

Item 1
Cover Page

INVESTMENT ADVISOR

Form ADV Part 2A
Appendix 1

Comprehensive Portfolio Management Wrap Fee Program Brochure

Auxin Group Wealth Management, LLC

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This Wrap Fee program 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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Services, Fees and Compensation

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.

The Company sponsors a wrap fee program called the Comprehensive Portfolio Management Wrap Fee Program (“the Program”). This program is an investment advisory program in which the Client pays a single fee for a variety of services, including but not limited to, investment advisory services, portfolio management, brokerage, custodial, and other associated account fees. This type of account allows Clients the ability to trade in certain investment products without incurring additional fees. The Company receives a portion of the wrap fee for its services. The overall cost that the Client will incur if they participate in the wrap fee program may be higher or lower than the Client might incur by separately purchasing the types of securities available in the Program. A Client may choose to have the Company serve as a portfolio manager for their wrap fee account or the Company may recommend the use of other investment advisers (referred to as “Sub-Advisers”) to manage a portion of a Client’s assets in the wrap fee account. The Company will receive compensation as a result of a Client’s participation in the wrap fee program.

Through the Program, the Company provides investment supervisory and management services defined as providing continuous investment advice based on each Client’s individual needs and goals. An Investment Advisor Representative (“IAR”) will meet with the Client to determine their financial situation, investment objectives, risk tolerance, time horizon, and other relevant information. The IAR will then customize an investment portfolio for the Client in accordance with the Client’s suitability information provided and construct a portfolio which may be based on one or more combined models. The Company 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 it 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.

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, to provide its brokerage, 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 ("IARs") for the Company.

In the future, the IARs may become Registered Representatives ("RRs") of an unaffiliated broker-dealer, and in their individual capacities as RRs of a broker-dealer, the RRs 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 licensed insurance agents while executing their advisory recommendation. The implementation of any or all recommendations is solely at the discretion of the Client.

The Custodian

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 appoints, or will appoint, a separate Custodian (the "Custodian") to take possession of the cash, securities, and other assets in their account. At least quarterly, the Custodian will send an account statement to the Client indicating all amounts disbursed from the account (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.

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.

Clients that choose to participate in the Company's Comprehensive Portfolio Management Wrap Fee Program are required to execute an agreement outlining the terms and conditions of the advisory relationship. Upon execution of an Investment Management Agreement, either Discretionary or Non-Discretionary, the Company shall assist Clients with establishing an account with a qualified Custodian. The Program accounts may be custodied at Charles Schwab & Co., Inc. ("Schwab"), an unaffiliated broker-dealer and qualified custodian, or another qualified institution. Schwab provides brokerage, clearing and/or custodial services for the Company. Should the Client desire to use another Custodian, the Client must submit this information in writing to the Company. The Custodian will provide the Client with services related to custody of securities, trade execution, and trade clearance and settlement. The Company is deemed to have custody of Client funds or securities due to their ability to have fees automatically deducted from the Client's Accounts.

This wrap fee brochure is limited to describing information pertaining to the Comprehensive Portfolio Management Wrap Fee Program. For information regarding the Company's other services, please refer to the Company's complete Form ADV, Part 2A Brochure. For information regarding an Investment Advisor Representative, please refer to Form ADV, Part 2B Brochure.

Discretion

By signing the "Investment Management Agreement – Discretionary", the Client grants Auxin Group Wealth Management, LLC the authority to invest/reinvest the assets under 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 6 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 the Client's 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.

Services to Retirement Plans and Plan Participants

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 us 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 or sales through registered broker-dealers 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.

Changes in the Client’s Circumstances

Neither the Company nor its Investment Advisor Representatives are required to verify any information that it receives from the Client or anyone acting on behalf of the Client. The Company is authorized to rely upon the information provided by the Client or anyone acting on their behalf. In addition, unless the Client states to the contrary, the Company shall assume that there are no restrictions on the Company’s services, other than to manage their account in accordance with their designated investment objectives. It is the responsibility of the Client to promptly notify the Company and/or their IAR if there are any changes in the Client’s financial situation, investment objective, time horizon or risk tolerance. This is important because it

affects the process of evaluating, and/or revising the Company’s or the IAR’s previous recommendations made to the Client or recommended services.

Pre-Payment of Fees

The Program 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.

Termination of Advisory Contract

The Investment Management Agreement for the Comprehensive Portfolio Management Wrap Fee Program 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.

Wrap Fee Program (“Program”) – Fees

To participate in the Program, the Client is charged a single asset-based fee for advisory services. The Client will pay a single “Program Fee” that includes the fees for the cost of portfolio management services, custodial services, and the execution of securities transactions, trade clearance and settlement. The Wrap Fee Program is billed quarterly in advance based on the market value of the assets on the last day of the preceding quarter. The billing for each quarterly period will be adjusted for additional contributions or withdrawals in excess of \$10,000 in the aggregate during any billing period. Fees will be assessed pro rata in the event the Investment Management Agreement is executed at any time other than the first day of a calendar quarter. The Wrap Fee Program Fees are set forth in the following fee schedule:

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 will recommend that the Client establish an account with Charles Schwab & Co., Inc. (“Schwab”), an unaffiliated broker-dealer, and qualified Custodian or another qualified custodian. Schwab is a member of the Financial Industry Regulatory Authority, (“FINRA”) and the Securities Investors Protection Corporation, (“SIPC”). 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.

The Client will pay a single fee to the Company for participation in the Wrap Fee Program. The Company will then pay Schwab or another qualified custodian for its fees based on the amount of assets contained in the Client’s account. 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.

In determining whether to establish a Wrap Fee Program account, the Client should be aware that the overall cost to the Client may be higher or lower than the Client might incur by purchasing separately the types of securities available in the Program. In order to compare the cost of the Program with unbundled services, the Client should consider the turnover rate in the Company’s investment strategies, trading activity in the account and standard advisory fees and brokerage commissions that would be charged at Schwab, or at other broker-dealers and investment advisors.

Depending upon the percentage of the wrap fee charged by the Company as outlined in the fee schedule, the amount of portfolio activity in the Client’s account, and the value of custodial and other services provided, the wrap fee may or may not exceed the aggregate cost of such services if they were to be provided separately and/or if the Company were to negotiate transaction fees and seek best price and execution for transactions in the Client’s individual account. Inasmuch as the execution costs for transactions effected in the Client’s account will be paid by the Company,

a conflict of interest arises in that the Company may have a disincentive to trade securities in the Client's account.

Wrap Fee Program Disclosures

- Wrap fee programs may not be suitable for all investment needs, and any decision to participate in a wrap fee program should be based on the Client's financial situation, investment objectives, tolerance for risk, and investment time horizon, among other considerations.
- The benefits under a wrap fee program depend, in part, upon the size of the account, the management fee charged and the number of transactions likely to be generated in the Account. For example, a wrap fee program may not be suitable for Accounts with little trading activity. In order to evaluate whether a wrap fee program is suitable for the Client, the Client should compare the Program Fee and any other costs of the Programs with the amounts that would be charged by other advisers, broker-dealers, and custodians, for advisory fees, brokerage and other execution costs, and custodial services comparable to those provided under the Programs.
- Participating in a wrap fee program may cost more or less than the cost of purchasing advisory, brokerage, and custodial services separately from third parties.
- The Company and its IARs receive compensation as a result of the Client's participation in the Program. This compensation may be more than the amount the Company or the IAR would receive if the Client paid separately for investment advice, brokerage, and other services. Accordingly, a conflict of interest exists because the Company and its IARS have a financial incentive to recommend the Program.
- IARs may have a disincentive to execute transactions in the Client's account because transaction fees are absorbed by the IAR.

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.

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

Securities

Some of the Company's Investment Advisor Representatives ("IARs") may also be dually registered as Registered Representatives ("RRs") with an unaffiliated broker-dealer. 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. In their capacity as RRs, these individuals 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. If the Investment Advisor Representative is also a RR with a broker-dealer, this situation represents 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 of a broker-dealer. It also may provide incentive to recommend investment products based on the compensation received, rather than on the Client's needs.

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 the unaffiliated broker-dealer, which the IAR may be dually registered as a RR.

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.

Mutual Funds

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 IARs 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 a Registered Representative 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 when and if licensed as 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(s) 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.

All fees paid to the Company for its investment management services are separate and distinct from the fees and expenses charged by mutual funds, exchange traded funds, closed-end investment companies or other managed investments to their shareholders. These fees and expenses are described in each of the fund's prospectuses. Fees charged by mutual funds and others will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, the Client may pay an initial or deferred sales charge.

In addition to the additional fees discussed above relating to Mutual Fund charges, there may be other costs assessed, which are not included in the Program Fee, such as national securities exchange fees; charges for transactions with respect to assets not executed through the Custodian, costs associated with exchanging currencies; wire transfer fees; or other fees required by law.

The Wrap Fee Program Fee includes the costs of brokerage commissions/ticket charges for transactions executed through the Qualified Custodian (or a broker-dealer designated by the Qualified Custodian), and charges relating to the settlement, clearance, or custody of securities in the Account. The Program Fee does not include mark-ups and mark-downs, dealer spreads or other costs associated with the purchase or sale of securities, interest, taxes, or other costs, such as national securities exchange fees, charges for transactions not executed through the Custodian, costs associated with exchanging currencies, wire transfer fees, or other fees required by law or imposed by third parties. The Account will be responsible for these additional fees and expenses.

The Company and its IAR receive compensation as a result of the Client's participation in the wrap fee program. This compensation may be more than the amount the Company or the IAR would receive if you paid separately for investment advice, brokerage, and other services. Accordingly, a conflict of interest exists because the Company and its IARs have a financial incentive to recommend the Wrap Fee Program.

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.

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.

Outside Compensation, Commissions for the Sale of Securities to Clients

All income Auxin Group Wealth Management, LLC receives is based on the Company's fee schedule(s). The Company does not accept or receive additional fees or commissions for buying or selling securities or other products on behalf of Clients.

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

Potential Conflicts of Interest

The Company and its IARs may receive more compensation from the Client if they participate in this wrap fee program than if the Client received advisory services and brokerage services separately. Therefore, the Company may have a financial incentive to recommend the Program to the Client over other types of advisory services.

Due to the single fee charged to a Program Account, the Company may be regarded as having a conflict of interest in that it may realize a greater profit on a Program account with a relatively

low rate of portfolio turnover compared to other types of accounts, assuming the same level of fees.

The Company's Investment Advisor Representatives ("IARs") may become Registered Representatives ("RRs") of an unaffiliated broker-dealer. Charles Schwab & Co., Inc. ("Schwab") provides brokerage, clearing and/or custodial services for the Company. If an IAR becomes licensed as a RR of a broker-dealer, they would be able to sell general securities products such as stocks, bonds, mutual funds, exchange-traded funds, and variable annuity and variable life products to advisory Clients and earn a commission on these sales from the broker-dealer. Currently, the IARs are not licensed with a broker-dealer and are not able to sell these products.

Some of the Company's Investment Advisor Representatives are also 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 the IARs 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.

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") for brokerage, clearing and/or custodian services. The Company will execute the majority of its trades through Schwab. On occasion Auxin Group Wealth Management, LLC may execute a trade with another broker-dealer for better execution. Auxin Group Wealth Management, LLC may recommend broker-dealers for Client transactions based in part on the research or other services made available by those broker-dealers. The Company does not intend to pay brokerage commissions higher than those obtainable from other broker-dealers in return for research and brokerage products or services. 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.

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 instructions in writing, and the Company will make each of the following disclosures that may apply:

1. Our inability under those circumstances to negotiate commissions or obtain best execution;
2. Our inability to obtain volume discounts;
3. That there may be a disparity in commission charges; and
4. 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.

Directed Brokerage

In limited circumstances and at the Company's discretion, some Clients may instruct the Company or their IAR to use one or more particular broker-dealers for the transactions in their accounts. Those Clients who may want to direct the Company to use a particular broker-dealer should understand that this may prevent the Company from effectively negotiating brokerage compensation on their behalf and may prevent the Company from obtaining the most favorable net price and execution. Moreover, Clients that direct brokerage may incur additional costs for performance reporting. The Client should consider whether the commission expenses, execution, clearance, and settlement capabilities that they will obtain through their broker are adequately favorable in comparison to those that our Company would otherwise obtain for them when the Client is directing brokerage business.

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

Account Requirements and Types of Clients

Participation in the Comprehensive Portfolio Management Wrap Fee Program is available to the following: Individuals, high-net-worth individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and other business entities.

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. The Company does not require a minimum dollar amount to open and maintain an advisory account.

Item 6

Portfolio Manager Selection and Evaluation

The Company is the sponsor and the IARs, on behalf of the Company, act as the portfolio managers of the Comprehensive Portfolio Management Wrap Fee Program. The Company's maximum fee for acting as portfolio manager of the wrap fee program is stated in the fee schedule previously provided. The Company will not charge the Client additional fees for participating in the program. Refer to Item 4. Services, Fees and Compensation Section.

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 uses 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.

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, please provide written notice to your 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.

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

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 7

Client Information Provided to Portfolio Managers

This section does not apply to the Company because we are the sponsor and our IARs, acting on behalf of the Company, are portfolio managers to the Comprehensive Portfolio Management Wrap Fee Program.

Item 8

Client Contact with Portfolio Managers

Clients participating in the Wrap Fee Program must play an active role. The Company requires the Client to participate in the formation of the investment plan and investment advice and recommendations. During the course of the engagement, without restriction, the Client may call their IAR to discuss their portfolio or ask questions, and the Company recommends that the Client meet with their IAR no less than annually.

Item 9

Additional Information

Disciplinary Information

Neither the Company, nor its owners or Investment Advisor Representatives have any Criminal or Civil actions. There are no administrative proceedings or Self-Regulatory Organization proceedings against the Company, its owners or Investment Advisor Representatives.

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 Advisor 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 Advisor 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 dually Registered Representatives 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 may have 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.

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

The Company strives to comply with applicable laws and regulations governing the Company's practices. Therefore, the Company's Code of Ethics includes guidelines for professional standards of conduct for our Associated Persons. Our goal is to protect the Client's interests at all time and to demonstrate the Company's commitment to its fiduciary duties of honesty, good faith, and fair dealing with you. All of the Company's Associated Persons are expected to adhere strictly to these guidelines. The Company's Code of Ethics also requires that certain persons associated with the Company submit reports of their personal account holdings and transactions to a qualified representative of the Company who will review these reports on a periodic basis. Persons associated with the Company are also required to report any violations of the Company's Code of Ethics. 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 the Client's account holdings by persons associated with the Company.

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, Fax to 855-710-6773 or by email at Matthew.burnham@auxingroupwm.com.

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.

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, 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.

Principal Transactions and Agency Cross Transactions

Section 206(3) of the Advisers Act prohibits an advisor (whether SEC registered or not), acting as principal for its own account, from knowingly selling any security to or purchasing any security from a Client ("principal transaction"), without notifying the Client in writing, and obtaining the Client's consent before the completion of the transaction. Notification and consent for principal transactions must be obtained separately for each transaction. Rule 206(3)-2 under the Advisers Act permits an advisor to act as broker for both its advisory Client and the party on the other side of the brokerage transaction ("agency cross transaction") without obtaining the Client's prior consent to each transaction, provided that the advisor obtains a prior consent for these types of transactions from the Client, and complies with other, enumerated conditions. The rule does not relieve advisors of their duties to obtain best execution and best price for any transaction. A principal or agency cross transaction executed by an affiliate of an advisor is deemed to have been executed by the advisor for purposes of Section 206(3) and Rule 206(3)-2.

Auxin Group Wealth Management does not do principal transactions or agency cross transactions. If the Company does decide to participate in these types of transactions, they will follow the rules and regulations set forth above in addition to the Company's policies and procedures.

Personal Trading Practices

Principal Officers and IARs of the Company may buy or sell the same securities for the Client at the same time the Company or persons associated with the Company buy or sell securities for their own accounts. The Company may also combine its orders to purchase securities with the Client's orders to purchase securities ("block trading"). A conflict of interest exists in such cases because the Company has the ability to trade ahead of the Client and potentially receive more favorable prices than the Client will receive. To mitigate this conflict of interest, the Company strives to always put the Client's interest first. Therefore, the Company shall not have priority over the Client's account in the purchase or sale of securities.

Financial Information

A. Balance Sheet

No disclosure of financial information (a balance sheet) is required because Auxin Group Wealth Management, LLC 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

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 profit, the Client will keep the profit.

Item 10

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, Managing Partner and Chief Compliance Officer. 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 end 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. These individuals 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 a Clients' or prospective Clients' 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 and Managing Partner. 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 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 – 08/2008
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.