managed on a non-discretionary basis, meaning that the client must consent to each trade in the account. This trading discretion and any limitations on it will be set forth in the client agreement. The services provided are the same regardless of the account structure selected.

Depending on the client's investment objectives, the advisor may manage and provide advice on mutual funds, stocks, bonds, exchange traded funds (ETFs), LPs, and options. Alternative investments may be recommended to qualified investors based on the client's objectives and risk tolerance. Alternative investments could include real estate, Private Equity, Hedge Funds, Commodities, etc. Alternative Investments can provide diversification benefits to traditional portfolios of stocks and bonds.

Advisory Managed Account Solutions accounts are offered through Peak, a wrap fee program and Crest, a non-wrap fee program. In a Peak account, the client pays a single fee that covers the advisory services and the execution of transactions through NFS. Clients that anticipate trading primarily in equities and ETFs are typically recommended to open a wrap fee account; clients that anticipate trading in mutual funds with little or no anticipated trading in equities and ETFs will be recommended to open a non-wrap fee account. More information regarding the services and fees of the Peak accounts are separately disclosed in the Peak Wrap Fee Brochure, which is available upon request. In a Crest account, clients pay an advisory fee plus additional transaction-based charges (see Item 5 for more information on fees). Several other factors influence the selection of the account structure, including but not limited to the account size; anticipated trading frequency; anticipated types of securities to be traded; and long-term investment goals.

### **Portfolio Management**

Portfolio Management is based on the individual objectives of each client portfolio and may or may not represent the overall objectives of the clients' total investment assets. EPG recommends and employs various investment strategies. Portfolio Management accounts are designed to provide discretionary management by an Investment Advisor Representative of the firm. EPG assists each Portfolio Management client in formulating investment objectives and manages the account within established guidelines regarding, among other matters, diversification and designation of securities that are purchased.

Portfolio Management accounts may be custodied at Fidelity Institutional Wealth Services ("FIWS"), TD Ameritrade Inc. ("TD Ameritrade"), or Charles Schwab & Co. ("Schwab") For these accounts, each portfolio is tailored to a client's particular investment needs and circumstances. This includes discretionary investment management in accounts based on the client's investment needs and a risk strategy (from conservative to aggressive), which is selected in conjunction with the client and incorporated into the account agreement.

Under the terms of the agreement with the client, the Advisor will:

- Establish the investor's risk profile, investment objectives and time horizon through personal discussions with the client.
- Set a relevant asset allocation policy for the investor.
- Diversify among asset classes and styles.
- Rebalance the investor portfolio as deemed necessary by the Advisor.
- Report and review investment results from time to time. Reviews may include client's performance in light of identified needs and objectives. They will be conducted on a continuous or periodic basis, as agreed upon by the client and in the Agreement with the client.
- Recommend changes in the client's investments, investment strategy or objectives. Recommendations may be given in connection with the review of the client's current investments or the client's financial needs, or objectives as identified by the client.
- Report the current status of client holdings on a periodic basis.

### Financial Planning

EPG offers advice in the form of a Financial Plan. Clients will receive a written financial plan, providing the client with a detailed financial plan designed to achieve their stated financial goals and objectives. In general, the plan will address any or all of the following:

- Personal: Family records, budgeting, personal liability, estate information and financial goals
- Tax and Cash Flow: Income tax spending analysis and planning for past and future years.
- Death and Disability: Cash needs at death, income needs of surviving dependents, estate planning.
- Retirement: Strategies and investment plans to help client achieve their retirement goals
- Investments: Analysis of investment alternatives and their effect on a client's portfolio.

Information on clients will be gathered by in-depth personal interviews and review of personal financial information. Gathering data concerning current financial status, future requirements, risk appetite and goals is essential. Based upon this thorough review, a written plan is prepared for the client providing the client with a detailed financial plan designed to achieve their stated financial goals and objectives. It is recommended that the client review this plan with tax accountants, attorneys, and other professional service providers.

Clients are not under any obligation to engage EPG when considering implementation of advisory recommendations. The implementation of any or all recommendations is solely at the discretion of the client and can be implemented through another RIA.

In addition to the aforementioned services, EPG offers investment data storage and periodic comprehensive reporting services which can incorporate all of the client's investment assets, including those investment assets that are not part of the assets managed by EPG (the "Excluded Assets"). Should the client utilize these reporting services, the client acknowledges and understands that with respect to the Excluded Assets, EPG's service is limited to reporting and data storage services only and does not include investment management, review, or monitoring services, nor investment recommendations or advice. As such, EPG will not be responsible for the investment

performance of the Excluded Assets. If the client requests EPG to provide investment management services with respect to the Excluded Assets, the client may engage EPG to do so for a separate and additional fee.

Each client has the ability to impose reasonable restrictions on the management of his/her account, including the designation of particular securities or types of securities that should not be purchased for the account, or that should be sold if held in the account. If a client's instructions are unreasonable or an Investment Advisor Representative believes that the instructions are inappropriate for the client, EPG will notify the client that, unless the instructions are modified, it will cancel the instructions in the client's account. A client will not be able to provide instructions that prohibit or restrict the Investment Adviser of an open-end or closed-end mutual fund or ETF with respect to the purchase or sale of specific securities or types of securities within the fund.

As of December 31, 2021, EPG managed \$467,088,061 in regulatory assets under management (RAUM), which means securities portfolios for which EPG provides continuous and regular supervisory or management services. All of the regulatory assets under management are done on a discretionary basis. The Firm had no non-discretionary assets.

As of December 31, 2021, EPG had \$122,130,172 in Assets Under Advisement which means these are assets on which EPG provides advice or consultation, but for which EPG does not have discretionary authority, and does not arrange or effect a transaction. These types of services would be an investment adviser representative consulting with a client to understand outside assets/accounts such as a 401k plan or a non-discretionary brokerage account where the Advisor uses this data for informational purposes only for gaining a full perspective of a client's financial situation, but EPG is not actually placing the trade.

## **Item 5 – Fees and Compensation**

### **ADVISORY MANAGED ACCOUNT SOLUTIONS – Crest Accounts**

Crest accounts are custodied with National Financial Services, LLC ("NFS"). The specific manner in which fees are charged by the Firm is established in a client's written agreement. Fees are based on a percentage of assets under management and calculated at an annual rate and billed in advance on a monthly basis. Fees are based on the assets in the account per the schedule below and in some instances, may be negotiated.

Account Balances	Annual Fee
\$0 - \$500,000	1.50%
\$500,001 - \$2,500,000	1.25%
\$2,500,001 - \$4,000,000	1.00%
\$4,000,001+	0.75%

The initial fee is due in full one business day after the client's account is accepted and opened with the minimum account balance of \$500,000 and will be based on the asset value of the account on that date. The initial fee will be prorated according to the number of days remaining in the calendar month. Thereafter, the fee will be calculated by multiplying the fair market value of the assets in the account as of the last trading day of each calendar month by the annual fee and then dividing that result by 12, which represents each month. The account value is calculated as the market value of all

long and short securities positions in the account and will not be reduced by any margin or other indebtedness of the client with respect to such securities or other investments. Fees will not be adjusted or pro-rated for additions to or withdrawals from the account during the calendar month, other than a complete withdrawal in connection with a termination of the Account Agreement.

Crest account Clients will be charged a *minimum* fee of \$10.42 monthly, this fee is not in addition to the asset-based fee schedule but the minimum that a client will be charged.

Fees are automatically deducted from the account pursuant to the advisory agreement and are not billed separately to clients. Clients must maintain or deposit sufficient funds in the account to cover payment of all fees authorized by the contract. If there are not funds to cover the fees, then EPG can liquidate assets to cover fees. The amount of the fee will be shown on the statement received by the Custodian. EPG urges clients to carefully review such statements.

Upon termination of an account, any prepaid, asset-based fees will be prorated according to the days the account was opened during the calendar month and excess fees will be re-bated to the client. All custodial termination and transfer fees assessed by NFS, if any, will be the responsibility of the client.

In addition to the advisory fee, accounts will be assessed transaction fees for trades other than mutual fund trades, such as equities, ETF's, or bonds. Mutual fund transaction fees will not be charged to the client. However, Arkadios Capital, as Introducing Broker, reserves the right to charge transaction fees to EPG if the number of mutual fund transactions is deemed to be excessive. If this occurs, such fees will be paid by EPG and not passed on to the client. Transaction fees charged may be higher or lower than transaction charges or commissions charged by other broker-dealers. When appropriate, the Advisor will recommend the purchase or sale of non-mutual fund securities and the client will pay a transaction fee for those trades. Arkadios Capital and the custodian each receive a portion of the transaction fees paid by clients. Although transaction charges may be identified as commissions on trade confirmations, the Investment Adviser Representative does not receive any portion of these charges.

The Advisory Managed Account Solutions account is also offered in a wrap fee program ("Peak"). *The Peak account is more fully described in the Peak Wrap Fee Program Brochure, which may be obtained by calling our main office number listed on the front of this Brochure.*

### Portfolio Management

Portfolio Management accounts are custodied at Fidelity or TD Ameritrade and may use a third-party money manager. The specific manner in which fees are charged by the Firm is established in a client's written agreement. Fees are based on a percentage of assets under management and calculated at an annual rate and billed in advance on a quarterly basis. Fees are based on the assets in the account per the schedule below and in some instances, may be negotiated.

Account Balances	Annual Fee
\$0 - \$500,000	1.50%
\$500,001 - \$2,500,000	1.25%
\$2,500,001 - \$4,000,000	1.00%
\$4,000,001+	0.75%

The initial fee is due in full one business day after the client's account is accepted and opened with the minimum account balance of \$500,000 and will be based on the asset value of the account on that date. The initial fee will be prorated according to the number of days remaining in the calendar quarter. Thereafter, the fee will be calculated by multiplying the fair market value of the assets in the account as of the last trading day of each calendar quarter by the annual fee and then dividing that result by 4, which represents each quarter. The account value is calculated as the market value of all long and short securities positions in the account and will not be reduced by any margin or other indebtedness of the client with respect to such securities or other investments. Fees will not be adjusted or pro-rated for additions to or withdrawals from the account during the calendar quarter, other than a complete withdrawal in connection with a termination of the Account Agreement.

All advisory contracts will specify how fees are to be billed. Generally, fees are paid in advance and the initial fee payment is due in full on the date the client's account is accepted and opened by the firm and will be based on the asset value of the account on that date. Fees will not be adjusted or pro-rated for additions to or withdrawals from the account during the calendar quarter.

Fees are automatically deducted from the account pursuant to the advisory agreement and are not billed separately to clients. Clients must maintain or deposit sufficient funds in the account to cover payment of all fees authorized by the contract. If there are not funds to cover the fees, then EPG can liquidate assets to cover fees. The amount of the fee will be shown on the statement received by the Custodian. EPG urges clients to carefully review such statements.

Upon termination of an account, any prepaid, asset-based fees will be prorated according to the days the account was opened during the calendar month and excess fees will be re-bated to the client. All custodial termination and transfer fees assessed by FIWS or TD Ameritrade, or Schwab if any, will be the responsibility of the client.

In addition to the advisory fee, accounts will be assessed transaction fees. Transaction fees charged may be higher or lower than transaction charges or commissions charged by other broker-dealers. Arkadios Capital and the custodian each receive a portion of the transaction fees paid by clients. Although transaction charges may be identified as commissions on trade confirmations, the Investment Adviser Representative does not receive any portion of these charges.

### **Financial Planning**

EPG charges either a fixed agreed upon rate or an hourly rate for any agreed upon financial planning work. This rate will vary depending on the requested task; however, client will be provided an estimate in advance.

Financial planning fees will be charged on an agreed upon hourly rate, ranging from \$175 to \$500 per hour, depending on the nature and complexity of each client's circumstances. An estimate for the total hours will be determined at the start of the advisory relationship. Up to 50% of the estimated fee may be due upon signing the Financial Planning agreement, with the balance (based on actual hours) due upon presentation of the plan to the client. Typically, the financial plan will be presented to the client within 90 days of the contract date, provided that all of the relevant information needed to prepare the financial plan has been promptly provided by the client. The client may terminate its arrangement at any time, in writing, and will be refunded a portion of the fee based upon a pro-rated calculation related to the time and expense expended by the firm.



## Other Charges

Clients can purchase securities through broker-dealers in initial public offerings, secondary offerings, and special purpose acquisition company transactions. If Arkadios Capital acts as a member of the selling syndicate for such offerings, the firm will receive compensation equal to a portion of the gross spread (the difference between the price the client pays for the security and the price at which it purchased these securities). The amount of the gross spread is described in the relevant prospectus, offering circular or official statement. Most EPG investment adviser representatives are also registered broker-dealer representatives of Arkadios Capital. Arkadios Capital may share a portion of payments received in connection with an initial public offering, a secondary offering, and/or a private placement with these Advisors. The advisory fee is not reduced to offset this compensation. Thus, Advisors have an incentive to recommend purchases of sales in certain offerings because the Advisor will receive more compensation in connection with these securities than in connection with other types of securities. This creates a conflict of interest.

In addition to the advisory fees paid to EPG, clients can also incur certain charges imposed by other third parties, such as broker-dealers, custodians, trust companies, banks, and other financial institutions (collectively "Financial Institutions"). These additional charges include securities brokerage commissions, transaction fees, custodial fees, fees charged by the Independent Managers, charges imposed directly by a mutual fund or ETF in a client's account, as disclosed in the fund's prospectus (e.g., fund management fees and other fund expenses, 12(b)-1 fees), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees and other fees and taxes on brokerage accounts and securities transactions.

Some mutual funds within this program pay 12(b)-1 service fees (normally 0.25% per year) to Arkadios Capital and/or the Custodian. The mutual funds the Firm could purchase or recommend offer a variety of share classes, including some that do not charge 12(b)-1 fees and are, therefore, less expensive. These fee arrangements will be disclosed upon request of a client and are available in the applicable fund's prospectus.

When accounts are held through NFS, Arkadios Capital receives these 12(b)-1 fees. The receipt of such fees represents a conflict of interest in that there is an incentive for Advisors to recommend funds with 12(b)-1 fees over funds that have no fees or lower fees. To mitigate this conflict of interest, Arkadios Capital will review the receipt of 12(b)-1 fees it receives quarterly and rebate such fees to the client's account.

When accounts are held at Fidelity or TD Ameritrade, neither EPG nor Arkadios Capital receives any portion of the 12(b)-1 fees charged. There are instances in which the EPG would recommend a mutual fund that carries a 12(b)-1 fee, even when a lower-cost share class is available for the same fund. For example, a lower-cost class share may not be available to EPG due to investment minimums. In other cases, mutual funds charging 12(b)-1 fees are transferred into EPG. In which case the Firm may recommend the client holds the existing share class, instead of selling the fund and buying a lower-cost share, which could result in a tax liability. In addition, some mutual funds charge 12(b)-1 fees, but no transaction fees, while other share classes in the same fund family do not charge 12(b)-1 fees but do charge transaction fees. Mutual funds charging 12(b)-1 fees will be recommended when the overall cost is seen as a benefit to the client if the anticipated transaction fees exceed the anticipated 12(b)-1 fees. When recommending a particular mutual fund share classes, the different

available share classes are compared and reviewed along with the anticipated investment timeframe, potential tax consequences, future anticipated transactions, and other costs to determine the best selection for the client at that time. EPG does not receive any part of the fees charged by Mutual Funds.

### **Account Termination**

Crest accounts custodied through NFS will be charged an early termination fee to cover the administrative costs of establishing the account if the account is terminated within the first year of service. The fee termination fee will be a maximum of \$125 and will be prorated based on the time the account was open in the first year of service. If the account is closed within the first month (but after five business days) after the account is established, the client will be charged \$125. If the account is closed after six months, the client will be charged half that fee (\$62.50). If the account is closed after 11 months, the client will be charged \$10.42. A termination fee will not be charged if this is an ERISA account or no services were rendered, no trades were placed, or if the account is terminated within the first five business days of service. For the purposes of this provision, a contract is considered entered into when all parties to the contract have signed the contract.

Client and/or the firm may initiate termination of the contract at any time by sending written notice to the contra party and will be deemed to be accepted the day that it is received by the contra party. Upon written receipt of notice to terminate its client agreement and unless specific transfer instructions are received, EPG and its agent will cease advisory services. Should the client provide specific instructions to liquidate, EPG will proceed with liquidation of the client's account in an orderly and efficient manner.

There will not be a charge by EPG for such redemption; however, the client should be aware that certain mutual funds impose redemption fees as stated in each company's fund prospectus in certain circumstances. Clients must keep in mind that the decision to liquidate security issues or mutual funds may result in tax consequences that should be discussed with the client's tax advisor. Factors that could affect the orderly and efficient manner would be size and types of issues, liquidity of the markets, and market makers' abilities. Should the necessary securities' markets be unavailable, and trading suspended, efforts to trade will be done as soon as possible following their reopening. Due to the administrative processing time needed to terminate client's investment advisory service and communicate the instructions to client's Investment Advisor, termination orders received from clients are not market orders; it may take several business days under normal market conditions to process the client's request. During this time, the client's account is subject to market risk. EPG and its agent are not responsible for market fluctuations of the client's account from time of written notice until complete liquidation. All efforts will be made to process the termination in an efficient and timely manner.

### **Item 6 – Performance-Based Fees and Side-By-Side Management**

EPG does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

## **Item 7 – Types of Clients**

EPG provides portfolio management services to individuals, corporations and business entities, pension and profit-sharing plans, charitable institutions, foundations, endowments, estates, trusts, and other U.S. and international institutions. The minimum account size is \$500,000. EPG has the discretion to waive the account minimum.

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

The investment strategy begins with an understanding of a client's financial goals. Advisors use demographic and financial information provided by the client to assess the client's risk profile and investment objectives in determining an appropriate plan for the client's assets. Investment strategies ordinarily include long- or short-term purchases of stock portfolios, mutual funds, and fixed income securities.

Investment recommendations are based on an analysis of the client's individual needs and are drawn from research and analysis. Security analysis methods includes the following:

- **Fundamental analysis:** The attempt to measure the intrinsic value of a security by looking at economic and financial factors to determine if the company is underpriced or overpriced. Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the stock.
- **Technical analysis and charting:** The attempt to determine the trend of a security by studying past market data, including price and volume. This presents a potential risk, as the price of a security can change directions at any time and past performance is not a guarantee of future performance.
- **Cyclical analysis:** The attempt to identify the industry cycle of a company to determine whether the company is in a market introduction phase, growth phase or maturity phase. Generally projected revenues, growth potential and business risk may fluctuate based on the company's cycle stage.

Information for this analysis is drawn from financial websites and magazines, research materials prepared by others, annual reports, corporate filings, prospectuses, company press releases and corporate ratings services.

It is important to note that investing in securities involves a risk that clients must be prepared to bear. For any risks associated with Investment Company products, please refer to the prospectuses for additional details about these risks. The investment approach constantly keeps the risk of loss in mind. These risks include, but are not limited to:

- **Interest-rate Risk:** Fluctuations in interest rates 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 can 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.

- **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 could result in bankruptcy and/or a declining market value.

#### **Item 9 – Disciplinary Information**

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to a client's evaluation of EPG or the integrity of EPG's management. EPG has no information applicable to this Item.

#### **Item 10 – Other Financial Industry Activities and Affiliations**

Most investment adviser representatives are also registered representatives and/or insurance agents of Arkadios Capital, a broker-dealer and insurance agency or Ash Brokerage, LLC, a licensed insurance agency. EPG is not affiliated with Arkadios Capital or Ash Brokerage, LLC through ownership or control. When applicable, commission-based accounts and other securities and insurance products, including life, health, long term care and variable insurance, are offered through Arkadios Capital or Ash Brokerage, LLC. All related compensation is separate from advisory services. If a trade error were to occur, it can result in profit or loss to the firm. The firm has controls in place to limit such trade errors. Investment Advisers will not participate in any profits resulting from such errors.

This arrangement poses a conflict of interest to the extent that there is a financial incentive to recommend securities and other insurance products that result in commissions, brokerage fees, 12(b)-1 fees or other payments. EPG is dedicated to acting in clients' best interests based on fiduciary principles. Clients are under no obligation to purchase any recommended brokerage products or insurance products.

Clients may purchase securities through broker-dealers in initial public offerings, secondary offerings, and special purpose acquisition company transactions. If Arkadios Capital acts as a member of the selling syndicate for such offerings, Arkadios Capital will receive compensation equal to a portion of the gross spread (the difference between the price the client pays for the security and the price at which it purchased the securities). The amount of the gross spread is described in the relevant prospectus, offering circular or official statement. Advisors, acting as a Registered Representative of Arkadios Capital, receive compensation from the sale of an initial public offering

(IPO). The advisory fee is not reduced to offset this compensation. This poses a conflict of interest for those individuals as they have a financial incentive to recommend IPO purchases. However, EPG and its personnel are constrained by fiduciary principles to act in the client's best interest and will only recommend IPO's when they are believed to be suitable.

On average individual Investment Advisor Representatives and the principals of EPG spend less than 10% of their time on other such activities.

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

EPG has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at EPG must acknowledge the terms of the Code of Ethics annually, or as amended.

Advisors of EPG may buy or sell securities that are recommended to clients. EPG's employees and persons associated with EPG are required to follow the Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of EPG and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for EPG's clients. The Code of Ethics is designed to assure that the personal securities transactions, activities, and interests of the employees of EPG will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would not materially interfere with the best interest of EPG's clients. In addition, the Code requires pre-approval of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client. Employee trading is continually monitored under the Code of Ethics to reasonably prevent conflicts of interest between EPG and its clients.

Advisors may buy or sell securities, at or around the same time as those securities are recommended to clients. This practice creates a conflict of interest in that EPG, or its Representatives are in a position to benefit from the sale or purchase of those securities. EPG's Code of Ethics provides a policy to monitor the personal trading activities and securities holdings of each of the Firm's Representatives or other Access Persons. The Code of Ethics's personal trading policies include procedures for limitations on personal securities transactions of associated persons, reporting and review of such trading. These policies are designed to discourage and prohibit personal trading that would disadvantage clients.

Trades may be done on an aggregated basis when consistent with EPG's obligation of best execution. In such circumstances, the Advisor (or related account) and client accounts will share commission costs equally and receive securities at a total average price. EPG will retain records of the trade order

(specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the order.

EPG's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting the Compliance Department at the main number.

### **Item 12 – Brokerage Practices**

EPG recommends the brokerage and custodial services of NFS, Fidelity and TD Ameritrade (collectively, the "Custodians"). Arkadios Capital acts as Introducing Broker to NFS. The Custodians are registered broker-dealer that charges brokerage commissions or transaction fees for effecting securities transactions. As the qualified custodian holding an account, the Custodians do not generally charge separately for custody services. They are compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed, which are included when wrap fees are charged.

EPG also participates in the institutional advisor program (the "Program") offered by TD Ameritrade Institutional. TD Ameritrade Institutional is a division of TD Ameritrade Inc., member FINRA/SIPC ("TD Ameritrade"), an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers to independent investment advisors services which include custody of securities, trade execution, clearance, and settlement of transactions. The Advisor receives some benefits from TD Ameritrade through its participation in the Program.

Transaction fees paid are one of, but not the only, criteria in recommending a Custodian. Clients may pay commissions that are higher than another qualified financial institution might charge to affect the same transaction where EPG determines that the commissions are reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a Financial Institution's services and the fees for those services, including among others, the value of research provided, execution capability, commission rates, and responsiveness. EPG seeks competitive rates but may not necessarily obtain the lowest possible commission rates for client transactions.

EPG does not require Advisors to utilize a particular custodian over another that EPG currently offers. When selecting a Custodian to recommend, each Advisor considers factors that are important to them. Such factors include the Advisor's historical relationship with the Custodian; quality of overall execution services provided; promptness and accuracy of reports on execution; ability and willingness to correct errors; ability to access various market centers; the Custodian's facilities and technology; commission or transaction charged to clients; and execution and operational capabilities of the broker-dealer.

The Custodians make products and services available to EPG that benefit EPG but may not directly benefit its clients' accounts. Many of these products and services are used to service all or a substantial number of EPG accounts. Some of these products and services provided includes software and other technology that provides access to client account data (such as trade confirmations and account statements); provides research, pricing, and other market data; facilitates

payment of fees from clients' accounts; and assists with back-office functions, recordkeeping, and client reporting. When client brokerage commissions are used to obtain research or other products or services, EPG receives a benefit because we do not have to produce or pay for the research, products, or services. As a result of these services provided, commissions may be higher than those charged by other broker-dealers. Soft dollar benefits are used to service all client accounts; they are not used exclusively for the accounts that generated the soft dollar benefits. There is no effort to allocate soft dollar benefits to clients in proportion to the amount of soft dollar benefits generated by each client. Within the last fiscal year, EPG used client brokerage commissions to acquire the products and services listed above under "Soft Dollar Benefits."

As disclosed above, The Advisor participates in TD Ameritrade's institutional customer program and may recommend TD Ameritrade to clients for custody and brokerage services. There is no direct link between the Advisor's participation in the program and the investment advice it gives to its clients, although the Advisor receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving the Advisor participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to the Advisor by third party vendors. TD Ameritrade may pay for business consulting and professional services received by Advisor's related persons. Some of the products and services made available by TD Ameritrade through the program may benefit the Advisor but may not benefit its client accounts. These products or services may assist Advisor in managing and administering client accounts, including accounts not maintained at TD Ameritrade.

Other services made available by TD Ameritrade are intended to help the Advisor manage and further develop its business enterprise. The benefits received by the Advisor or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, the Advisor endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Advisor or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Advisor's choice of TD Ameritrade for custody and brokerage services.

In addition, EPG may execute fixed income trades through Advisors Asset Management ("AAM"). AAM provides investment management services to separately managed accounts. EPG's Advisors may choose to execute through AAM due to their access to the bond markets, trading support services, and the ability to view competitive offerings. EPG does not receive products, research, or services (i.e., soft dollars) in connection with this relationship. However, our affiliated broker-dealer, Arkadios Capital receives referral payments from AAM for having directed a volume of transactions to it for execution of orders for client accounts, which may include advisory accounts; EPG does not receive such referral payments. The terms of the referral fee received is determined by mutual



agreement between Arkadios Capital and AAM prior to each transaction. This creates a conflict of interest. EPG has policies and procedures in place to prevent conflicts of interest from influencing recommendations made by our investment adviser representatives and to assure that recommendations are consistent with our duties to clients. EPG also mitigates this conflict through this disclosure and note that Clients may engage other investment advisers or their affiliates, who do not receive these referral payments. Furthermore, this compensation does not affect the price that clients pay for securities or the transaction charges they pay. More information about these payments is available upon request.

The amount of soft dollar benefits that received depends on the volume of brokerage transactions that EPG places with Custodians. The receipt of soft dollars creates a conflict of interest by giving a financial incentive to (1) have clients pay more than the lowest possible commissions and transactions charges, (2) place more transactions in the client's account, and (3) recommend only broker-dealers that provide soft dollar benefits. Soft dollars benefits are used to service all client accounts; they are not used exclusively for the accounts that generated the soft dollar benefits. There is no effort made to allocate soft dollar benefits to clients in proportion to the amount of soft dollar benefits generated by each client.

In certain circumstances, EPG will allow clients to select the broker-dealer to execute transactions. In this case, each client selects a broker-dealer based on factors important to them. Clients will negotiate the terms and arrangements with their broker-dealer of choice, and transactions are directed to the specified broker-dealer. We will not be in a position to seek better execution services or prices from other broker-dealers. By directing brokerage, we may not be able to achieve the most favorable execution of client transactions and this practice may cost clients more money.

Clients can benefit when trades are aggregated to obtain volume discounts on execution costs. Trade aggregation refers to the practice of combining orders for execution. When consistent with the duty to obtain best execution, multiple client transactions will be aggregated into a single order in order to obtain the best price for clients. In such circumstances, the accounts will share commission costs equally and receive securities at a total average price. EPG will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the order.

### **Item 13 – Review of Accounts**

Accounts are assigned to Investment Advisors who are responsible for performing periodic reviews and consulting with the respective client. Account performance is reviewed not less than annually. Factors that are considered during such reviews include but are not limited to the following: investment objectives, targeted allocation, current allocation, suitability, performance, monthly distributions, concentrated positions, diversification, and outside holdings. Examples of situations that may impact Client's account would be the following: performance that is not in line with the client's "downside risk tolerance," change in investment objective, the client makes a significant addition of capital or withdrawal of capital from the account, rebalancing of the portfolio if current allocation and targeted allocation are not consistent, concentrated position that could lead to volatility, etc.



The client agrees to inform the firm in writing of any material changes to the information included in the questionnaire or any other change in the client's financial circumstances that might affect the manner in which client's assets should be invested. Clients may contact the firm during normal business hours to consult with the firm concerning the management of the client's account(s).

#### **Item 14 – Client Referrals and Other Compensation**

EPG does not receive an economic benefit by anyone other than the client for providing investment advice and other advisory services. EPG does not compensate for client referrals.

#### **Item 15 – Custody**

EPG has constructive custody of client funds and securities due to the ability to deduct advisory fees from accounts. In accordance with custody rules, EPG will ensure that a qualified custodian maintains the account and that clients receive a quarterly account statement from the qualified custodian.

Clients should receive statements at least quarterly from Custodians or other selected qualified custodian that holds and maintains client's investment assets. EPG urges clients to carefully review such statements and compare the official custodial records to the account statements that EPG provides. EPG statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

#### **Item 16 – Investment Discretion**

EPG may act in a discretionary or non-discretionary capacity. If discretionary authority is granted to select the identity and number of securities to be bought or sold, clients must authorize such discretion in writing in the advisory agreement. In all cases, such discretion is to be exercised in a manner consistent with the stated investment objectives for the client account. When selecting securities and determining amounts, EPG observes the investment policies, limitations, and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to EPG in writing.

#### **Item 17 – Voting Client Securities**

As a matter of firm policy and practice, EPG does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Clients should contact their financial advisor if they have any questions and/or to obtain this information. Clients will receive their proxies directly from their custodian or transfer agent.

#### **Item 18 – Financial Information**

Registered Investment Advisers are required to provide clients with certain financial information or disclosures about EPG's financial condition. EPG has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of any bankruptcy proceeding.

## **Privacy Policy**

EPG Wealth Management, LLC (“EPG Wealth”) recognizes that its clients have an expectation that EPG Wealth will maintain the confidentiality of clients’ nonpublic personal information. Consequently, EPG Wealth has adopted this privacy policy concerning information obtained during the servicing of client’s account(s).

### **To Whom This Policy Applies**

This notice applies to all our clients who enter into an advisory services agreement with us. Even if you are no longer a client, our privacy policy will continue to apply to you.

### **Nonpublic information**

We do not disclose any non-public personal information about you to any non-affiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians, broker-dealers, accountants, consultants, and attorneys.

We restrict internal access to non-public personal information about you to employees, who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your non-public personal information and to ensure our integrity and confidentiality. We will not sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

### **Sources of Personal Information**

We collect personal information about you from meetings with you and on applications or other forms you have submitted to EPG Wealth, as well as information about your investments or transactions with us or others (such as third-party service providers or fund companies) from other sources.

### **Opt-Out Provision**

Since EPG Wealth does not sell or share any personal information an “opt out” provision would not be applicable to this privacy policy. Clients may call (404) 809-3680 to request further information regarding this policy.

You will receive a copy of our privacy notice prior to or at the time you sign an advisory agreement with our firm. Thereafter, we will deliver a copy of the current privacy policy notice to you on an annual basis. Contact our main office at (404) 809-3680 if you have any questions regarding this policy.