

Item 1
Cover Page

INVESTMENT ADVISOR BROCHURE

Auxin Group Wealth Management, LLC

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

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

Please recognize that the language stated in this document as “registered investment advisor” or “registered” does not imply or guarantee that a registered advisor has achieved a certain level of skill, competency, sophistication, expertise, or training in providing advisory services to Clients.

Item 2
Material Changes

This is an amendment to the Company’s Form ADV, Part 2A, filed on June 11, 2015, and prepared by Auxin Group Wealth Management, LLC. Any and all changes made herein that are not identified below are either typographical or grammatical in nature or not material. The following Items have been amended: Item 2 – Material Changes; Item 9 – Additional Information to more fully discuss the products and services offered by Schwab and disclosure of potential conflicts of interest. This information is being provided in a narrative format.

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Item 4

Advisory Business

A. Description of the Advisory Firm

Auxin Group Wealth Management, LLC (the “Company”) is an Ohio Limited Liability Company (“LLC”) and was formed as a Registered Investment Advisor in April 2015. The principal owners of the Company are Benjamin E. Tegel, and Matthew J. Burnham. They each own fifty percent of the Company. Benjamin E. Tegel is the President and Matthew J. Burnham is the Managing Partner and Chief Compliance Officer. Both individuals are Investment Advisor Representatives for the Company. Auxin Group Wealth Management, LLC does not have a parent company or intermediate subsidiaries. The Company’s principal business is to provide investment advice and advisory services to its Clients who are typically individuals, high-net-worth individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and other business entities.

B. Types of Advisory Services

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

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

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

Additional Information about the Company and Potential Conflicts of Interest

The Company engages in activities as a Registered Investment Advisor and utilizes Charles Schwab & Co., Inc., (“Schwab”), a non-affiliated broker-dealer and qualified custodian, to provide its securities clearing and custodial services for the Company’s Clients. The principal officers of Auxin Group Wealth Management, LLC are Benjamin E. Tegel and Matthew J. Burnham. Both individuals are Investment Advisor Representatives for the Company.

In the future, the IARs may become Registered Representatives (“RRs”) of an unaffiliated broker-dealer, and in their individual capacity as a dually registered RRs of a broker-dealer, they

may sell general securities products such as stocks, bonds, mutual funds, exchange-traded funds, and variable annuity and variable life products to advisory Clients and receive separate, yet customary commission compensation from the broker-dealer on the sale of these securities products on behalf of advisory Clients. Currently, they are not RRs of a broker-dealer and cannot sell these products.

Some of the Company's IARs are also independent licensed insurance agents with various insurance companies and may offer insurance products to the Company's advisory Clients. Clients are under no obligation to engage these individuals in their capacities as insurance agents while executing their advisory recommendation. The implementation of any or all recommendations is solely at the discretion of the Client.

C. Client Tailored Services and Client Imposed Restrictions

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

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

Financial Planning Services

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

In providing Financial Planning Services, the Investment Advisor Representative will take into consideration information such as the Client's investment objectives, overall financial situation and circumstances, personal and financial goals, risk tolerance and objectives, risks that the Client is willing to undertake, investment knowledge of the Client, net worth, income, age, projected retirement, unusual or material funding requirements, inheritance possibilities,

pensions, social security, children/relative funding issues, estate issues, and living expenses expressed in today's dollars requested for retirement.

When a Client elects to have Financial Planning Services provided, the Investment Advisor Representative will discuss the creation of the plan, how involved and complex the plan will be, and any particular issues or circumstances not included during the typical information gathering session discussed above. During the Client and Investment Advisor's conversation regarding how extensive of a plan they need, the Client may choose for the Company to consult on an individual security, a specific topic or obtain a comprehensive written plan containing their goals and objectives on an hourly or flat-fee basis. Hourly rates range from \$50.00 per hour to \$200.00 per hour and flat fees range from \$500.00 to \$10,000.00. A formal plan will better enable the Company to understand the complete financial picture of the Client. An invoice will be sent to the Client upon the completion of the Client's financial plan. Fees are due from the Client upon receipt of the invoice sent by the Company. The Client may choose to engage the Advisor solely for financial planning services.

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

Portfolio Management Services

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

Termination of Advisory Contract

The Investment Management Agreement for Portfolio Management Services may be terminated by the Client without penalty within the first five (5) business days of its execution. Auxin Group Wealth Management, LLC will not impose start-up, closing, or penalty fees in connection with an account; however, the custodian may charge some or all of these fees. Auxin Group Wealth Management, LLC's fees do not include variable life and annuity contracts. Some other types of assets would also be subject to additional advisory and other fees/expenses, which are described

in the prospectuses of those investments and paid by the investments, but ultimately borne by the investor.

Retirement Plan Advisory and Pension Consulting Services

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

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

All employee benefit plans are regulated under the Employee Retirement Income Securities Act (“ERISA”). The Company will provide consulting services to the Plan fiduciaries as described above. Typically, the named Plan fiduciary must make the ultimate decision as to retaining the services of such investment advisors or purchases and sales through a registered broker-dealer as the Company may recommend. The Plan fiduciary is free to obtain independent advice about the appropriateness of any recommended services for the Plan. In performing fiduciary services, the Company is acting either as a non-discretionary fiduciary of the Plan as defined in Section 3(21) under ERISA, or as a discretionary fiduciary of the Plan as defined in Section 3(38) under ERISA, as set forth in the arrangement with each Plan sponsor. The Company may also assist with participant enrollment meetings and provide investment-related educational seminars to Plan participants, as well as their individual needs.

Other Products and Services

Educational Seminars and Workshops

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

Insurance and Liability Management

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

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

Estate Planning Services

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

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

Auxin Group Wealth Management, LLC's business does not include acting as an investment company as defined by the Investment Company Act of 1940.

While these individuals endeavor at all times to put the interest of the Clients first as part of Auxin Group Wealth Management, LLC's fiduciary duty, Clients should be aware that when and if the IARs become licensed as RRs, the receipt of compensation itself from a broker-dealer as a RR would create a conflict of interest, and may affect the judgment of these individuals when making recommendations. However, currently this is not the case because the IARs are not registered as RRs with a broker-dealer.

D. Wrap Fee Program

The Company sponsors a wrap fee program called the Comprehensive Portfolio Management Wrap Fee Program. This program provides Clients the ability to trade in certain investment

products without incurring additional brokerage or transaction charges. Auxin Group Wealth Management, LLC considers a wrap fee program to be any arrangement under which Clients receive investment advisory services and the execution of Client transactions for a specified fee or fees not based upon transactions in their account(s). The fee is a flat annual sum based on the amount of assets under management (in contrast to separate fees for each transaction), and the price includes brokerage commissions based on the amount or type of securities transactions executed for a given account. Generally, these programs involve one or more investment advisors and a broker-dealer. These entities provide the Client with portfolio management and asset-allocation services, maintains custody of the Client’s funds and securities, and executes the Client’s securities transactions.

Clients that choose to participate in the wrap fee program are required to execute an Investment Management Agreement outlining the terms and conditions of the advisory relationship. *For additional details regarding the Comprehensive Portfolio Management Wrap Fee Program see Form ADV, Part 2 – Appendix 1, Wrap Fee Program Brochure.*

E. Assets Under Management

Auxin Group Wealth Management, LLC manages its Client’s assets on either a Discretionary basis or a Non-Discretionary basis. This is the Company’s initial filing of its Form ADV, and therefore as of June 11, 2015, the Company has managed \$0.00 of Client’s assets on a discretionary basis and \$0.00 of Client’s assets on a non-discretionary basis.

Item 5
Fees and Compensation

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

A. Fee Schedules

a. Financial Planning Services

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

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

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

b. Portfolio Management Services

Assets Under Management Fee Table

\$0 to \$1,000,000.00	1.00 %
\$1,000,000.00 to \$2,500,000.00	.85 %
Over \$2,500,000.00	Negotiable

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

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

c. Mutual Fund Fees

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

The Company's Investment Advisor Representatives may become dually registered as a Registered Representative of an unaffiliated broker-dealer. If they do, in their separate capacity as Registered Representatives of an unaffiliated broker-dealer, they may retain a portion of the commissions charged to the Client as Registered Representatives of the broker-dealer. These commissions may include mutual fund sales loads, 12b-1 fees and surrender charges, variable annuity fees and surrender charges and IRA and qualified retirement plan fees. When managing ERISA and qualified accounts, the Company's IARs will lower or offset the management fee by the amount of the 12b-1 fees and other commissions received in the event such types of compensation are received by the Company's IARs in his/her individual capacity and upon approved registration as a Registered Representative of a broker-dealer. Additional information regarding 12b-1 fees may be found in the respective mutual funds' prospectus.

The Company's IARs if and when licensed as a Registered Representatives of a broker-dealer may sell general securities products such as stocks, bonds, mutual funds, exchange-traded funds, and variable annuity and variable life products to Company's advisory Clients and earn a commission on the sales of these products from the broker-dealer. As a RR, the Company's IARs may suggest that advisory Clients implement investment advice by purchasing securities products through a commission-based brokerage account in addition to an advisory account. In the event that the advisory Clients of the Company elect to purchase these products through a broker-dealer by an IAR of the Company, in the capacity as a Registered Representative of a broker-dealer, the IAR will receive the normal and customary commission compensation in connection with the specific product purchased. This may present a conflict of interest, as it may give the Company's IAR, as a Registered Representative of a broker-dealer, an incentive to recommend investment products based on the compensation received, rather than on the Clients' needs. Auxin Group Wealth Management, LLC does not require its Clients to implement investment advice through a specific broker-dealer. Clients of the Company are free to implement investment advice through any broker-dealer or product sponsor they choose. However, Clients should understand that due to certain regulatory constraints the Company's IARs, if they are licensed with a broker-dealer and in the capacity as a dually Registered Representative, must place purchases and sales of securities products in commission-based brokerage accounts through approved broker-dealers or other institutions.

See Appendix I for Wrap Program Fees

d. Retirement Plan Advisory and Pension Consulting Services

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

e. Educational Seminars and Workshops

These seminars and workshops will be offered periodically to Clients and prospective Clients at no charge.

f. Insurance and Liability Management

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

g. Estate Planning Services

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

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

B. Additional Fees, Expenses and Billing Information

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

As part of our investment advisory services to the Client, the Company may invest, or recommend that the Client invest in mutual funds, exchange-traded funds, and other investment company assets that are subject to additional advisory and other fees and expenses. These fees and expenses are described to you in the prospectuses of those funds, and are paid for by the funds, but are ultimately borne by the Client. The fees that the Client pays to the Company for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or exchange traded funds to their shareholders. These fees will generally include a

management fee and other fund expenses. The fees noted herein represent fees for advisory services only. The Client will also incur transaction charges and/or brokerage fees when purchasing or selling securities as well as any fees associated with particular accounts (e.g. account opening, maintenance, transfer, termination, wire transfer, retirement plan, trust fees, and all such applicable third-party fees, deferred sales charges, odd lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage transactions.) These charges and fees are typically imposed by the broker-dealer or custodian through whom the Client account transactions are executed. To fully understand the total cost, the Client should review all the fees charged by mutual funds, exchange traded funds, the Company, and others. For information on the Company's brokerage practices, please refer to the *Brokerage Practices* section of this Brochure.

The Company will always strive to obtain best execution for its Clients with regard to commissions and/or transaction fees. However, the Client may pay a commission that is higher than another qualified broker-dealer for the same transaction. As part of the Company's duty to obtain the best execution, the Company looks to determine, in good faith, that the commission is reasonable in relation to the overall quality of brokerage services received.

C. Additional Outside Compensation, Commissions for the Sale of Securities or Other Investment Products and Fee Offset

Securities

All income Auxin Group Wealth Management, LLC receives is based on the fee schedules in this brochure. The Company does not accept or receive additional fees or commissions for buying or selling securities or other products on behalf of Clients. In the future, the Company's Investment Advisor Representatives ("IARs") may become dually registered as Registered Representatives ("RRs") with an unaffiliated broker-dealer and licensed to sell general securities products such as stocks, bonds, mutual funds, exchange-traded funds, and variable annuity and variable life products. If the Client elects to have the Company's IARs implement the advice provided as part of one of the Company's services, this may be done by them in their separate capacities as RRs with a broker-dealer. In their capacity as RRs, these individuals would receive commission-based compensation in connection with the purchase and sale of securities, including 12b-1 fees for the sale of investment company products ("mutual funds"). Compensation earned by these individuals as a RR is separate and in addition to the Company's advisory fees. When managing ERISA and qualified accounts, the Company's IARs will lower or offset the management fee by the amount of the 12b-1 fees and other commissions received in the event such types of compensation are received by the Company's IARs in his/her individual capacity as a Registered Representative of an unaffiliated broker-dealer. This situation would represent a potential conflict of interest because the Company's IARs could receive fees for the advice and could also receive commissions for implementing the recommendations in their separate capacity as a RR. It also may provide incentive to recommend investment products based on the compensation received, rather than on the Client's needs. However, currently the IARs are not dually registered as RRs of a broker-dealer, and cannot sell these products.

When the Client engages the Company for financial planning services, the Client is not obligated to implement the advice provided by the Company's IARs or to implement transactions through an unaffiliated broker-dealer, which the IAR may be dually registered as a RR.

Fees may be negotiated or discounted at the discretion of the management for Auxin Group Wealth Management, LLC.

Insurance

In addition, some of the Company's IARs may also be licensed as independent insurance agents with various insurance companies. If the Client elects to purchase insurance products through the Company's IARs in this separate capacity, they may earn commissions from the sale of insurance to the Company's Clients. Insurance commissions earned are separate and in addition to the Company's advisory fees. This is also a potential conflict of interest because they could receive fees for the advice and also receive commissions for implementing insurance transactions. The Client is not obligated to implement the advice provided by the Company's IAR or to implement transactions through the IARs in their separate capacity as insurance agents.

D. Payment of Fees

The Company obtains authorization from the Client for Auxin Group Wealth Management, LLC to bill the custodian the fees described above, as well as obtain authorization from the Client for the custodian to pay the Company directly. All fees will be paid as directed in the agreed upon fee schedule.

The Client shall sign an Investment Management Agreement, and by signing this agreement, the Client hereby provides written authorization to Auxin Group Wealth Management, LLC to send an invoice to the custodian at the same time that a copy is provided to the Client for its advisory fees for the management of the Client's account(s). It is the Client's responsibility to verify the accuracy of fee calculations. The qualified custodian will not determine whether the fee has been properly calculated. Upon approval from Auxin Group Wealth Management, LLC, Clients may pay fees via direct invoice. For Clients paying via direct invoice, the fees shall be due upon the Client's receipt of the invoice. Fees are paid *quarterly in advance*. The Client also authorizes the custodian to pay the invoiced fees described above to Auxin Group Wealth Management, LLC directly from the Client's account(s) held by the custodian. The Client agrees that the custodian will send, at least quarterly, an account statement showing all disbursements from the Client's account(s), including the amount of fees paid directly to Auxin Group Wealth Management, LLC.

E. Other Types of Fees

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

transfer fees, transaction fees, redemption fees, sales loads, wiring fees, etc. charged against an account are separate from the Auxin Group Wealth Management, LLC's management fees, and will be deducted from the Client's account by the custodian.

Prepayment of Fees

Fees are paid quarterly in advance. Auxin Group Wealth Management, LLC does not require the prepayment of more than \$500 in fees per Client, six months or more in advance.

Item 6

Performance-Based Fees and Side-by-Side Management

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

Item 7

Types of Clients

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

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

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

Item 8

Methods of Analysis, Investment Strategies and Risk of Loss

Item 8(A) – Methods of Analysis and Investment Strategies

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

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

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

The IAR will generally start with a review of all investments that may be suitable and then reviews each individual asset class seeking investments who may possess the following characteristics: Peer group relative performance, manage tenure, investment process, investment style, and other performance measures. IARs review these investment characteristics on a periodic basis for changes in investment management personnel, poor performance on a relative basis, and any changes in investment style.

Following a specific security selection, IARs may create allocations to specific asset classes that they believe carry acceptable risk and return characteristics. The IAR will then seek to optimize the allocation among each asset class to an effort to maximize the level of return assuming a certain level of risk for each portfolio. Portfolio models may be utilized which are designed to target specific degrees of investment risk, ranging from conservative to aggressive. IARs generally conduct portfolio reviews on a quarterly basis to ensure adherence to the risk objective for each portfolio. IARs may also utilize asset allocation software and historical performance modeling software.

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

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

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

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

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

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

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

Long-Term Purchases – securities purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.

Short-Term Purchases – securities purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short term price fluctuations.

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

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

Item 8(B) – Material Risks Involved

Investment Strategies and Risk of Loss

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

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

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

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

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

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

Auxin Group Wealth Management, LLC employs the following approach:

- **Combination of Tactical and Strategic Asset Allocation Strategy** – Auxin Group Wealth Management, LLC utilizes a combination of Tactical and Strategic Asset Allocation, as well as Technical and Fundamental Analysis when constructing Client portfolios. The strategy of this asset management method is to create diversified portfolios consisting of a wide variety of investment vehicles and asset classes tailored specifically to each individual Client's unique needs, time horizon, risk tolerance, and personal goals. Technical Analysis involves studying past price patterns and overall market and specific stocks. The risk of market timing based on technical analysis is that charts may not accurately predict future price movements. Fundamental Analysis involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience, and expertise of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's stock compared to the current market value. The risk of fundamental analysis is that information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for a stock's value. Each portfolio's custom asset allocation takes into account economic risks, expected return, standard deviation and correlation of the various asset classes as well as over-weighting or under-weighting specific asset classes or market sectors based on their relative strength or weakness in comparison to the overall market.

Risk of Loss

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

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

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

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

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

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

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

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

Financial Risk: Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Item 8(C) – Risks of Specific Securities Utilized

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

1) Pooled Investment Funds

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

2) Real Estate Pooled Instruments

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

properties may be significantly diminished, with negative results for us and the Debenture Holders.

3) Equity Securities

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

4) Debt Securities

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

5) Certificates of Deposit

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

6) Investment Company Securities

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

7) U.S. Government Securities

U.S. Government Securities are considered to have very low credit risk, they are affected by other types of risk, mainly interest-rate risk and inflation risk. While investors are effectively guaranteed to receive interest and principal payments as promised, the underlying value of the bond itself may change depending on the direction of interest rates.

Item 9

Disciplinary Information

A. Criminal or Civil Actions

There are no criminal actions, or civil actions against Auxin Group Wealth Management, LLC, its management or any of the Company's employees or Investment Adviser Representatives to report.

B. Administrative Proceedings

There are no administrative proceedings against Auxin Group Wealth Management, LLC, its management, or any of the Company's employees or Investment Adviser Representatives to report.

C. Self-Regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings against Auxin Group Wealth Management, LLC, its management or any of the Company's employees or Investment Adviser Representatives to report.

Item 10

Other Financial Industry Activities and Affiliations

A. Registration as a Broker-Dealer or Broker-Dealer Representative

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

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither Auxin Group Wealth Management, LLC, its management, employees nor its Investment Adviser Representatives are registered as or have pending applications to become a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interest

Neither Auxin Group Wealth Management, LLC nor its management personnel have any material relationships or arrangements with any related person listed below:

- An investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund," and offshore fund);
- Futures commission merchant, commodity pool operator, or commodity trading advisor;
- Banking or thrift institution;
- Accountant or accounting firm;
- Lawyer or law firm;
- Insurance company or agency;
- Pension consultant;
- Real estate broker or dealer;
- Sponsor or syndicate of limited partnerships;
- Securities exchange, securities association, or alternative trading system;

- Broker-dealer, municipal securities dealer, or government securities dealer or broker, and
- Investment adviser or financial planner.

Charles Schwab & Co., Inc., (“Schwab”), an unaffiliated broker-dealer and qualified custodian, provides securities clearing and custodial services to Auxin Group Wealth Management, LLC’s advisory Clients.

If an IAR becomes licensed as a Registered Representative of an unaffiliated broker-dealer, conflicts of interest may arise in selling general securities products such as stocks, bonds, mutual funds, exchange-traded funds, and variable annuities and variable life products to the Company’s advisory Clients. Auxin Group Wealth Management, LLC does not intend to pay brokerage commissions higher than those obtainable from other broker-dealers in return for research and brokerage products or services. Clients of Auxin Group Wealth Management, LLC are free to implement investment advice through a broker-dealer of their choice. However, Clients should understand that, due to certain regulatory constraints, the Company’s Investment Advisor Representatives, in their capacity as a dually Registered Representative of an unaffiliated broker-dealer, must place all purchases and sales of securities products in commission-based brokerage accounts through a broker-dealer or other approved institutions.

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

Schwab makes available to Auxin Group other products and services that may benefit Auxin Group, but may not necessarily benefit its Clients’ accounts. These benefits may include national, regional or Auxin Group Wealth Management’s specific educational events organized and/or sponsored by Schwab Advisor Services. Other potential benefits may include occasional business entertainment of personnel of Auxin Group by Schwab Advisor Services personnel, including meals, invitations to sporting events, including golf tournaments, and other forms of entertainment, some of which may accompany educational opportunities. Other of these products and services assist Auxin Group Wealth Management in managing and administering Clients’ accounts. These services include software and other technology (and related technological training) that provide access to Client account data (such as trade confirmations and account

statements), facilitate trade execution (and allocation of aggregated trade orders for multiple Client accounts), provide research, pricing information and other market data, facilitate payment of Auxin Group's fees from its Clients' accounts, and assist with back-office training and support functions, recordkeeping, and Client reporting. Many of these services generally may be used to service all or some substantial number of Auxin Group's accounts, including accounts not maintained at Schwab Advisor Services. Schwab Advisor Services also makes available to Auxin Group other services intended to help Auxin Group manage and further develop its business enterprise. These services may include, but not limited to regulatory compliance, legal and business consulting, publications and conferences on practice management, information technology, employee benefits providers, human capital consultants, insurance and marketing. In addition, Schwab may make available, arrange and/or pay vendors for these types of services rendered to Auxin Group Wealth Management by third parties. Schwab Advisor Services may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to Auxin Group. While, as a fiduciary, Auxin Group Wealth Management endeavors to act in its Clients' best interests, Auxin Group's recommendation that its Clients maintain their assets in accounts at Schwab may be based in part on the benefit to the Company of the availability of some of the foregoing products and services and other arrangements and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

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

D. Selection of Other Advisers or Managers and How This Adviser is Compensated for those Selections.

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

Item 11

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

A. Code of Ethics

Auxin Group Wealth Management, LLC has adopted a Code of Ethics, a copy of which is provided to all Clients or prospective Clients upon request free of charge. The Company's goal is to protect the Client's interests at all times and to demonstrate our commitment to our fiduciary

duties of honesty, good faith, and fair dealing with the Client. All of the Company's Investment Advisor Representatives are expected to adhere strictly to these guidelines. Auxin Group Wealth Management, LLC has a duty to exercise its authority and responsibility for the benefit of its Clients, to place the interest of its Clients first, and to refrain from having outside interests that conflict with the interests of its Clients and to disclose any conflicts that may exist. Auxin Group Wealth Management, LLC will disclose to each Client any material conflict of interest regarding the Company, any representative or employees of the Company in writing before entering or renewing an Investment Management Agreement either Discretionary or Non-Discretionary with the Client.

Auxin Group Wealth Management, LLC may maintain its own accounts and may buy and sell securities for its own account or the accounts of its principals. The advice given and the actions taken with respect to a Client and the Company's own account may differ from advice given or the timing and nature of actions taken with respect to other Client accounts.

Additionally, the Company maintains and enforces written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about the Client or their account holdings by persons associated with the Company.

B. Recommendations Involving Material Financial Interests

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

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

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

C. Investing Personal Money in the Same Securities as Clients

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

D. Trading Securities At or Around the Same Time as Clients' Securities

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

E. Trades with Clients

In the event Auxin Group Wealth Management, LLC engages in agency cross or principal transactions with its Clients, it will only do so with a written confirmation at or before the completion of each such transaction containing:

1. A statement and/or document describing the nature of the transaction and the conflict of interest;
2. The date and time of the transaction;
3. The source and amount of remuneration received by or to be received by the Company; and
4. That the Client's authorization may be revoked at any time prior to completion of the transaction.

Auxin Group Wealth Management, LLC may maintain its own accounts and may buy and sell securities for its own account or the accounts of its principals. The advice given and the actions taken with respect to a Client and to Auxin Group Wealth Management, LLC's own accounts may differ from advice given or the timing and nature of actions taken with respect to other Client accounts.

The Company's Code of Ethics is available to Clients upon request at no charge. A copy of the Company's Code of Ethics may be obtained by calling the Chief Compliance Officer at 330-237-1030 or fax to 855-710-6773 or by email at Matthew.Burnham@auxingroupwm.com.

Item 12

Brokerage Practices

A. Factors Used to Select Custodians and/or Broker-Dealers

Auxin Group Wealth Management, LLC has a relationship with Charles Schwab & Co., Inc. (“Schwab”) an unaffiliated broker-dealer and qualified custodian, to provide its brokerage, securities clearing and custodial services for the Company’s Clients. The Company may execute the majority of its trades with Schwab or the Company may execute a trade with another broker-dealer for better execution.

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

1. Research and other Soft-Dollar Benefits

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

2. Brokerage for Client Referrals

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

3. Clients Directing Which Broker-Dealer or Custodian to Use

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

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

B. Aggregating (Block) Trading for Multiple Client Accounts

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

Trade Errors

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

Item 13 **Review of Accounts**

A. Frequency and Nature of Periodic Reviews and Who Makes those Reviews

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

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

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

C. Content and Frequency of Regular Reports Provided to Clients

Auxin Group Wealth Management, LLC does not currently, but may at its discretion, issue regular reports to Clients. The Custodian issues periodic statements and reports of accounts activity directly to Clients.

Item 14 **Client Referrals and Other Compensation**

A. Economic Benefits Provided by Third-Parties for Advice Rendered to Clients

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

B. Compensation to Non-Advisory Personnel for Client Referrals

Auxin Group Wealth Management, LLC does not have any Solicitors nor does it intend to at this time. If the Company decides to do this in the future, they may offer remuneration to individuals or organizations that make referrals of potential Clients under the following circumstances:

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

Item 15

Custody

Pursuant to the Investment Advisors Act of 1940 Rule 206(4)-2 and its requirements, “Custody” means holding, directly or indirectly, Client funds or securities, or having any authority to obtain possession of them. Although each Client will have a qualified Custodian to maintain their assets and funds, the Company is still considered to have custody due to their ability to deduct fees from the Client’s account.

Each Client of the Company appoints, or will appoint, a separate custodian (the “Custodian”) to take possession of the cash, securities, and other assets in the Client’s account. At least quarterly, the Custodian will send an account statement to the Client indicating all amounts disbursed from their account(s) (including the amount of any fees paid to Auxin Group Wealth Management, LLC pursuant to the Client’s authorization), all transactions occurring in the account during the period covered by the statement, and a summary of the account positions and portfolio values at the end of the period. The custodian will be directed to send copies of the account statements to Auxin Group Wealth Management, LLC along with an indication that the statements have been sent to the Client. Auxin Group Wealth Management, LLC is not be responsible for any acts or omissions of the Custodian.

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

Item 16

Investment Discretion

By signing the “Investment Management Agreement – Discretionary”, the Client grants Auxin Group Wealth Management, LLC the authority to invest/reinvest the assets under Auxin Group Wealth Management, LLC’s management on the Client’s behalf without prior consultation from the Client (“discretionary basis”), subject to the Client’s stated investment objectives and any other Client instructions. Auxin Group Wealth Management, LLC will invest in the investment

types listed in this brochure which include, but are not limited to: cash, cash equivalents, U.S. Government securities, equities, options, mutual funds and alternative investments, which include, but are not limited to direct participation programs. See Item 8(C) regarding risks associated with these investments.

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

Item 17

Voting Client Securities (Proxy Voting)

Unless the parties have otherwise agreed in writing (and such writing, in the case of an account subject to the provisions of ERISA, is consistent with plan documents), Auxin Group Wealth Management, LLC shall have no authority or obligation to take any action or render any advice with respect to, issuers of securities in which assets of the Client's account may be invested from time to time. The Client (or the plan fiduciary in the case of an account subject to the provisions of ERISA) expressly retains the authority and responsibility for the voting of such proxies.

Item 18

Financial Information

A. Balance Sheet

No disclosure of financial information (a balance sheet) is required because Auxin Group Wealth Management, LLC's Client's funds and assets are held by a qualified Custodian and the Company does not require prepayment of more than \$500 in fees per Client, six months or more in advance. Therefore, no balance sheet is included with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients.

Neither Auxin Group Wealth Management, LLC nor its management have any financial conditions that is likely to reasonably impair the ability to meet contractual commitments to Clients.

C. Bankruptcy Petitions in Previous Ten Years

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

Item 19

Requirements for State-Registered Advisers

A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background

Auxin Group Wealth Management, LLC's officers are Benjamin E. Tegel, President and Matthew J. Burnham, Chief Compliance Officer and Managing Member. Both individuals have a fifty percent ownership in the Company. These individuals' formal education and business background is located in the Brochure Supplements (Form ADV Part 2B) at the back of this document.

B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any)

Auxin Group Wealth Management, LLC is not engaged in any other investment advisory related business other than this investment advisory firm. In the future, the Company's Investment Advisor Representatives and principal officers may become Registered Representatives of an unaffiliated broker-dealer. The principal officers, Benjamin Tegel and Matthew Burnham are also in their individual capacities licensed agents for various insurance companies.

C. How Performance-based Fees are Calculated and Degree of Risk to Clients

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

D. Material Disciplinary Disclosures for Management Persons of this Firm

Neither Auxin Group Wealth Management, LLC nor its management personnel have been involved in an arbitration claim or found liable in a civil, self-regulatory organization, or administrative proceeding that is material to the Client's evaluation of the Company or its management.

E. Material Relationships that Management Persons have with Issuers of Securities (If Any)

Auxin Group Wealth Management, LLC's management personnel are not engaged in any other business not identified in this brochure. The Company's primary focus is in providing investment advice and financial planning to its Clients. The Company's management does not have any material relationships with issuers of securities.

ITEM 1: Cover Page

This brochure supplement provides information about Benjamin E. Tegel that supplements the Auxin Group Wealth Management, LLC's Company Brochure. You should have received a copy of that brochure. Please contact Matthew J. Burnham, Chief Compliance Officer, if you did not receive Auxin Group Wealth Management, LLC's Company Brochure or if you have any questions about the content of this supplement. Additional information about Matthew J. Burnham is also available on the Securities and Exchange Commission's website at www.adviserinfo.sec.gov. You may also call 330-237-1030 or send an email to Mr. Burnham, Chief Compliance Officer, at the following email address: Matthew.burnham@auxingroupwm.com.

Auxin Group Wealth Management, LLC

Form ADV, Part 2B – Individual Disclosure Brochure

for

Benjamin E. Tegel

President and Investment Advisor Representative

CRD No. 4957197

Email: Benjamin.Tegel@auxingroupwm.com

Main Office:

Auxin Group Wealth Management, LLC

2923 Smith Road, Suite 202

Akron, Ohio 44333

Tele: 330-237-1030

Fax: 855-710-6773

Date: 07/24/2015

ITEM 2: EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

NAME: Benjamin E. Tegel

BORN: 02/1981

TITLE: Owner, President, and Investment Advisor Representative of Auxin Group Wealth Management, LLC

EDUCATION: Bachelor of Science – June 2004
The University of Chicago - Chicago, Illinois

EXAMINATIONS / LICENSES: Series 7 – General Securities Representative Examination
Series 66 – Uniform Combined State Law Examination

BUSINESS BACKGROUND

Employer	Title	Dates
Auxin Group Wealth Management, LLC Akron, Ohio	President and Investment Advisor Representative	04/2015 – PRESENT
UBS Financial Services, Inc. Akron, Ohio	Registered Representative	09/2010 – 06/2015
Merrill Lynch, Pierce, Fenner & Smith Incorporated Bath, Ohio	Investment Advisor Representative	05/2005 – 09/2010
Morningstar, Inc. Chicago, Illinois	Data Analyst	07/2004 – 05/2005

ITEM 3: DISCIPLINARY INFORMATION

There are no legal or disciplinary events that are material to a Client's or prospective Client's evaluation of this advisory business.

ITEM 4: OTHER BUSINESS ACTIVITIES

Benjamin E. Tegel is a licensed insurance agent with various insurance companies.

ITEM 5: ADDITIONAL COMPENSATION

Benjamin E. Tegel does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through Auxin Group Wealth Management, LLC other than his compensation paid by the Company, i.e., salary and/or bonuses.

Benjamin E. Tegel receives compensation as a licensed insurance agent.

ITEM 6: SUPERVISION

Benjamin E. Tegel is supervised by Matthew J. Burnham, Chief Compliance Officer. Mr. Burnham supervises all duties and activities of Mr. Tegel. Mr. Tegel's contact information is on the cover page of this disclosure document. Mr. Tegel adheres to all required regulations regarding the activities of an Investment Adviser Representative and follows all policies and procedures outlined in the Company's policies and procedures manual, including the Code of Ethics, and appropriate securities regulatory requirements.

ITEM 7: REQUIREMENTS FOR STATE REGISTERED ADVISERS

This disclosure is being made to fulfill any state requirement by any Division of Securities and for your use in evaluating this investment advisor representative's suitability.

1. Benjamin E. Tegel has **not** been involved in any of the events listed below.
 - A. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
 - (1) An investment or an investment-related business or activity;
 - (2) Fraud, false statement(s), or omissions;
 - (3) Theft, embezzlement, or other wrongful taking of property;
 - (4) Bribery, forgery, counterfeiting, or extortion; or
 - (5) Dishonest, unfair, or unethical practices.

- B. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - (1) An investment or an investment-related business or activity;
 - (2) Fraud, false statement(s), or omissions;
 - (3) Theft, embezzlement, or other wrongful taking of property;
 - (4) Dishonest, unfair, or unethical practices.
- 2. Benjamin E. Tegel has **NOT** been the subject of a bankruptcy petition at any time.

ITEM 1: Cover Page

This brochure supplement provides information about Matthew J. Burnham that supplements the Auxin Group Wealth Management, LLC's Company Brochure. You should have received a copy of that brochure. Please contact Matthew J. Burnham, Chief Compliance Officer, if you did not receive Auxin Group Wealth Management, LLC's Company Brochure or if you have any questions about the content of this supplement. Additional information about Matthew Burnham is also available on the Securities and Exchange Commission's website at www.adviserinfo.sec.gov. You may also call 330-237-1030 or send an email to Mr. Burnham, Chief Compliance Officer, at the following email address: Matthew.Burnham@auxingroupwm.com.

Auxin Group Wealth Management, LLC

Form ADV, Part 2B – Individual Disclosure Brochure

for

Matthew J. Burnham

Chief Compliance Officer, Managing Partner and

Investment Advisor Representative

CRD No. 5586452

Email: Matthew.Burnham@auxingroupwm.com

Main Office:

Auxin Group Wealth Management, LLC

2923 Smith Road, Suite 202

Akron, Ohio 44333

Tele: 330-237-1030

Fax: 855-710-6773

Date: 07/24/2015

ITEM 2: EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

NAME: Matthew J. Burnham

BORN: 12/1981

TITLE: Owner, Chief Compliance Officer, Managing Partner, and Investment Advisor Representative of Auxin Group Wealth Management, LLC

EDUCATION: Dual BA Candidate – History, Biology
The University of Akron – Akron, Ohio

EXAMINATIONS / LICENSES: Series 7 – General Securities Representative
Series 66 – Uniform Combined State Law Examination

BUSINESS BACKGROUND

Employer	Title	Dates
Auxin Group Wealth Management, LLC Akron, Ohio	Chief Compliance Officer, Managing Partner, and Investment Advisor Representative	04/2015 – PRESENT
UBS Financial Services, Inc. Akron, Ohio	Registered Representative	09/2010 – 06/2015
Merrill Lynch, Pierce, Fenner and Smith, Incorporated Bath, Ohio	Investment Advisor Representative	08/2008 – 09/2010
Global Executive Mortgage Twinsburg, Ohio	Loan Officer	10/2006 – 08/200
Equity Consultants Richfield, Ohio	Loan Officer	03/2006 – 10/2006

ITEM 3: DISCIPLINARY INFORMATION

There are no legal or disciplinary events that are material to a Client's or prospective Client's evaluation of this advisory business.

ITEM 4: OTHER BUSINESS ACTIVITIES

Matthew J. Burnham is a licensed insurance agent with various insurance companies:-

ITEM 5: ADDITIONAL COMPENSATION

Matthew J. Burnham does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through Auxin Group Wealth Management, LLC other than his compensation paid by the firm, i.e., salary and/or bonuses.

Matthew J. Burnham receives compensation as a licensed insurance agent.

ITEM 6: SUPERVISION

Matthew J. Burnham is supervised by Benjamin E. Tegel, President of the Company. Mr. Burnham supervises all duties and activities of the Company's employees and Investment Advisor Representatives. Matthew J. Burnham's contact information is on the cover page of this disclosure document. Matthew J. Burnham adheres to all required regulations regarding the activities of an Investment Adviser Representative and follows all policies and procedures outlined in the Company's policies and procedures manual, including the Code of Ethics, and appropriate securities regulatory requirements.

ITEM 7: REQUIREMENTS FOR STATE REGISTERED ADVISERS

This disclosure is being made to fulfill any state requirement by any Division of Securities and for your use in evaluating this investment advisor representative's suitability.

1. Matthew J. Burnham has **not** been involved in any of the events listed below.
 - A. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
 - (1) An investment or an investment-related business or activity;
 - (2) Fraud, false statement(s), or omissions;
 - (3) Theft, embezzlement, or other wrongful taking of property;
 - (4) Bribery, forgery, counterfeiting, or extortion; or
 - (5) Dishonest, unfair, or unethical practices.

B. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:

- (1) An investment or an investment-related business or activity;
- (2) Fraud, false statement(s), or omissions;
- (3) Theft, embezzlement, or other wrongful taking of property;
- (4) Dishonest, unfair, or unethical practices.

2. Matthew J. Burnham has **NOT** been the subject of a bankruptcy petition at any time.