



Form ADV Part 2A – Appendix 1 (“Wrap Fee Brochure”)

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This wrap fee program brochure provides information about the qualification and business practices of National Wealth Management Group, LLC (“NWMG” or the “Adviser”). If you have any questions about the contents of this brochure, please contact us at 844-400-NWMG (6964) or by email at ben@nwmgadvisors.com.

NWMG is a registered investment adviser with the United States Securities and Exchange Commission (“SEC”). Registration of an investment adviser does not imply any specific level of skill or training. 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 National Wealth Management Group, LLC is also available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

This item contains only the material changes made since the previous annual amendment filed in March 2025.

NWMG has made the following material changes to now be represented in this Disclosure Brochure:

- The maximum fee was reduced to 2.25% as outlined throughout Item 4. (09/2025)
- We removed language referencing a terminated promoter agreement with Absolute Capital Management. (03/2025)

All other changes to this Brochure were routine changes. We encourage you to read this document in its entirety.

At any time, you may view the current Wrap Brochure online at the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching for our firm name or by our CRD#174883. You may also request a copy of this Wrap Fee Brochure at any time, by contacting us at 1-844-400-NWMG (6964) or by email to compliance@nwmgadvisors.com. The Wrap Brochure will be provided at no charge.

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Item 4 – Services Fees and Compensation

A. Services

National Wealth Management Group, LLC (“NWMG”) was formed and registered as an investment adviser registered with the Securities and Exchange Commission (“SEC”) in 2015.

National Wealth Management Group offers services through our network of investment advisor representatives (“Investment Advisor Representatives” or “IARs”). Some of our IARs have their own legal business entity whose trade name and logos are used for marketing purposes; they can appear on marketing materials and/or client statements. Any such trade name is a legal entity of the IAR, not NWMG. The IARs are under the supervision of NWMG and the advisory services of the IAR are provided through NWMG.

National Wealth Management Group can provide portfolio management services as a Wrap Fee Program, where the asset management fee and brokerage transaction fees (ticket charges) are combined or “wrapped” into a single fee. For such accounts, National Wealth Management Group is considered the Sponsor and Portfolio Manager. This brochure is provided as an appendix to Form ADV 2A to describe fee structure of a wrap fee program.

Other than the fee structure, the services offered in a wrap fee and a non-wrap fee account are identical. In either account type the total fees are negotiable and paid to National Wealth Management Group. A wrap fee program can generally have a higher asset management fee, up to the same 2.25% maximum, to account for the additional cost of ticket charges paid by NWMG’s IAR.

Strategic Wealth Management (SWM) Wrap Fee Program

In the SWM Wrap Fee Program, NWMG provides ongoing investment advice and management of assets in a client’s account that is tailored to the individual needs of the client based on the investment objective chosen by the client. NWMG’s IAR is typically granted discretion to purchase and sell mutual funds, equities, exchange-traded funds (“ETFs”), closed end funds, fixed income securities, unit investment trusts and options. In the SWM program, LPL provides brokerage, custodial and administrative services to the account. LPL is not an investment adviser to the client and has no authority or responsibility for investment decisions made for the account. NWMG and its IARs serve as the sponsor and manager of the SWM Wrap Fee Program.

Clients may elect to pay transaction fees as described in our Form ADV Part 2A or to participate in the SWM Wrap Fee Program where the transaction fees are paid by NWMG’s IAR as described below.

Advisor pays transaction fees on client’s behalf

Under this option of the consolidated SWM program, NWMG’s IAR pays transaction charges for the purchase and sale of certain securities in client’s SWM accounts. Clients should be aware that NWMG’s IAR pays LPL transaction charges for those transactions. The transaction charges paid by NWMG’s IAR vary based on the type of transaction (e.g., mutual fund, equity or ETF) and for mutual funds based on whether or not the mutual fund pays 12b-1 fees, asset-based service fees and/or recordkeeping fees to LPL.

The amount of these transaction charges is set forth in the SWM Account Agreement and the

accompanying fee schedule (available here - <https://www.lpl.com/disclosures.html>). Being subject to transaction charges results in higher fees and expenses and, as a result, reduces investment returns.

Because NWMG's IAR has elected to pay the transaction charges in SWM accounts on behalf of the Client, there is a conflict of interest in cases where the mutual fund is offered at both \$0 and \$26.50, or where transaction fees vary based on the type of transaction. Clients should understand that the cost to NWMG's IAR of transaction charges may be a factor that NWMG's IAR considers when deciding which securities to select and how frequently to place transactions in a SWM account.

NWMG's IAR determines the account fee for each client within the SWM program, subject to a maximum account fee of 2.25%.

Depending on the anticipated level of trading, NWMG IARs will work with each client to determine the most cost-effective fee structure. The minimum account opening amount is generally \$15,000.

Investment Advisor Representatives can offer SWM Client (a non-wrap program) or SWM Advisor (a wrap program). The accounts offer the same investment choices and are managed in the same manner, but the fee structure is different. For SWM Client accounts (non-wrap), clients are charged transaction fees in addition to the advisory fee whereas for SWM Advisor Wrap Accounts, the transaction fees are absorbed as part of the advisory fee. National Wealth Management Group offers SWM Advisor as wrap fee program where NWMG acts as the sponsor and portfolio manager. The advisory fee for the wrap program is typically higher than the non-wrap program to account for the transaction fees. Wrap programs may be more expensive than non-wrap options and it may be more cost-effective for clients to pay for the advisor's fee and the transaction charges separately. This depends on the level of trading that is done in the account(s).

B. Program Costs

The fee structure that is in the client's best interest depends on the type of positions held, anticipated frequency of trading and the client's fee payment preference. For example, a portfolio of primarily No Transaction Fee (NTFs) positions or an account with a low volume of trading will generally not benefit from the higher asset management fee of a wrap fee account. Whereas an account that has positions that include a ticket charge per transaction and an anticipated high degree of trading would likely benefit from a wrap fee program.

Wrap fee programs introduce a conflict of interest because there is an incentive to limit the number of trades placed in the Client's account to reduce the ticket charges paid by NWMG's IAR.

C. Fees

Investment advisory fees are paid quarterly in advance or in arrears based on the billing cycle end value or daily average balance pursuant to the terms of the investment advisory agreement. Investment advisory fees are based on the following schedule:

Assets Under Management (\$)	Annual Rate (%)
0 to \$500,000	Negotiable to 2.25%
\$500,001 to \$1,000,000	Negotiable to 2.25%
\$1,000,001 to \$5,000,000	Negotiable to 2.25%
Above \$5,000,000	Negotiable to 2.25%

The applicable fee is based on several factors, including the complexity of the services to be provided, the level of assets to be managed, and the overall relationship with the Advisor. Relationships with multiple objectives, specific reporting requirements, portfolio restrictions and other complexities may be charged a higher fee.

Clients will incur certain fees or charges imposed by third parties in connection with investments made on behalf of the Client's account[s]. In addition, all fees paid to NWMG for investment advisory services as part of the Wrap Fee Program are separate and distinct from the expenses charged by mutual funds and exchange-traded funds to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee.

The Client can also incur other costs assessed by the Custodian or other parties for account related activity fees, such as wire transfer fees, fees for trades executed away from the Custodian and other fees. The Advisor does not control or share in these fees. The Client should review both the fees charged by the fund[s] and the fees charged by NWMG to fully understand the total fees to be paid.

Mutual Fund Share Class Selection

Section 206 of the Investment Advisers Act of 1940 ("Advisers Act") imposes a fiduciary duty to act in a client's best interests and specifically prohibits investment advisers, directly or indirectly, from engaging in any transaction, practice, or course of business which operates as a fraud or deceit upon any client or prospective client.

However, the fiduciary duty to which advisers are subject is not specifically defined in the Advisers Act or the Commission rules but reflects a Congressional recognition "of the delicate fiduciary nature of an investment advisory relationship" as well as a Congressional intent to eliminate, or at least expose, all conflicts of interest which might incline an investment adviser, consciously or unconsciously, to render advice which was not disinterested.

The purpose of 12b-1 fees, as approved by the SEC, is to cover marketing expenses and shareholder services such as support services. The more beneficial share class depends on an analysis of all fees including ticket charges and expected 12b-1 fees. Investing in a 12b-1 fee paying share class can be less expensive for a client than investing in a share class with a lower expense ratio if the ticket charges on the lower-cost share class exceed the amount of ongoing 12b-1 fees.

Depending on the anticipated trading volume, and the asset management fee that is determined based on account size, complexity and time requirements, investment advisor representatives have a fiduciary duty to determine the mutual fund share class that is in the best interest of each client as part of the overall fee analysis.

For a wrap fee account, a different conflict of interest is introduced because the advisor now has an incentive to not trade as frequently (reverse churning) to avoid the ticket charges which can compromise the active management of an advisory account. This conflict is mitigated by an investment adviser representative's fiduciary duty to act in a client's best interest while also considering the higher asset management fee charged for wrap fee accounts.

NWMG will seek to determine the most advantageous share class available to each client. While institutional share classes are usually the lowest cost alternative, under certain circumstances clients may be better served to pay a higher annual expense ratio and avoid a transaction fee on each trade. When selecting a mutual fund for a client's advisory account, the Investment Advisor Representative has a fiduciary duty to select the share class that helps manage the overall fee structure of the account.

The overall fee structure includes such fees as asset management fees, expense ratio (which includes 12b-1 fees), trade ticket charges.

- Investment Advisor Representatives must anticipate and monitor trading volume, and the asset management fee that is determined based on account size, complexity and time requirements.
- National Wealth Management Group will review mutual fund positions that clients transfer "in kind" to be included in assets managed by National Wealth Management Group and will advise the client as to alternatives available to them regarding share classes.
- National Wealth Management Group recognizes that in some situations, alternative share classes might not be available. For example, 529 and 401(k) Plans often have a limited array of investments and share classes available.

D. Compensation

NWMG receives investment advisory fees paid by Clients for participating in the Wrap Fee Program and pays the Custodian for the costs associated with trading activity in the Client's account[s]. Wrap Fee Program accounts will incur additional fees and charges from parties other than NWMG.

Item 5 – Account Requirements and Types of Clients

NWMG generally provides investment advice to individuals and high net worth individuals, corporations and insurance companies.

The minimum account opening amount for the Strategic Wealth Management Wrap Program is generally \$15,000. Exceptions to this minimum may be made in certain cases at NWMG's discretion.

Item 6 – Portfolio Manager Selection and Evaluation

NWMG serves as the sponsor and as portfolio manager for the services offered under this Wrap Program. NWMG does select, review, and recommend other investment advisers or portfolio managers through the non-wrap programs outlined in NWMG's Form ADV Part 2A. NWMG IARs are subject to review by NWMG thus creating a conflict of interest. As part of the Wrap Fee Program, NWMG provides ongoing investment advice and management on assets in the Strategic Wealth Management Wrap Program.

Investment adviser representatives are restricted to providing services and charging fees in accordance with the details in this document and the advisory agreement that you sign. However, the exact services rendered, and the fees charged to a particular client are dependent upon the representative that is working with that client. IARs are instructed to consider the individual needs of each client when recommending an advisory platform. Investment strategies and recommendations are tailored to the individual needs of each client.

For more information about the IAR managing your account, you should refer to the Brochure Supplement for the associated person, which you should have received along with this Brochure at or before the time you opened your account. If you did not receive the Brochure Supplement or would like another copy of it, you can obtain it by reaching out to our main office via the contact information listed on the cover page of this document. A copy will be provided to you at no charge.

Performance-Based Fees

NWMG does not charge performance-based fees.

Proxy Voting

NWMG does not accept proxy voting responsibility for any Client. Clients will receive proxy statements directly from the Custodian. Your IAR may assist in answering your questions relating to proxies, however, the Client retains the sole responsibility for proxy decisions and voting.

Item 7 – Client Information Provided to Portfolio Managers

NWMG is the sponsor and sole portfolio manager for the Wrap Program. The Advisor does not share Client information with other portfolio managers because it is the sole portfolio manager for this Wrap Program.

You are encouraged to contact your NWMG IAR promptly if there have been any changes in your financial situation or investment objectives, or if you wish to impose any reasonable restrictions on the management of the account or reasonably modify existing restrictions. You should be aware that the investment objective selected for the program is an overall objective for the account as a whole and may be inconsistent with a particular holding or the account's performance at any time. You should also be aware that achievement of the stated investment objective is a long-term goal for the account and performance cannot be guaranteed.

Item 8 – Client Contact with Portfolio Managers

National Wealth Management Group is a full-service investment management advisory firm. Clients always have direct access to the Portfolio Managers at NWMG during regular business hours.

Item 9 – Additional Information

Disciplinary Information

There is no material legal, regulatory, or disciplinary information to disclose.

Other Financial Industry Activities and Affiliations*Broker-Dealer Affiliation*

Some Investment Advisor Representatives are also registered representatives of LPL Financial a registered broker-dealer (CRD No. 6413), member FINRA/SIPC. Registered Representatives receive commissions for securities transactions purchased by advisory clients outside of their advisory account[s]. This creates a conflict of interest as commissions may be higher than advisory fees and individuals can recommend investments based on the amount of compensation they will receive rather than what is in the best interest of the client. LPL Financial and NWMG seek to recommend only investments that are in the client's best interest.

Insurance Agency Affiliations

Certain Investment Advisor Representatives are also licensed insurance professionals (agents). Insurance Agents earn commission compensation for selling insurance products. Commissions generated by insurance sales do not offset regular advisory fees. This represents a conflict of interest. Clients are under no obligation to implement any recommendations made by the IAR and may purchase their insurance products from other properly licensed firms or agents.

Accounting Firm Affiliation

Certain NWMG personnel are also employees or owners in the accounting firm, Alpina Tax and Accounting Services, LLC (Alpina), where some are individually licensed and practicing Certified Public Accountants providing accounting services for separate and typical compensation. Alpina typically recommends NWMG to accounting clients in need of advisory services. Conversely, NWMG typically recommends Alpina to advisory clients in need of accounting services. Accounting services provided by Alpina are separate and distinct from our advisory services and are provided for separate and typical compensation. There are no referral fee arrangements between our firms for these recommendations. No NWMG client is obligated to use Alpina for any accounting services and conversely, no accounting client is obligated to use the advisory services provided by us. Alpina do not include the authority to sign checks or otherwise disburse funds on any of our advisory client's behalf. Alpina is a separate legal entity in which certain NWMG personnel are owners.

Neither NWMG nor any of the management persons are registered or have a registration pending to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

Code of Ethics

NWMG has implemented a Code of Ethics (the “Code”) that defines our fiduciary commitment to each Client. This Code applies to all persons associated with NWMG (our “Supervised Persons”). The Code was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. NWMG and its Supervised Persons owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of NWMG’s Supervised Persons to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code.

An investment adviser is considered a fiduciary. As a fiduciary, it is an investment adviser’s responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. We have a fiduciary duty to all clients. Our fiduciary duty is considered the core underlying principle for our Code of Ethics which also includes Insider Trading and Personal Securities Transactions Policies and Procedures. We require all of our supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment or affiliation and at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand, and agree to comply with our Code of Ethics. Our firm and supervised persons must conduct business in an honest, ethical, and fair manner and avoid all circumstances that might negatively affect or appear to affect our duty of complete loyalty to all clients. The Code covers a range of topics that address employee ethics and conflicts of interest. To request a copy of our Code, please contact us at 844-400-NWMG (6964) or by email at ben@nwmgadvisors.com.

Personal Trading with Material Interest

It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction being implemented for an advisory account, thereby preventing an employee from benefiting from transactions placed on behalf of advisory accounts. NWMG does not act as principal in any transactions. In addition, the Advisor does not act as the general partner of a fund or advise an investment company. NWMG does not have a material interest in any securities traded in Client accounts.

Personal Trading in Same Securities as Clients

NWMG allows our Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities, we recommend (purchase or sell) to you presents a conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted the Code to address insider trading (material non-public information controls); gifts and entertainment; outside business activities and personal securities reporting. When trading for personal accounts, Supervised Persons may have a conflict of interest if trading in the same securities. The fiduciary duty to act in the best interest of its Clients can potentially be violated if personal trades are made with more advantageous terms than Client trades, or by trading based on material non-public information. This risk is mitigated by NWMG requiring reporting of personal securities trades by its Supervised Persons for review by the Chief Compliance Officer (“CCO”) or delegate/OR by conducting a coordinated review of personal accounts and the accounts of the Clients. We have also adopted written policies and procedures to detect the misuse of material, non-public information.

Personal Trading at Same Time as Client

It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction being implemented for an advisory account, thereby preventing an employee from benefiting from transactions placed on behalf of advisory accounts.

Client Referrals and Other Compensation

National Wealth Management Group may refer Clients to various unaffiliated, non-advisory professionals (e.g., attorneys, accountants, estate planners) to provide certain financial services necessary to meet the goals of its clients. Likewise, NWMG may receive non-compensated referrals of new Clients from various third parties. National Wealth Management Group receives an economic benefit from Custodians in the form of support services or discounted products.

Custodial Services offered by LPL Financial (LPL)

NWMG can recommend that clients establish a brokerage account with LPL to maintain custody of clients' assets and to effect trades for their accounts. LPL provides brokerage and custodial services to independent investment advisory firms, including NWMG. For accounts custodied at LPL, LPL generally is compensated by clients through commissions, trails, or other transaction-based fees for trades that are executed through LPL Financial or that settle into LPL accounts. For IRA accounts, LPL generally charges account maintenance fees. In addition, LPL also charges clients miscellaneous fees and charges, such as account transfer fees. LPL charges NWMG an asset-based administration fee for administrative services provided by LPL. Such administration fees are not directly borne by clients but are considered by NWMG in setting its advisory fees for clients. While LPL does not participate in, or influence the formulation of, the investment advice provided, certain supervised persons are dually registered with LPL. Dually registered IARs are restricted by certain FINRA rules and policies from maintaining client accounts at another custodian or executing client transactions in such client accounts through any broker/dealer or custodian that is not approved by LPL.

Clients should also be aware that for accounts where LPL serves as the custodian, NWMG is limited to offering services and investment vehicles that are approved by LPL and is prohibited from offering services and investment vehicles that are available through other broker/dealers and custodians, some of which may be more suitable for a client's portfolio than the services and investment vehicles offered through LPL. Clients should understand that not all investment advisers recommend that clients custody their accounts and trade through specific broker/dealers. LPL Financial serves as the custodian for all Strategic Wealth Management Wrap Program accounts.

Clients should also understand that LPL is responsible under FINRA rules for supervising certain business activities of NWMG and its Dually Registered Persons that are conducted through broker/dealers and custodians other than LPL Financial. Similarly, LPL is responsible under FINRA rules for supervising certain account activity of accounts held at a custodian other than LPL. LPL charges a fee for its oversight of activities conducted through these other broker/dealers and custodians. This arrangement presents a conflict of interest because NWMG has a financial incentive to recommend that you maintain your account with LPL rather than with another broker/dealer or custodian, to avoid incurring the oversight fee. The conflict is mitigated by the fiduciary duty to act in a client's best interest and by doing so.

National Wealth Management Group and employees receive additional compensation from product sponsors. However, such compensation is not tied to the sale of any products. Compensation can include such items as gifts valued at less than \$100 annually, an occasional dinner or ticket to a sporting event, or reimbursement in connection with educational meetings with investment advisor representatives, client workshops or events, marketing events or advertising initiatives, including

services for identifying prospective clients. Product sponsors may also pay for, or reimburse NWMG for the costs associated with, education or training events that are attended by NWMG employees and investment advisor representatives and for NWMG sponsored conferences and events.

- Certain investment adviser representatives may have received an economic benefit from LPL Financial in the form of a repayable or forgivable loan. Please see detailed discussion of the conditions and potential conflicts of interest in NWMG's Form ADV Part 2A Disclosure Brochure Item 12 Brokerage Practices.

As a result of our relationship with LPL Financial, dually registered Investment Advisor Representatives can qualify to receive production bonuses, stock options to purchase shares of LPL Financial's parent company, and other things of value such as free or reduced-cost attendance at LPL Financial's national sales conference or top producer forums and events. Such compensation is based on overall business produced and/or on the amount of assets serviced through LPL Financial but not on the sale of any particular product. Thus, there is a financial incentive for us to recommend that you establish a Program account so that we will be compensated. We take our responsibilities to clients very seriously and we will only recommend that clients hire us for management services if we believe it is appropriate and, in the client's, best interest.

Ramsey Solutions – SmartVestor™

In addition, certain advisory representatives of NWMG have a relationship with Ramsey Solutions ("RS") whereby RS provides online advertising services in exchange for a flat monthly marketing fee. The services include advertising space on RS's web based SmartVestor™ lists assigned to particular geographic markets, use of the SmartVestor™ marks in advertising, and provision of other marketing materials. Potential clients using the SmartVestor™ site may select and choose to contact the advisory representative for services; potential clients are not referred to NWMG or the advisory representative.

Client Referrals from Promoters

If a client is introduced to NWMG by either an unaffiliated party or by an NWMG affiliate, NWMG may pay that promoter a referral fee. Any such referral fee shall be paid solely from the investment management fees earned by NWMG and shall not result in any additional charge to the Client. There are no other economic benefits provided by someone who is not a client for providing investment advice.

Financial Information

National Wealth Management Group, LLC does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance. There are no financial conditions that are reasonably likely to impair the firm's ability to meet contractual commitments to clients. At no time has National Wealth Management Group, LLC been the subject of a bankruptcy petition.