FORM ADV PART 2A — DISCLOSURE BROCHURE

Asset Guidance Group, LLC

Office Address: 1875 Old Alabama Road, Suite 645, Roswell, GA 30076

Wallace R. Nichols: 404-602-0040 / 470-201-6905
Main line: 404-348-4120
Fax: 800-768-0507
Email: wnichols@assetguidancegroup.company
Email: jwnichols@assetguidancegroup.company
Website: https://assetguidancegroup.com
Research publication:
PulseSignal Weekly — https://assetguidancegroup.substack.com

This brochure provides information about the qualifications and business practices of Asset Guidance Group, LLC ("AGG"). Being registered as an investment adviser does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact Wallace R. Nichols at 404-602-0040 or 470-201-6905, or Jarod W. Nichols at 404-348-4120. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Asset Guidance Group, LLC (CRD #291448) is available on the SEC's website at www.adviserinfo.sec.gov.

AGG is registered as an investment adviser with the State of Georgia. AGG is notice filed with the Texas State Securities Board pursuant to the de minimis exemption under Rule 116.1(b)(2)(A)(iv) of the Texas Administrative Code.

FILING DATE: 2026-11-10

Item 2: Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually or when material changes occur between annual updates.

Material Changes Since the Last Update

This other-than-annual amendment, dated 2026-11-10, reflects the following material change since the last brochure, dated November 2, 2026:

Change in investment method. During October 2026, AGG stopped managing client accounts through its Automated Discretionary Management service. That service used an automated engine for weekly security screening, intra-day position-exit monitoring, a volatility-based defensive overlay and volatility-responsive position sizing, and none of these is now in use for any client account. AGG now manages client accounts in model allocations: set mixes of broad stock-index funds, U.S. Treasury securities, and a smaller allocation to commodity and gold funds. Each account is reviewed against its target mix at month-end, and trades are placed at the direction of AGG's Chief Investment Officer. Items 4, 8, 13 and 16 and the Part 2B supplements have been revised to describe the new method and its risks, and the descriptions and risks of the discontinued service have been removed.

Use of AI tools in investment research. Item 4 now also states that AGG personnel use AI tools to conduct investment research and analysis, including testing allocations against historical market data, which AGG's Chief Investment Officer considers in setting model allocations. AI tools do not set or change allocations or decide trades. Item 8 adds the related risk.

A full copy of this brochure is available upon request.

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Item 4: Advisory Business

Firm Description

Asset Guidance Group, LLC ("AGG") was formed in 2012 and was used initially as a d/b/a for investment adviser representative services and insurance activities. In 2017, AGG applied for registration as an investment adviser. Wallace R. Nichols, MBA, JD, CFP®, is the sole Managing Member and 100% owner.

AGG is a fee-based financial planning and investment management firm. AGG also publishes weekly investment research through a subscription publication. Jarod W. Nichols is a licensed insurance agent and offers insurance services and products in his individual capacity, as a separate outside business activity. AGG receives no insurance commissions or other insurance-related compensation. Wallace R. Nichols is no longer a licensed insurance agent.

AGG does not act as a custodian of client assets. AGG's qualified custodian for client assets is Interactive Brokers, LLC.

Each client receives an evaluation of the client's initial situation, often in the form of a net worth statement, risk analysis, risk-reduction report, or similar document. Periodic reviews are communicated to provide reminders of specific actions to be taken. More frequent internal reviews occur and are not necessarily communicated to the client unless immediate changes are recommended.

Other professionals (lawyers, accountants, tax preparers, insurance agents, and others) are engaged directly by the client on an as-needed basis and may charge their own fees. AGG discloses any material conflicts of interest that arise.

Types of Advisory Services

Asset Management

AGG offers discretionary and non-discretionary asset management services. AGG determines the client's investment goals, time horizon, objectives, and risk tolerance, and builds investment strategies, selections, allocations, and monitoring around those factors.

AGG's investment universe consists of traditional financial instruments including equities, fixed income, mutual funds, exchange-traded funds ("ETFs"), options, and cash equivalents. ETF exposure may include ETFs that provide indirect exposure to digital assets (for example, spot bitcoin or ether ETFs) or to commodities. These ETFs trade on U.S. equity exchanges, settle through ordinary brokerage accounts at AGG's qualified custodians, and are treated as equity-ETF positions within the client's portfolio. AGG does not provide

separately-managed digital asset advisory services, DeFi strategies, direct cryptocurrency trading, or custody of digital assets for clients.

Discretionary. A client granting AGG discretionary authority signs a limited trading authorization or equivalent. AGG has authority to execute transactions without seeking client approval on each transaction. AGG's model allocations, described below, do not use options, leveraged or inverse exchange-traded products, or margin. Options and inverse ETFs may be used only at a client's direction or in an individually managed account, and only where the client's agreement and Investment Policy Statement authorize them.

Non-discretionary. A client electing non-discretionary service receives AGG's recommendations as to securities to be bought or sold and the amounts of each, but AGG obtains client approval on each and every transaction before executing.

Private Placements

AGG may provide investment advice and due diligence regarding certain privately-issued securities for clients who represent they are accredited investors and otherwise meet investor-suitability standards. An accredited investor generally must (i) have a net worth, excluding primary residence, of at least $1 million, or (ii) have had income exceeding $200,000 in each of the two most recent years (or joint income with a spouse exceeding $300,000) and a reasonable expectation of the same income level in the current year.

For private placements, AGG collects marketing materials, audits, balance sheets, offering memoranda, subscription agreements, and historical records; prepares and asks due-diligence questions; interviews managers or makes site visits; and evaluates the time horizon and sponsor strength. Due diligence continues throughout the duration of the investment, and AGG meets with the client at least annually for the duration of the investment.

Fees for private-placement advisory services are included as part of the client's portfolio and are captured under Asset Management in Item 5.

Financial Planning

Retirement clients. Beginning October 27, 2026, every new client who engages AGG to manage retirement assets (for example, individual retirement accounts and other retirement savings) receives a financial plan, and the plan is completed before the client's portfolio is selected. The plan sets the objectives against which the client's portfolio is managed; clients with similar plans may be managed in like allocations for efficiency. Clients with less than $1,000,000 under AGG management subscribe to an AGG financial planning subscription (see Item 5) for its initial term; after the initial term, planning continues at no additional charge for as long as the client maintains an investment-management relationship with AGG. For clients with $1,000,000 or more under AGG management, financial planning is incorporated into the asset-management relationship and is included in the asset-management fee. For these thresholds, assets under AGG management are measured across a household's accounts when those accounts are aggregated in the client's plan, and otherwise by the client's own accounts. Continued

planning at either level is contingent on the client remaining an AGG investment-management client. Accounts that a client designates for speculative or aggressive-growth objectives are managed toward those objectives and are not subject to this requirement. Clients who engaged AGG before October 27, 2026 continue under the terms of their existing agreements, under which a client engaging in Investment Management Services either engaged in Comprehensive Financial Planning or met a $250,000 minimum of assets under management.

Financial planning services, when applicable, cover Investments, Taxes, Qualified Plans, Roth Conversions, Insurance, Retirement Income Planning, Social Security, Education, and Wills/Estate Plans/Trusts. If a conflict of interest exists between AGG's interests and the client's interests, the client is under no obligation to act on AGG's recommendation. If a client elects to act on a recommendation, the client is under no obligation to implement the transaction through AGG.

Financial planning subscriptions are paid in equal monthly payments over the subscription term (six months for the Foundations tier; twelve months for all other tiers); fees are earned upon receipt (see Item 5). AGG completes and delivers planning on an ongoing basis as described below. All planning milestones are contingent upon timely client delivery of required documentation.

AGG uses the following systematic consulting process:

1. **Discovery Meeting.** An initial interview to identify the challenges in achieving what is important to the client, the client's current situation, and the client's goals.
2. **Investment Plan Meeting.** AGG presents its diagnosis and recommendations. This plan forms the foundation for further work.
3. **Mutual Commitment Meeting.** A mutual decision whether AGG can add substantial value and whether to proceed. If yes, the parties execute the documents to put the plan in motion.
4. **45-Day Follow-up Meeting.** AGG helps the client organize paperwork, answers questions, and confirms understanding.
5. **Regular Progress Meetings.** At intervals convenient to the client, AGG reviews changes in the client's circumstances and progress toward long-term financial goals, and implements advanced planning recommendations systematically.

The planning process serves as a framework. AGG serves as the client's personal chief financial officer and addresses components of the client's financial picture as needed. With the wealth management plan to guide the work, AGG focuses on four broad areas:

1. **Wealth enhancement** — investment returns consistent with risk tolerance and minimized tax impact on those returns.
2. **Wealth transfer** — tax-efficient transfer of assets to succeeding generations consistent with the client's wishes.
3. **Wealth protection** — protection of wealth against potential creditors, litigants, and related claims.

4. **Charitable giving** — fulfillment of charitable goals, most effective when coordinated with the three areas above.

AGG raises these issues during Regular Progress Meetings in accordance with the client's stated priorities and makes recommendations over time to address advanced planning needs. To support the personal-CFO role, AGG works with a network of professional advisers selected for knowledge and skill in key aspects of the client's finances.

Model Allocation Management

AGG manages most client accounts in one of several model allocations. A model allocation is a target mix, set in advance, drawn from:

- broad U.S. stock-index exchange-traded funds, which may include a momentum-factor index fund;
- U.S. Treasury securities, held individually or through Treasury exchange-traded funds;
- commodity and gold exchange-traded funds;
- a Treasury bill fund or cash, for reserves.

AGG's models range from growth-oriented mixes that hold mostly stock funds to conservative mixes that hold mostly U.S. Treasury securities, including a model invested entirely in Treasuries. The models do not use options, leveraged or inverse products, or margin. AGG may change a model's mix over time, and weights may differ by account type.

AGG selects the model for each account based on the client's objectives, time horizon and risk tolerance, and, for retirement clients, the client's financial plan (see Financial Planning above). A client's model may change over time, for example by moving to a more conservative model at retirement.

Monitoring and rebalancing. At each month-end, AGG reviews each account against its target mix. Each holding has a set range around its target. When an account is outside its ranges, AGG's Chief Investment Officer decides whether to rebalance it, and trades are generally placed at the next market open. Maturing Treasury notes are generally reinvested in new notes to maintain the ladder. Between month-end reviews, AGG makes changes in response to client withdrawals and deposits, cash needs and the Chief Investment Officer's judgment. **AGG does not use automated intra-day monitoring, stop-loss orders or a defensive overlay to change positions in response to market movements.** An account stays invested in its target mix through market declines.

No automated exposure adjustment is in use. AGG will amend this brochure before using any automated rule to change an account's market exposure.

Order entry. Trades are placed only after the Chief Investment Officer approves the specific trades. Approved trades are placed either by AGG personnel directly at the qualified custodian, or through order software that AGG personnel use AI tools to write and run, after a test run has been reviewed and the custodian's pre-trade checks have been completed. No automated system places trades in client accounts on its own schedule.

Accounts outside the models. Some accounts are not managed in a model allocation. These include:

- accounts managed individually, including accounts traded at the client's request;
- accounts that hold pre-existing positions the client has chosen to keep;
- accounts that the client and AGG have agreed to leave as they are.

These accounts are reviewed as described in Item 13.

Discontinued service. Until October 2026, AGG managed client accounts through an automated, rules-based engine (the "Automated Discretionary Management" service described in earlier versions of this brochure). AGG no longer uses that engine to trade client accounts.

Client-directed positions. An account, whether or not managed in a model allocation, may hold a position in an individual security at the client's request rather than as a result of AGG's selection process. A position held on that basis is not part of the account's model allocation and is not counted in the account's target mix; and it is retained until the client withdraws the request. A client-directed position is not an AGG recommendation. Such a position may represent a significant portion of the account, may be inconsistent with the strategy otherwise applied to the account or with the account's stated objectives, and exposes the client to the risks of holding an individual security, including the risk of substantial or total loss. Clients should discuss any client-directed position with AGG before it is established and periodically thereafter.

Use of Artificial Intelligence Tools in AGG's Operations

AGG uses generative artificial intelligence ("AI") software tools, provided by a third-party vendor, to support its operations. AGG personnel use these tools to help write, test, and review the software AGG uses for financial planning and account administration; to conduct investment research and analysis that AGG's Chief Investment Officer considers in setting and changing model allocations, including testing proposed allocations against historical market data and preparing the return estimates used in financial plans; to check calculations in financial plans, advisory-fee billing, and account records; to prepare and maintain dated internal records; to draft and edit written materials, including financial plans, client letters, and marketing materials, in plain language; to assist in preparing compliance reviews and compliance records; to help organize client documents for tax-return preparation; and, after AGG's Chief Investment Officer has approved a specific trade, to help prepare and enter that approved order with the qualified custodian and confirm its execution.

What AI tools do not do. AI tools do not exercise investment discretion and do not make investment decisions for client accounts. They do not select securities, set allocations, or decide whether or when to trade. The Chief Investment Officer makes each of those decisions and may accept, change, or reject the results of AI-assisted research. No order is entered with the assistance of an AI tool unless the Chief Investment Officer has first approved it. AI tools do not communicate with clients on their own: AGG personnel review

any client communication drafted with the assistance of an AI tool before it is sent, and clients who call or meet with AGG speak with AGG personnel.

Human review. AGG personnel review work prepared with the assistance of AI tools before it is used. Financial plans and client letters are reviewed before delivery, and compliance determinations are made and signed by AGG's Chief Compliance Officer. AI output is checked against source records, custodian data, or independent calculation where practicable. Human review reduces, but does not eliminate, the risk of error (see Item 8).

Relationship to investment management. Model allocations are decided by AGG's Chief Investment Officer. AI tools research, test and propose options; they do not set or change allocations. AGG personnel also use AI tools to help write and test the software AGG uses to check accounts against their target mixes and to prepare approved orders. Changes to that software are reviewed and approved by AGG personnel before use.

Client information. When AGG personnel use AI tools, client information needed for the task may be processed by the AI vendor. AGG treats the AI vendor as a service provider under its privacy policy and information-security program, uses the vendor's services under terms and settings under which the vendor does not use AGG's data to train its AI models, limits the client information used with AI tools to what the task requires, and uses abbreviated account identifiers in internal records where practicable. AGG reviews the AI vendor as part of its oversight of service providers.

Changes. AGG's use of AI tools may change over time. AGG will amend this brochure before using AI tools in making investment decisions for client accounts, and otherwise if its use of AI tools changes materially.

GrowthVector Aggressive Growth Strategy

Current status — strategy suspended. AGG is not currently offering the GrowthVector strategy. The strategy's selection engine and screening methodology are under redesign and are the subject of ongoing statistical evaluation. Pending completion of that work, AGG is not authorizing any new account for the strategy and is not generating new trade tickets under it. **No client account currently holds any position established under the strategy.**

The description below reflects the strategy as previously operated and is retained because AGG intends to resume offering it. If the redesign results in a material change to the methodology described below, AGG will amend this brochure to describe the change before the strategy is offered again. The account-level authorization requirements in Item 16 remain in effect and continue to govern which accounts may participate if and when the strategy resumes.

GrowthVector is an AGG-managed strategy designed to operate alongside AGG's model allocations as a satellite/speculative sleeve within authorized advisory accounts. GrowthVector is a systematic, signal-driven aggressive-growth strategy that seeks capital appreciation through quantitatively scored selection of high-momentum exposures using:

- **U.S. equities** — large-capitalization and high-growth mid-capitalization U.S. equities meeting market-capitalization, average-daily-volume, options-availability, and operational-status pre-filters;
- **Commodity exchange-traded funds** — broad-commodity, precious-metals, and energy-sector ETFs. Leveraged and inverse ETFs are prohibited within the strategy; and
- **Equity options** — limited to defined-risk strategies only: long calls, long puts, bull call spreads, and bear put spreads. Naked or uncovered options positions are prohibited within the strategy at the firm level and are blocked at the code-enforcement layer of the firm's signal pipeline.

The strategy is operationalized as a weekly, internal trade-ticket process. AGG's signal pipeline produces internal trade tickets that are executed by the firm's Investment Adviser Representative through AGG's qualified custodian. The trade tickets are not client deliverables and are not distributed to clients. Clients receive disclosure of the strategy through this brochure and through the specific authorization recorded in their advisory agreement and Investment Policy Statement (see Item 16).

The strategy is suitable for advisory accounts where (i) the advisory agreement grants AGG full investment discretion; (ii) the Investment Policy Statement affirmatively authorizes aggressive-growth and, where applicable, options-inclusive strategies, with the account's options trading authority level documented; (iii) the account's documented objectives, time horizon, and risk tolerance align with the GrowthVector profile; and (iv) the account holds sufficient total assets such that the GrowthVector sleeve represents a satellite/speculative allocation that can be absorbed at full loss without material harm to the client's overall financial plan. The strategy is not a core holding strategy and is not appropriate for all clients.

AGG does not charge a separate fee or any performance-based fee for the strategy. The strategy is managed within the asset-management fee schedule described in Item 5. The specific parameters, thresholds, weights, and selection rules of the GrowthVector signal pipeline are proprietary and confidential to AGG and are not disclosed in this brochure or in marketing materials.

Publication of Investment Research

AGG publishes one weekly investment research publication, PulseSignal Weekly, distributed to subscribers via Substack at https://assetguidancegroup.substack.com.

The publication provides impersonal investment research and market commentary on a regular schedule. Content may include discussion of equity securities, equity exchange-traded funds (including ETFs providing indirect exposure to digital assets or commodities), and options strategies. The publication is prepared by AGG personnel as AGG research and is distributed to subscribers on the same terms, whether or not the subscriber is an AGG advisory client.

The publication is not personalized investment advice. Content does not take into account the individual financial situation, investment objectives, or risk tolerance of any subscriber.

Subscribers should consult their own investment adviser before making investment decisions. AGG advisory clients who are also subscribers receive the same published content as other subscribers, without modification based on the advisory relationship.

Publication revenue accrues to AGG. The publication is a promotional communication for AGG's advisory services and is treated as an advertisement under AGG's Marketing Rule framework (see Item 14).

AGG previously published a second weekly research publication, RegimeSignal Weekly. That publication has been discontinued and AGG is no longer accepting subscriptions to it.

Seminars and Workshops

AGG holds seminars, webinars, and workshops to educate the public about different types of investments and AGG's service offerings. The seminars are educational; no specific investment or tax advice is provided. AGG may offer some seminars or webinars for a disclosed fee (see Item 5). AGG most frequently offers such programs through a 501(c)(3) non-profit organization, the Center for Holistic Education in Retirement Planning, Inc. ("CHERP"). When AGG offers programs through CHERP, only generic information is provided for educational purposes. Client-specific recommendations are reserved for AGG's office consultations, and no client-specific information is solicited or discussed during seminars.

Client-Tailored Services and Client-Imposed Restrictions

Each client's goals and objectives are documented in AGG's client files. Investment strategies reflect the stated goals and objectives. Clients may impose restrictions on investing in certain securities or types of securities. Restrictions must be provided to AGG in writing.

Advisory agreements may not be assigned without the client's written consent.

Wrap Fee Programs

AGG does not sponsor any wrap fee programs.

Client Assets Under Management

As of August 24, 2026, AGG's regulatory assets under management are approximately $15.1 million ($15,092,211.64), held across 58 funded securities-portfolio accounts, all managed on a discretionary basis. AGG maintains additional client accounts that are open but unfunded.

Item 5: Fees and Compensation

Method of Compensation and Fee Schedule

Financial Planning

Financial planning services are offered by subscription at $130 to $565 per month ($780 to $6,780 for the full subscription term). Although the full fee may be paid lump-sum at the client's option, AGG's standing practice is to offer four tiered-pricing subscriptions:

- **Foundations** — $130/month for six months (available to clients under age 35 with less than $25,000 in investable assets)
- **Essential** — $260/month
- **Family Retirement** — $315/month
- **Entrepreneur** — $565/month

Because financial analysis, investment planning, and retirement planning are front-loaded and because the monthly subscription rates are relatively low, all monthly subscription fees are earned upon receipt for the complete subscription term: six months for the Foundations tier and twelve months (one year) for all other tiers. Fees are due upon signing of the Strategic Planning and Investment Advisory Subscription Agreement. For retirement clients with less than $1,000,000 under AGG management, financial planning continues after the initial subscription term at no additional charge for as long as the client maintains an investment-management relationship with AGG. For retirement clients with $1,000,000 or more under AGG management, no separate financial planning fee is charged; planning is included in the asset-management fee described below.

Planning services by tier:

Foundations — For clients under age 35 with less than $25,000 in investable assets: values and vision; budget and cash flow; investment strategy.

Essential — values and vision; budget and cash flow; tax projections; investment strategy.

Family Retirement — Retirement planning; college education funding; Social Security maximization/optimization; insurance planning; investment strategy; estate planning; gifting strategies; tax return analysis, optimization, and (if requested) filing through AGG's back-office collaboration; access to legal and tax specialists; everything in the Essential tier.

Entrepreneur — Exit and succession planning; business continuation (buy/sell); cash flow and distribution planning; key-employee compensation; valuation; insurance audit; legal audit; asset protection strategies; retirement plan creation and/or overview; everything in the Family Retirement tier.

The financial planning subscription includes access to a secure client portal and a secure document repository for sharing confidential information.

A client may cancel within five business days of signing the Agreement with no obligation and without penalty. If the client cancels after five business days, any unearned fees are

refunded. AGG reserves the right to waive the fee if the client implements the plan through AGG.

Services are completed and delivered in accordance with the systematic consulting process described in Item 4, contingent upon timely client delivery of required documentation.

Fees paid for financial planning do not obligate the client to move investment assets to AGG. The Strategic Planning and Investment Advisory Subscription Agreement specifically excludes any such obligation as a prerequisite to engaging AGG for financial planning. AGG generally charges separate fees for financial planning and investment management, which AGG believes supports unbiased advice consistent with its fiduciary obligations. For retirement clients, however, planning after the initial subscription term, and all planning for retirement clients with $1,000,000 or more under AGG management, is provided without a separate fee only while the client remains an AGG investment-management client. This links the client's planning and investment-management relationships and gives AGG an incentive to retain the client's assets under management. A client who ends investment management may continue financial planning under a new or amended agreement at the applicable subscription fee.

During the financial planning process, a client may be referred to Jarod W. Nichols, a licensed insurance agent acting in his individual capacity, for insurance products. Mr. Jarod Nichols may receive insurance commissions in that individual capacity, separate from and in addition to the fees charged under the Subscription Agreement; AGG receives no insurance commissions or other insurance-related compensation. This arrangement presents a conflict of interest because the individual agent has a financial incentive to recommend insurance products. AGG mitigates the conflict through disclosures, procedures, and its fiduciary obligation. The client is under no obligation to act on any recommendation and may effect any transaction through another firm or agent of the client's choosing.

Asset Management

AGG offers direct asset management services. AGG charges an annual, negotiable investment advisory fee not to exceed 2.0% based on total assets under management.

AGG's standard fee schedule is:

Assets Under Management	Annual Advisory Fee
Up to $500,000	1.45%
Amount above $500,000	1.00%

The annual AUM fee is negotiable based on criteria including historical relationship, type of assets, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, and negotiation with the client.

AUM fees are billed monthly in arrears based on the average daily balance in the account during the billing period. The qualified custodian deducts fees from the client's account and

pays AGG monthly following the close of the billing period. The client must consent in advance to direct debit of the client's investment account.

The asset-management fee schedule is the same fee schedule that applies to accounts managed in AGG's model allocations described in Item 4 and to accounts using the GrowthVector strategy described in Item 4. AGG does not charge a separate fee for those services and does not charge any performance-based fee.

Clients may terminate their account within five business days of signing the Investment Advisory Agreement with no obligation and without penalty. Clients may terminate advisory services with thirty days' written notice. For accounts opened or closed mid-billing period, fees are prorated based on the portion of the billing period during which the account was under management. All billing is based on a 360-day year.

AGG gives clients thirty days' prior written notice of any fee increase. A fee increase will be acknowledged in writing by both parties before taking effect.

Lower fees for comparable services may be available from other sources.

Held-Away Assets

AGG provides an additional service for accounts not held in custody by AGG's custodians but over which AGG has discretion. AGG may leverage an Order Management System to implement tax-efficient asset location and opportunistic rebalancing strategies. These are primarily 401(k) accounts, Health Savings Accounts (HSAs), and other assets AGG does not custody. AGG reviews available investment options, monitors holdings, and rebalances and implements its strategies using the tools available in each account.

Participant Account Management (Discretionary). AGG uses a third-party platform to facilitate management of held-away assets such as defined-contribution plan participant accounts, on a discretionary basis. The platform allows AGG to avoid being considered to have custody of client funds because AGG does not have direct access to client log-in credentials to effect trades. AGG is not affiliated with the platform and receives no compensation from it. A link is provided to the client to connect the client's account to the platform. After connection, AGG reviews current allocations. When appropriate, AGG rebalances the account in view of the client's investment goals and risk tolerance, considering economic and market trends. Held-away accounts are reviewed at least quarterly.

Held-away accounts are billed on the same fee schedule applicable to other client assets. Because fees cannot be directly debited from held-away accounts, fees are assigned to the client's taxable accounts on a pro-rata basis. If the client has no taxable account, fees are billed directly to the client. Accounts initiated or terminated during a billing period are pro-rated. An account may be terminated with fifteen days' written notice.

Research Publication (PulseSignal Weekly)

AGG publishes one weekly investment research publication for paid subscription as described in Item 4. Current subscription rates are published at

https://assetguidancegroup.substack.com. Subscription payments are processed through the Substack platform and subscription revenue accrues to AGG.

Subscribers may cancel at any time in accordance with Substack's standard subscription terms. AGG does not refund partial billing periods.

Advisory clients and non-clients subscribe on the same terms. AGG advisory clients are not required to subscribe to the publication, and publication subscribers are not required to become advisory clients.

AGG's discontinued publication, RegimeSignal Weekly, is no longer accepting subscriptions and AGG no longer receives subscription revenue from it.

Seminars and Workshops

AGG holds seminars and workshops to educate the public. Seminars are educational; no specific investment or tax advice is given. AGG may charge $49 for certain seminars. More commonly, AGG offers educational programs through CHERP (see Item 4).

Client Payment of Fees

Investment management fees are billed monthly in arrears. AGG invoices clients through the qualified custodian following the close of each billing period. Fees are generally deducted from a designated client account. The client must consent in advance to direct debit of the client's investment account.

AGG, in its sole discretion, may charge a lesser investment advisory fee based on the criteria described above.

Additional Client Fees Charged

Qualified custodians may charge transaction fees on purchases or sales of certain mutual funds, bonds, equities, and exchange-traded funds. Charges may include mutual fund transaction fees, postage and handling, and miscellaneous fees.

For more on brokerage practices, see Item 12.

Prepayment of Client Fees

Investment management fees are billed in arrears, so no prepayment applies.

Financial planning fees are due upon signing the Strategic Planning and Investment Advisory Subscription Agreement. If a client cancels after five business days, any unearned fees are refunded, and any unpaid earned fees are due to AGG.

External Compensation for the Sale of Securities to Clients

Neither AGG nor any AGG investment adviser representative receives external compensation for the sale of securities, including Structured Notes, to clients.

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

AGG does not currently charge performance-based fees to any client. No AGG client is currently subject to a performance-based fee arrangement, and no performance-fee addendum is currently in place.

AGG may in the future offer performance-based fee arrangements to qualified clients as defined in Rule 205-3 under the Investment Advisers Act of 1940. By order issued April 28, 2026, the Securities and Exchange Commission has adjusted the Rule 205-3 dollar-amount thresholds for inflation. The adjusted thresholds become effective June 29, 2026 and apply to advisory contracts entered into on or after that date.

For advisory contracts entered into before June 29, 2026, a qualified client is a person who either (i) has at least $1,100,000 in assets under management with AGG immediately after entering into the advisory contract, or (ii) is reasonably believed by AGG, immediately prior to entering into the contract, to have a net worth in excess of $2,200,000 (excluding primary residence and related debt).

For advisory contracts entered into on or after June 29, 2026, a qualified client is a person who either (i) has at least $1,400,000 in assets under management with AGG immediately after entering into the advisory contract, or (ii) is reasonably believed by AGG, immediately prior to entering into the contract, to have a net worth in excess of $2,700,000 (excluding primary residence and related debt).

These thresholds are adjusted for inflation periodically by order of the Securities and Exchange Commission. Any future performance-based fee arrangement would be documented in a separately-executed written addendum, would be available only to qualified clients, and would be disclosed through an amendment to this brochure before being offered.

Because no performance-based fee arrangement is currently in place, side-by-side management of performance-fee and non-performance-fee accounts is not a current practice. If AGG begins offering performance-based fees in the future, this brochure will be amended to describe the side-by-side management conflicts and AGG's mitigation procedures.

Item 7: Types of Clients

Description

AGG provides investment advice to individuals, high-net-worth individuals, and business entities. AGG's boutique focuses primarily on individuals and families, including those qualifying as accredited investors.

Client relationships vary in scope and length.

Account Minimums

AGG generally requires a minimum of $50,000 in assets under management for an account to be on the standard fee schedule, waivable at AGG's discretion. The minimum is most commonly waived for accounts opened by family members of existing AGG advisory clients, including adult children of clients.

Accounts that fall below $50,000 are accommodated either by (i) a flat rate of $50 per month, reflecting the additional per-account effort required to allocate smaller balances within AGG's model allocations consistent with the client's risk tolerance, or (ii) ETF-only allocation, which permits full investment without the flat-fee structure.

The $250,000 threshold referenced in Item 4 under Financial Planning applies only to clients who engaged AGG before October 27, 2026; it determined whether such a client was required to engage in Comprehensive Financial Planning alongside investment management. New retirement clients are subject to the planning requirement described in Item 4. Neither is a minimum to open an asset-management account.

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

Methods of Analysis

Security analysis methods include fundamental and technical analysis. Investing in securities involves risk of loss that clients should be prepared to bear. Past performance does not guarantee future results.

Asset allocation. AGG's principal method for managed accounts is asset allocation: building and maintaining a set mix of stock, Treasury and commodity holdings suited to the client's objectives. AGG sets each model's mix using long-term assumptions about the expected returns, volatility and relationships of the asset classes involved. Those assumptions are estimates and may prove wrong.

Fundamental analysis concentrates on the factors that determine a company's value and expected future earnings. This approach tends to encourage equity purchases in stocks that are undervalued. The risk: the market may fail to reach expectations of perceived value.

Technical analysis attempts to predict a future stock price or direction based on market patterns and trends. The assumption: markets follow discernible patterns. The risk: markets do not always follow patterns, and reliance on technical methods alone may miss emerging patterns.

For financial planning, AGG's analysis may include cash-flow analysis, investment planning, risk management, tax planning, retirement and income planning, and estate planning. As part of these services, AGG may prepare illustrative projections and scenario analyses — including retirement-sufficiency, healthcare and long-term-care funding, Social Security timing, survivor-needs, and education-funding projections — using client-provided data and reasonable, disclosed assumptions. Such projections are hypothetical and illustrative, depend on assumptions that may not be realized, and are not guarantees of future results. A detailed strategy is tailored to the client's specific situation based on the information gathered.

Monte Carlo and Other Projection Analyses. In financial planning and portfolio analysis, AGG may use Monte Carlo simulation and other quantitative projection techniques to illustrate a range of potential outcomes. These analyses are hypothetical, rely on assumptions regarding returns, volatility, correlations, inflation, and other inputs that may not reflect actual future conditions, and do not guarantee any result. Projected outcomes are not a promise of future performance; actual results will differ and a client may incur loss. AGG documents the assumption set underlying each analysis and provides the governing assumptions on request. Where such a projection is used in connection with an offer of new or expanded advisory services, AGG treats the communication as an advertisement under its Marketing Rule framework (see Item 14).

Primary information sources include financial newspapers and magazines, third-party research, corporate rating services, annual reports, prospectuses, and SEC filings. AGG also develops and maintains proprietary software that it uses for financial-planning projections, for research, and to check client accounts against their target mixes.

Methods of Analysis — Model Allocations

Each model allocation (see Item 4) combines three building blocks:

Broad U.S. stock-index funds, for market exposure. These may include a momentum-factor index fund, which holds the stocks in its index with the strongest recent price performance.

U.S. Treasury securities, generally short- to intermediate-term. They are held individually (often in a maturity ladder, held to maturity) or through Treasury exchange-traded funds.

Commodity and gold funds, for diversification.

AGG does not select individual stocks for the models, and it does not use market-timing signals to move accounts in or out of the market. Rebalancing is reviewed at month-end against set ranges, as described in Item 4.

Methods of Analysis — GrowthVector

GrowthVector is not currently offered and no client account holds any position established under the strategy (see Item 4). The following describes the strategy as previously operated and is subject to change as a result of the redesign described in Item 4.

The GrowthVector strategy described in Item 4 employs a multi-component composite signal score combining: (i) a price-momentum component; (ii) an options-cost component derived from the implied-volatility rank of the underlying instrument; (iii) a technical-breakout component using the position of price relative to short- and intermediate-term moving averages and to a Bollinger-Band reference; (iv) an unusual-volume component using current volume relative to a 20-day average; and (v) a macro-regime component derived from the level of a published market-volatility index. The composite score is calculated weekly. No instrument is included in the strategy unless its composite score meets or exceeds a documented internal minimum threshold and the macro-environment conditions described under "Investment Strategy" below are satisfied.

The specific component weights, thresholds, and selection rules of the GrowthVector signal pipeline are proprietary and confidential to AGG and are not disclosed in this brochure or in marketing materials.

Investment Strategy

The investment strategy for a specific client is based on the objectives stated by the client during intake meetings, consultations, strategy sessions, and other communications with AGG. A client may change those objectives at any time by written notice. Each client completes a client profile or similar form documenting objectives and desired strategy.

Strategies may include long-term purchases, short-term purchases, trading, and option writing (covered options, naked options, or spread strategies). Investment instruments include equities, fixed income, mutual funds, exchange-traded funds (ETFs, including equity ETFs providing indirect exposure to digital assets or commodities), options, and cash equivalents.

Security-Specific Material Risks

All investment programs carry risks borne by the investor. Clients should discuss the following risks with AGG:

- **Market Risk.** Prices of securities held by mutual funds or ETFs in which clients invest may decline in response to world events, company-specific conditions, general economic conditions, market changes, political or social instability, and currency, interest-rate, or commodity-price fluctuations. Investors should have a long-term perspective and be able to tolerate sharp declines in market value.
- **Interest-Rate Risk.** Fluctuations in interest rates cause investment prices to fluctuate. When interest rates rise, yields on existing bonds become less attractive and their market values decline.

- **Inflation Risk.** When inflation is present, purchasing power erodes at the rate of inflation.
- **Currency Risk.** Overseas investments fluctuate against the dollar; also called exchange-rate risk.
- **Reinvestment Risk.** Future proceeds may have to be reinvested at lower rates of return, primarily in fixed income.
- **Liquidity Risk.** The ability to convert an investment to cash varies; standardized, widely-traded products are more liquid than, for example, real estate.
- **Management Risk.** The adviser's investment approach may fail to produce the intended results.
- **Equity Risk.** Equities tend to be more volatile than other investment choices. Small- and mid-cap companies carry additional risk — greater volatility, higher failure rates, more limited markets and product lines, less financial resources, less management experience, and lower trading volume.
- **Fixed Income Risk.** An issuer may not make interest and principal payments when due. Lower credit ratings imply greater default risk. Rising nominal interest rates generally reduce the value of existing fixed-income securities.
- **Investment Companies Risk.** Clients investing in open-end mutual funds or ETFs indirectly bear a pro-rata share of those funds' fees and expenses. Clients bear the risks of the underlying funds' investment practices, including derivatives. ETFs carry additional risks including premium/discount to net asset value, halts in trading, delisting, and circuit-breaker activations.
- **Digital-Asset ETF Exposure Risk.** ETFs providing indirect exposure to digital assets (for example, spot bitcoin or ether ETFs) carry all the risks of equity ETFs plus the price volatility of the underlying digital asset. Digital-asset prices are highly volatile, subject to regulatory change, cybersecurity threats affecting custody at the fund level, and liquidity conditions in the underlying markets. Investors should expect significantly higher short-term volatility than for traditional equity ETFs.
- **REIT Risk.** REITs are subject to risks of real estate ownership (declines in real-estate value, local economic conditions, mortgage availability, interest-rate changes, environmental issues), plus structure-specific risks (management dependency, limited diversification, financing risk, cash-flow dependency, borrower default, self-liquidation costs, exemption-maintenance risk, and small market cap with associated liquidity concerns).
- **Long-Term Purchase Risk.** Investments held more than one year are subject to volatility in the financial markets.
- **Short-Term Purchase Risk.** Investments held for one year or less may be subject to purchasing-power risk — returns may not keep up with inflation.
- **Structured Notes (SNs).** SNs are offered by large commercial banks (for example, Bank of Montreal, Barclays, JPMorgan Chase, and Citi). SNs are typically sold in $1,000 units, linked to an "Underlier" to measure performance, may be FDIC-insured, offer partial downside protection using "Buffers," have a stated term (for example, 6 or 18 months), may include call features, and come in two general types (accumulation/growth or income).

SNs use the following Buffer structures:

- **Hard Buffer.** Absorbs a fixed percentage of the Underlier's loss; beyond that point, losses are one-for-one with the market. Generally more conservative than Geared Buffers or Barriers.
- **Geared Buffer.** Absorbs a fixed percentage of the Underlier's decline; beyond that point, losses are leveraged (more than one-for-one). Riskier than a Hard Buffer with the same buffer amount because investors may lose full principal in a steep downturn at maturity.
- **Deleveraged Buffer.** Absorbs a certain percentage of losses; investors take losses at a rate less than one-for-one with losses in the Underlier.
- **Barrier.** Absorbs a fixed percentage of the Underlier's decline; if the Underlier declines beyond a specified level, the protection disappears and losses are one-for-one from the Underlier's initial level. Barriers may be observed continuously, daily, or at maturity. Generally the riskiest type of Buffer.

Additional SN concepts:

- **Observation Date** — the date on which the Underlier is measured to determine whether the Buffer has been triggered. Generally the Initial Trade Date.
- **Underlier** — the reference asset or index to which the SN is linked (equities, commodities, interest rates, currencies).
- **Market-Linked CD** — SN structure in which principal is FDIC-insured up to applicable limits in the event of Issuer default. Potential to earn more than traditional fixed-rate CDs, but the investor foregoes traditional CD interest.

SNs carry the risk of 100% loss of principal when using a Barrier that disappears after the Underlier moves below the stated level. **Example.** Stated Barrier: 35%. Client buys one $1,000 SN. Underlier initial value: 100%. Underlier falls 34% — principal is still worth $1,000. Underlier then falls an additional 2% (total 36% below initial) — Barrier disappears, principal is now worth $640 (current percentage loss of the Underlier). Client is repaid the SN's value at maturity relative to the Underlier's performance at maturity (for example, a 90% recovery returns $900; full recovery returns $1,000).

- **Trading Risk.** Investing involves risk, including possible loss of principal. No investment objective is assured.
- **Options Trading.** Options are time-sensitive. A contract typically lasts a few months. An options buyer may lose the entire investment even with a correct directional prediction if the price change does not occur in time. Options are "book-entry only" investments without paper certificates of ownership.
- **Private Equity / Placement Risk.** Exempt offerings have not been reviewed by a regulator to confirm the adequacy of risk disclosure. Private placement securities are generally illiquid, with limited resale opportunities. Risks may be significantly higher than publicly-traded investments.

Risks Associated with Model Allocations

In addition to the security-specific risks above (in particular Market, Equity, Interest-Rate, Inflation, Investment Companies and Fixed Income Risk):

- **No defensive positioning.** The models do not use stop-loss orders, intra-day monitoring or a defensive overlay. An account stays invested in its target mix during market declines and may lose value as markets fall. Changes between month-end reviews depend on the Chief Investment Officer's judgment and may not be made in time to limit a loss.
- **Allocation risk.** A model's mix is based on long-term assumptions that may not hold. A model with a larger stock allocation can fall sharply. A model with a larger Treasury allocation may not keep pace with inflation and may grow more slowly.
- **Momentum-factor risk.** A momentum-factor fund concentrates in recent outperformers. It can lag the broad market, particularly when market leadership changes quickly, and may be more concentrated by sector than its broader index.
- **Commodity and gold fund risk.** Commodity and gold prices can be highly volatile. Commodity funds that use futures contracts may lag the spot price of commodities because of the cost of rolling contracts, and they can have tax characteristics that differ from stock funds.
- **Treasury ladder risk.** Treasury notes are backed by the U.S. government, but their market value moves with interest rates before maturity. Notes sold before maturity, for example to meet a withdrawal, may be sold at a loss. When notes mature, the proceeds may have to be reinvested at lower rates.
- **Rebalancing and timing risk.** Accounts are reviewed against their ranges monthly, not continuously, and rebalancing is at the Chief Investment Officer's discretion. An account may drift from its target between reviews. Rebalancing in a taxable account can realize capital gains.
- **Key-person risk.** Model selection, rebalancing and trading decisions are made by AGG's Chief Investment Officer. His extended unavailability could delay reviews or trades. Succession planning is addressed in AGG's compliance program.

Risks Associated with the GrowthVector Strategy

GrowthVector is not currently offered (see Item 4). The following risks applied to the strategy as previously operated and will be reviewed, and amended if necessary, before the strategy is offered again.

The GrowthVector strategy described in Items 4 and 8 carries risks beyond the security-specific risks identified above. Clients in advisory accounts where the strategy is employed should consider the following additional risks, in addition to the Market Risk, Equity Risk, Investment Companies Risk, Options Trading risk, Long-Term Purchase Risk, and Short-Term Purchase Risk disclosures above:

- **Aggressive-growth orientation; potential for full loss.** The strategy is designed for satellite/speculative allocation only. Any client allocation to the strategy may be lost in full. A client should be in a financial position to absorb a complete loss of the sleeve without material harm to their overall financial plan.
- **Quantitative model risk.** The strategy is signal-driven. Signal components reflect historical and current market data and may fail to anticipate regime changes, structural market shifts, or company-specific events. A signal that performed well historically may underperform in any given period, including extended periods. AGG re-evaluates the strategy's design, components, and thresholds at least annually; component weights and thresholds are subject to revision with CCO approval.
- **Concentration risk.** The strategy may select a small number of positions in any given week. The sleeve is therefore more concentrated than a broadly diversified core allocation and is more sensitive to single-name, single-sector, and single-factor outcomes. Concentration is constrained by the firm's position-sizing tiers and maximum-simultaneous-positions limit, but the sleeve is by design a concentrated allocation.
- **Defined-risk options time-decay risk.** Long options and debit spreads carry the risk of complete loss of premium paid. Options positions held to or near expiration without a favorable underlying move may expire worthless. The strategy's exit rules — including profit-target, stop-loss, and pre-expiration management thresholds — mitigate but do not eliminate this risk.
- **Macro defensive override risk.** When the macro defensive override is in effect, the strategy declines to enter new positions. If markets recover during such a period, the strategy may miss the recovery move entirely. Conversely, the strategy may enter positions immediately ahead of an unanticipated volatility event and may incur losses on those positions before the override engages on the next signal run.
- **Manual execution risk.** GrowthVector trade tickets are executed manually by the firm's Investment Adviser Representative through the qualified custodian. Manual execution introduces the possibility of timing variance, partial fills, missed fills, and operational error. AGG uses limit orders and disciplined order-entry timing to mitigate execution-quality risk but does not eliminate it.
- **Signal-cadence risk.** The strategy generates signals weekly. Conditions in any individual security, sector, or in the broader market may change materially between signal runs. The strategy does not respond intraday to such changes other than through the documented stop-loss and exit rules.
- **Internal-execution model and personal-trading control.** Personal accounts of AGG's principals participate in GrowthVector executions on the same terms as participating client accounts, executed simultaneously through the qualified custodian's account-group/financial-advisor allocation framework. This control is designed so that client accounts receive trading priority equal to that of personal accounts and to eliminate the opportunity for personal trading ahead of client orders within the strategy. The firm's Code of Ethics framework described in Item 11 — including Rule 204A-1 holdings and transaction reporting, pre-clearance where applicable, access-person designations, and quarterly Chief Compliance Officer review — applies to GrowthVector-eligible instruments. See Item 11 for the

firm's general analysis of signal-publication and personal-trading risk; the GrowthVector strategy is not a publication and the simultaneous-execution control governs personal trading by principals within the strategy.

Risks Associated with Financial Planning

- **Risk of Loss.**
- The client fails to follow AGG's recommendations and sustains a loss.
- The client follows AGG's recommendations and sustains a loss.
- The client's financial status or lifestyle changes and the plan recommendations are no longer valid.

Risks Associated with Publication Subscriptions

- **Risk of Reliance Without Professional Consultation.** Content in AGG's research publication is general in nature and does not take into account the individual financial situation, investment objectives, or risk tolerance of any subscriber. A subscriber acting on published content without consulting a personal investment adviser may make decisions unsuited to the subscriber's circumstances.
- **Hypothetical and Backtested Content Risk.** Where the publication references past signal performance, backtested results, or hypothetical "if you had followed" outcomes, such content is hypothetical in nature, reflects assumptions about trading conditions that may not be achievable in practice, and does not guarantee future outcomes. Past performance is not indicative of future results.

Risks Associated with AI-Assisted Operations

AGG's use of AI tools in its operations, described in Item 4, carries the following risks:

- **Accuracy risk.** AI tools can produce output that is inaccurate, incomplete, or out of date, and can present errors with confidence. AGG's review may not catch every error. An error in a calculation, record, document, or software change could affect a financial plan, a fee calculation, an account record, or the operation of AGG's software until it is identified and corrected. Because the same tools are used across AGG's work, a recurring error may affect more than one document or account before it is detected.
- **Research risk.** Research results produced with AI tools, including tests of allocations against historical data, are hypothetical, are subject to errors in data, code, and assumptions, and may not reflect future results.
- **Vendor and availability risk.** AGG relies on a third-party vendor for its AI tools. An outage, a change in the vendor's service or terms, or the discontinuation of the service could delay AGG's work. AGG personnel can perform these functions without AI tools, although more slowly.
- **Data privacy and security risk.** Client information used with AI tools is transmitted to and processed on the vendor's systems and is subject to the vendor's security controls as well as AGG's. A security incident at the vendor or at AGG could expose client information. See "Client information" in Item 4.

- **Reliance risk.** AGG's operations depend in part on AI tools for capacity. AGG's controls are designed so that AI tools support, but do not replace, the judgment of AGG personnel. AI tools do not make investment decisions and cannot promise any result.

Item 9: Disciplinary Information

Criminal or Civil Actions

None. Neither AGG nor its management has been involved in any criminal or civil action.

Administrative Enforcement Proceedings

None. Neither AGG nor its management has been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

None. Neither AGG nor its management has been involved in legal or disciplinary events material to a client's or prospective client's evaluation of AGG or the integrity of its management.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer or Representative Registration

No affiliated representative of AGG is a registered representative of a broker-dealer.

Futures or Commodity Registration

Neither AGG nor its affiliated representatives is registered — or has an application pending to register — as a futures commission merchant, commodity pool operator, or commodity trading adviser.

Material Relationships Maintained by this Advisory Business and Conflicts of Interest

Clients are not required to use affiliated services; all AGG recommendations are made consistent with AGG's fiduciary duty.

- **Insurance — Wallace R. Nichols.** Wallace R. Nichols is no longer a licensed insurance agent. Approximately 0% of Mr. Nichols's current time is spent on insurance activities.

- **Insurance — Jarod W. Nichols.** Jarod W. Nichols is a licensed insurance agent and sells insurance products and services in his individual capacity, as a separate outside business activity. AGG receives no insurance commissions or other insurance-related compensation. Approximately 15% of Mr. Jarod Nichols's time is spent on insurance activities. Clients may be referred to Mr. Jarod Nichols, in his individual capacity, for insurance services when appropriate.
- **Legal services.** Wallace R. Nichols is a licensed attorney. He no longer maintains a separate law practice; WR Nichols Law, LLC has been dissolved. Mr. Nichols continues to provide estate-planning legal services to AGG advisory clients in connection with the firm's wealth-transfer and estate-planning advice, and serves as in-house legal counsel to AGG. Approximately 0.5% of Mr. Nichols's time is spent on these legal-services activities.
- **Tax preparation.** Wallace R. Nichols prepares taxes for select clients in conjunction with financial planning services. Approximately 7% of Mr. Nichols's time is spent on tax preparation.
- **CHERP — 501(c)(3).** Wallace R. Nichols serves as Chief Financial Officer and Secretary of the Center for Holistic Education in Retirement Planning, Inc. ("CHERP"), a 501(c)(3) non-profit dedicated to adult financial literacy. CHERP's mission is to promote unbiased, current educational presentations, workbooks, and other training materials aimed at adults approaching retirement (ages 50–75) in all areas of financial planning. The IRS has recognized CHERP as a 509(a)(2) public charity exempt from federal income tax under IRC § 501(c)(3). Approximately 0.5% of Mr. Nichols's time is spent on CHERP activities.
- **CHERP — Jarod W. Nichols.** Jarod W. Nichols serves as Chief Executive Officer and Chief Operating Officer of CHERP. Approximately 10% to 15% of Mr. Jarod Nichols's time is spent on CHERP activities.

These outside activities represent conflicts of interest because they may create incentives to recommend products based on compensation received. AGG receives no insurance commissions or other insurance-related compensation. AGG mitigates these conflicts through disclosures, procedures, and the firm's fiduciary obligation to place the client's best interest first. Clients are not required to purchase any product or service through AGG and may engage another insurance agent, attorney, tax preparer, or other professional of their choosing.

Recommendations or Selections of Other Investment Advisers

AGG does not currently recommend or select other investment advisers for its clients and does not currently maintain referral arrangements with third-party investment advisers. AGG may reintroduce such arrangements in the future and will amend this brochure accordingly if it does.

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

Code of Ethics Description

The affiliated persons of AGG (including employees and independent contractors) are subject to a written Code of Ethics (the "Code"). The Code sets forth standards of conduct for AGG affiliated persons, addresses conflicts that may arise, and reflects AGG's responsibility to act in the best interest of its clients.

The Code is foundational on two pillars: (i) the CFP Board's Code of Ethics and Standards of Conduct, applicable to the CFP® professionals at AGG, and (ii) Rule 204A-1 under the Investment Advisers Act of 1940, the federal Code-of-Ethics rule for investment advisers. AGG has voluntarily adopted Rule 204A-1 standards in full even while state-registered.

One area the Code addresses is personal securities trading by affiliated persons and the potential conflict with client interests. AGG does not allow any affiliated person to use material non-public information for personal profit or to use AGG's internal research for personal benefit in conflict with client interests.

AGG's policy prohibits any person from acting upon or otherwise misusing material non-public information. No advisory representative or other employee, officer, or director of AGG may recommend any transaction in a security or its derivative to clients, or engage in personal securities transactions in a security or its derivative, if the person possesses material non-public information regarding the security.

AGG's Code rests on the principle that client interests are AGG's top priority. AGG's officers, directors, advisers, and affiliated persons have a fiduciary duty to clients and must diligently perform that duty to maintain client trust and confidence. When a conflict arises, AGG is obligated to place client interests ahead of firm or personal interests.

The Code applies to "access persons" — affiliated persons who (i) have access to non-public information regarding client purchases or sales of securities or non-public information regarding portfolio holdings of any reportable fund, (ii) are involved in making securities recommendations to clients, or (iii) have access to such non-public recommendations. Access persons file initial and annual holdings reports and quarterly transaction reports, and the Chief Compliance Officer reviews these filings.

AGG will provide a copy of the Code of Ethics to any client or prospective client upon request.

Signal Publication and Personal Trading

AGG publishes signal-based investment research to the public through PulseSignal Weekly, distributed via Substack. The Chief Investment Officer selects the signal outputs. The analysis below applied equally to RegimeSignal Weekly while that publication was active.

Firm position on client front-running. Client assets under management are predominantly retirement assets allocated to risk-averse strategies. The securities identified by the firm's published signals are generally risk-on candidates. The client AUM universe and the signal universe do not materially overlap. Client front-running — personal trading ahead of client orders in the same securities — is not a live risk at AGG given the composition of client portfolios. AGG confirms this policy finding as part of each annual compliance review by reconciling the signal universe against the actual composition of client portfolios during the review period.

Signal publication workflow. PulseSignal Weekly outputs are generated by automated screener runs during pre-market hours on Monday and published to subscribers via an automated publication job during the same pre-market window — before U.S. equity and equity-options markets open. Because markets are closed during the interval between screener output and publication, neither supervised persons of AGG nor subscribers have any opportunity to trade named securities during that interval. At the regular market open following publication, the signal is available to every subscriber simultaneously, and supervised persons may trade on the same terms as any other subscriber. AGG's personal-account trading volume is not of a magnitude that could materially affect the market price of any signal-named security.

Investment Recommendations Involving a Material Financial Interest and Conflict of Interest

AGG and its affiliated persons do not recommend to clients securities in which AGG has a material financial interest.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

AGG and its affiliated persons may buy or sell securities also held by clients. To mitigate conflicts of interest — including trading ahead of client transactions — affiliated persons disclose all reportable securities transactions and provide AGG with copies of their brokerage statements.

The Chief Compliance Officer of AGG is Wallace R. Nichols. He reviews all affiliated-person trades each quarter. Personal-trading reviews are designed to confirm that affiliated-person trading does not disadvantage clients and that clients receive preferential execution over affiliated persons' transactions.

Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest

AGG does not maintain a firm proprietary trading account and does not have a material financial interest in any recommended securities. Affiliated persons are required to disclose all reportable securities transactions and provide AGG with copies of their brokerage statements. The CCO reviews these each quarter.

Item 12: Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

AGG may recommend a particular broker-dealer or may utilize a broker-dealer of the client's choosing. AGG selects appropriate brokers based on factors including relatively low transaction fees and reporting capability. AGG relies on its broker to provide execution services at the best prices available. Lower fees for comparable services may be available elsewhere. Clients pay any and all custodial fees in addition to AGG's advisory fee.

AGG's qualified custodian for client assets is Interactive Brokers, LLC. The custodian meets SEC safekeeping rules; AGG monitors for best execution.

Directed Brokerage. When a client directs AGG to use a specific broker-dealer, AGG continues to owe a fiduciary duty to the client. Directed brokerage may limit AGG's ability to negotiate commissions, obtain volume discounts, or equalize commission charges across clients, and may create conflicts of interest arising from brokerage-firm referrals.

Best Execution. Investment advisers who manage or supervise client portfolios have a fiduciary obligation of best execution. The determination of best execution and price is multi-factor and at least partly subjective. Factors include overall direct net economic result, the efficiency with which the transaction is effected, the ability to effect large-block transactions, the broker-dealer's operational facilities, the value of an ongoing broker relationship, and the broker's financial strength and stability. AGG does not receive any portion of trading fees.

Soft Dollar Arrangements. AGG does not participate in any soft-dollar arrangement. AGG does not direct client transactions to any broker-dealer in exchange for research or other products or services, and receives no research or other economic benefit from any broker-dealer in consideration of client order flow. Any market commentary or analyst material made generally available to accountholders by AGG's qualified custodian is available on the same terms to every accountholder of that custodian, is not obtained in exchange for directed transactions, and is not a factor in AGG's selection of a custodian.

AGG uses custodial broker-dealers. Services received from the qualified custodian in the ordinary course include a dedicated trading desk, a dedicated service group, account-services support dedicated to AGG's accounts, the ability to conduct block client trades, electronic download of trades, balances, and positions, duplicate and batched client statements, and the ability to deduct advisory fees directly from client accounts.

Aggregating Securities Transactions for Client Accounts

AGG is authorized, in its discretion, to aggregate purchases, sales, and other transactions for one client's account with those of other AGG clients. All clients participating in an

aggregated order receive the average share price; transaction costs are shared on a pro-rata basis.

Item 13: Review of Accounts

Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory Persons Involved

Accounts managed in a model allocation are checked against their target mix at each month-end. All accounts are reviewed at least quarterly by the Chief Compliance Officer, and more often when market conditions or a client's circumstances warrant.

Financial plans for retirement clients are updated as part of the ongoing planning relationship described in Item 4, when the client's circumstances change and as the client requests. Other financial plans are updated as requested by the client and pursuant to a new or amended agreement. AGG suggests updating at least annually.

Review of Client Accounts on Non-Periodic Basis

Other conditions that may trigger a review include changes in tax law, new investment information, and changes in a client's own situation.

Content of Client Provided Reports and Frequency

Clients receive written account statements at least quarterly for managed accounts, issued by AGG's qualified custodian. Clients receive confirmations of each transaction and an additional monthly statement during any month in which a transaction occurs.

Item 14: Client Referrals and Other Compensation

AGG's Marketing Rule Framework

AGG applies the standards of SEC Rule 206(4)-1 (the "Marketing Rule") as the firm's framework for referral arrangements, testimonials, endorsements, third-party ratings, and other advertising communications. Georgia rule 590-4-4-.19(15), adopted under O.C.G.A. § 10-5-51, provides that an investment adviser in Georgia shall not publish, circulate, or distribute any advertisement that does not comply with Rule 206(4)-1 under the Investment Advisers Act of 1940. The Marketing Rule standards are accordingly applicable to AGG through Georgia law. Where a state rule is stricter than the Marketing Rule in a state where AGG is registered or notice filed, AGG complies with the stricter rule.

Under the Marketing Rule framework, referral arrangements — historically described as "solicitor" arrangements — are described below in terms of "promoters" (which includes both testimonial-givers and endorsement-givers).

AGG's research publication, PulseSignal Weekly, is treated as an advertisement under the Marketing Rule because it promotes AGG's advisory services, directly or indirectly, to persons who may or may not be clients. Accordingly, publication content is subject to the Marketing Rule's general prohibitions and substantiation requirements, and any historical-performance, backtested, or hypothetical "if you had followed" content is subject to the Rule's hypothetical-performance conditions. AGG applied the same treatment to RegimeSignal Weekly while that publication was active and retains records of its content in accordance with the firm's books-and-records obligations.

Advisory Firm Payments for Client Referrals — Promoter Arrangements

AGG may enter into written promoter arrangements with individuals or organizations — whether or not affiliated with AGG — that refer clients to AGG in exchange for cash or non-cash compensation. All such arrangements comply with applicable federal and state laws and with the Marketing Rule's promoter requirements, including:

- **Written agreement.** Each promoter compensated in an amount more than de minimis (as defined by the Marketing Rule) enters into a written agreement with AGG describing the scope of activities and compensation.
- **Disclosures.** Each client referred by a compensated promoter receives clear and prominent disclosure of (i) that the promoter is a client or a non-client (as applicable); (ii) whether cash or non-cash compensation was paid; (iii) material terms of the compensation; and (iv) any material conflict of interest arising from the compensation.
- **Oversight.** AGG maintains reasonable oversight of its promoters to confirm compliance with the Marketing Rule and the firm's policies.
- **Ineligibility.** AGG does not enter into promoter arrangements with persons subject to disqualifying events under the Marketing Rule.

Each prospective client referred to AGG under a promoter arrangement receives a copy of this brochure and a separate written disclosure document describing the nature of the relationship and the compensation paid or to be paid. Compensation is paid from AGG's advisory fee and is not an additional charge to the client.

Testimonials, Endorsements, and Third-Party Ratings

To the extent AGG uses testimonials (statements by clients) or endorsements (statements by non-clients), AGG complies with the Marketing Rule's conditions, including the written-agreement, disclosure, oversight, and ineligibility requirements above. AGG does not use third-party ratings unless each rating's methodology, period, sponsorship, and any compensation paid are disclosed as required by the Marketing Rule.

Item 15: Custody

Account Statements

All client assets are held at qualified custodians. Qualified custodians provide account statements directly to clients at their address of record at least quarterly. Clients are urged to compare the account statements they receive directly from their qualified custodians to any documentation or reports prepared by AGG.

AGG does not maintain custody of client funds or securities. AGG does not take physical possession of client assets, does not hold client log-in credentials for any custodial account, does not manage pooled investment vehicles, and does not hold client digital assets. Advisory fees are calculated by AGG and deducted from client accounts by the qualified custodian pursuant to each client's written authorization in the advisory agreement; client statements from the qualified custodian reflect each fee deduction.

Item 16: Investment Discretion

Discretionary Authority for Trading

AGG may require discretionary authority to manage securities accounts on behalf of clients. AGG has authority to determine, without obtaining specific client consent on each trade, the securities to be bought or sold and the amount of each. If applicable, the client grants AGG discretionary authority to execute selected investment-program transactions in the Investment Advisory Agreement.

Clients may place restrictions on AGG's discretion, as outlined in the client's Investment Policy Statement or similar document. Such restrictions could include limitations to socially-conscious investments. Restrictions must be provided to AGG in writing.

The client approves the qualified custodian to be used and the commission rates paid. AGG does not receive any portion of transaction fees or commissions paid by the client to the custodian.

Discretion Over Model Allocations

Where an account is managed in a model allocation (see Item 4), AGG's discretionary authority includes choosing the account's model, deciding whether and when to rebalance it, and departing from the target mix where AGG judges it appropriate. For example, AGG may keep a position for tax reasons, hold cash to meet a known withdrawal, or keep a position at the client's written request. A position kept at the client's request is excluded from the account's target mix while the request remains in effect. Results therefore depend on AGG's judgment as well as on the model.

Clients may place written restrictions on AGG's discretion as described above.

GrowthVector Account-Level Authorization

GrowthVector is not currently offered (see Item 4). The following requirements remain in effect and will govern authorizations if and when the strategy is offered again.

Use of the GrowthVector strategy described in Items 4 and 8 requires affirmative account-by-account authorization beyond the general grant of investment discretion in the advisory agreement. For each client account considered for the strategy, AGG documents the following before any GrowthVector activity occurs in the account:

- The account's Investment Policy Statement affirmatively authorizes aggressive-growth strategies and, where applicable, options-inclusive strategies;
- The options trading authority level for the account (Level 1, Level 2, Level 3, Level 4, or equity-only), determined consistent with the account's documented objectives, time horizon, and risk tolerance. AGG applies an internal firm-level cap that restricts GrowthVector options activity to defined-risk strategies regardless of the account's nominal options authority level;
- The proportion of the account's total assets allocated to the GrowthVector sleeve, consistent with the satellite/speculative-sleeve framing described in Item 4; and
- Chief Compliance Officer authorization of the account for the strategy.

Authorized accounts are recorded in AGG's internal discretionary account registry. The strategy's signal-generation pipeline is constrained at the code-enforcement layer so that no internal trade ticket is generated for any account not present in the registry with documented authorization.

A client may revoke GrowthVector authorization at any time by written notice to AGG. Revocation is implemented promptly through removal of the account from the discretionary account registry. Revocation of GrowthVector authorization does not by itself terminate the underlying advisory relationship.

Item 17: Voting Client Securities

Proxy Votes

AGG does not vote proxies on client securities. Clients are expected to vote their own proxies and receive proxies directly from the custodian of their account or from a transfer agent.

When a client requests assistance on proxy voting, AGG provides recommendations. Any conflict of interest in AGG's recommendation is disclosed to the client.

Item 18: Financial Information

Balance Sheet

A balance sheet is not required to be provided because AGG does not serve as a custodian for client funds or securities, does not require prepayment of fees of more than $500 per client six or more months in advance, and bills investment management fees in arrears.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

AGG has no financial condition reasonably likely to impair its ability to meet contractual commitments to clients.

Bankruptcy Petitions During the Past Ten Years

None. AGG has not had any bankruptcy petitions in the last ten years.

Item 19: Requirements for State-Registered Advisers

AGG is registered as an investment adviser with the State of Georgia (Secretary of State, Securities Division) and is notice filed with the Texas State Securities Board pursuant to the de minimis exemption at Texas Administrative Code Rule 116.1(b)(2)(A)(iv). AGG has no place of business in Texas and serves five or fewer Texas-resident clients. In the event AGG obtains a sixth Texas-resident client, AGG will transition to full registration with the Texas State Securities Board before accepting that client.

Education and business background, including any outside business activities for all management and supervised persons, is provided in the Brochure Supplements (Part 2B of Form ADV) attached to this brochure.

Material Relationship Maintained by this Advisory Business or Management Persons with Issuers of Securities

None to report.

Arbitration Claims; Self-Regulatory or Administrative Proceedings

None to report for AGG or its management persons.

Bankruptcy Petitions (Management Persons, Past Ten Years)

None to report.

FORM ADV PART 2B — BROCHURE SUPPLEMENT

Wallace R. Nichols, MBA, JD, CFP® Professional

Jarod W. Nichols, BA, IAR

Office Address: 1875 Old Alabama Road, Suite 645, Roswell, GA 30076

Wallace R. Nichols: 404-602-0040 / 470-201-6905
Main line: 404-348-4120
Fax: 800-768-0507
Email: wnichols@assetguidancegroup.company
Email: jwnichols@assetguidancegroup.company
Website: https://assetguidancegroup.com

This brochure supplement provides information about Wallace R. Nichols and Jarod W. Nichols, supplementing the Asset Guidance Group, LLC brochure. You should have received a copy of that brochure. If you did not, or if you have questions about the contents of this supplement, please contact Wallace R. Nichols.

Additional information about Wallace R. Nichols (CRD #5988582, CFP® Professional #260236) and Jarod W. Nichols (CRD #7529151) is available on the SEC's website at www.adviserinfo.sec.gov.

FILING DATE: 2026-11-10

Wallace R. Nichols, MBA, JD, CFP® Professional

Year of birth: 1959

Item 2 — Educational Background and Business Experience

Educational background:

- University of New Mexico School of Law; Juris Doctor; 1992
- Texas Tech University; MBA — Statistics; 1987
- Angelo State University; BBA — Accounting; 1984

Business experience:

- Asset Guidance Group, LLC; Investment Adviser Representative; 01/2018 – Present
- Asset Guidance Group, LLC; Managing Member; 01/2012 – Present
- Insurance Agent (individual capacity); 01/2012 – 04/2025
- WR Nichols Law, LLC (formerly WR Nichols & Associates, PC); Attorney at Law; 11/2007 – 09/2025
- First American National Investment Advisors, LLC d/b/a Asset Guidance Group, LLC; Investment Adviser Representative; 08/2016 – 12/2017

- Cetera Advisor Networks LLC; Investment Adviser Representative / Registered Representative; 09/2014 – 08/2016
- CSSC Investment Advisory Services, Inc.; Investment Adviser Representative; 11/2011 – 10/2014
- CSSC Brokerage Services, Inc.; Registered Representative; 10/2011 – 10/2014

Item 3 — Disciplinary Information

- Criminal or civil action: None.
- Administrative proceeding: None.
- Self-regulatory proceeding: None.

Item 4 — Other Business Activities Engaged In

Mr. Nichols spends approximately 92% of his time on AGG advisory activities, encompassing his duties as Chief Executive Officer, Chief Compliance Officer, Chief Investment Officer, and Investment Adviser Representative. AGG duties include investment research and portfolio management, client advisory work, development and maintenance of AGG's model allocations and of proprietary software for financial planning, research and account monitoring, authorship of AGG's research publication (PulseSignal Weekly), compliance program administration, oversight of the firm's use of AI tools, and firm management.

The following represent outside business activities, listed with approximate current time allocations:

- **Insurance agent (individual capacity).** Mr. Nichols is no longer a licensed insurance agent. Approximately 0% of Mr. Nichols's current time is spent on this activity. Clients seeking insurance services may be referred to Jarod W. Nichols, in his individual capacity, when appropriate.
- **Legal services for AGG and AGG clients.** Mr. Nichols is a licensed attorney. He no longer maintains a separate law practice; WR Nichols Law, LLC has been dissolved. He continues to provide estate-planning legal services to AGG advisory clients in connection with the firm's wealth-transfer and estate-planning advice, and serves as in-house legal counsel to AGG. Approximately 0.5% of time.
- **Tax preparation.** Mr. Nichols prepares taxes for select clients in conjunction with the firm's financial planning activities. Approximately 7% of time.
- **CHERP — Chief Financial Officer and Secretary.** Mr. Nichols serves as CFO and Secretary of the Center for Holistic Education in Retirement Planning, Inc. ("CHERP"), a 501(c)(3) non-profit dedicated to adult financial literacy. CHERP is an IRS-recognized 509(a)(2) public charity exempt from federal income tax under IRC § 501(c)(3). Approximately 0.5% of time.

These outside activities create conflicts of interest because each may offer an incentive to recommend products or services based on compensation received. These conflicts are mitigated through disclosures, procedures, and AGG's fiduciary obligation to place client interests first. Clients are not required to purchase any product or service through AGG and

may engage another insurance agent, attorney, tax preparer, or other professional of their choosing.

Item 5 — Additional Compensation

Mr. Nichols receives fees for financial planning and asset management services through AGG and revenue associated with AGG's research publication. Mr. Nichols does not currently receive any performance-based fees, and no AGG client is currently subject to a performance-based fee arrangement. Legal services Mr. Nichols provides to AGG clients in connection with their advisory engagement are performed in his capacity as a licensed attorney and are not separately compensated outside of AGG's advisory fees.

Item 6 — Supervision

Mr. Nichols is Chief Compliance Officer of AGG and is also an investment adviser representative of AGG. He oversees the firm's advisory activities through quarterly reviews and is ultimately responsible for supervision, formulation, and monitoring of investment advice offered to clients. In addition to the periodic reviews described above, Mr. Nichols reviews the firm's trading on an ongoing basis, including the month-end review of accounts against their model allocations and the exercise of investment discretion described in Items 4, 8, 13, and 16 of the brochure. He is responsible for ensuring all firm members, agents, and investment advisers adhere to the policies and procedures described in the firm's Compliance Manual. He also reviews work prepared with the assistance of AI tools, as described in Item 4 of the brochure. He can be reached at wnichols@assetguidancegroup.company, 404-602-0040, or 470-201-6905.

Item 7 — Requirements for State-Registered Advisers

- Arbitration claims: None to report.
- Self-regulatory organization or administrative proceeding: None to report.
- Bankruptcy petition: None to report for the last 10 years.

Jarod W. Nichols, BA, IAR

Year of birth: 1988

Item 2 — Educational Background and Business Experience

Educational background:

- Arizona State University; BA — Hugh Downs School of Communications; 2011
- University of Georgia; certificate for completion of Executive Program in Financial Planning

Business experience:

- Asset Guidance Group, LLC; Investment Adviser Representative; 03/2022 – Present
- Insurance Agent (individual capacity); 08/2021 – Present

- Asset Guidance Group, LLC; Staff; 07/2021 – 08/2021
- Shellpoint Mortgage Servicing; 02/2020 – 02/2021; Relationship Manager
- Ditech Financial; 10/2015 – 02/2020; Relationship Manager

Item 3 — Disciplinary Information

- Criminal or civil action: None.
- Administrative proceeding: None.
- Self-regulatory proceeding: None.

Item 4 — Other Business Activities Engaged In

- **Insurance agent (individual capacity).** Mr. Nichols is a licensed insurance agent and sells insurance products and services in his individual capacity, as a separate outside business activity. AGG receives no insurance commissions or other insurance-related compensation. Approximately 15% of time.
- **Notary public — Fulton County, Georgia.** Mr. Nichols is a notary public in Fulton County, Georgia. He does not charge for notary services, which are offered as a courtesy to AGG clients. Approximately 0.5% of time.
- **CHERP — Chief Executive Officer and Chief Operating Officer.** Mr. Nichols serves as CEO and COO of CHERP, the 501(c)(3) described above. Approximately 10% to 15% of time.

These activities create conflicts of interest because each creates an incentive to recommend products based on compensation received. These conflicts are mitigated through disclosures, procedures, and AGG's fiduciary obligation to place client interests first. Clients are not required to purchase any product or service through AGG and may engage another insurance agent or other professional of their choosing.

Item 5 — Additional Compensation

Mr. Nichols receives commissions on insurance he sells in his individual capacity as a licensed insurance agent, under his own insurance producer authority; these commissions are not paid to or shared with AGG. Mr. Nichols does not currently receive any performance-based fees, and no AGG client is currently subject to a performance-based fee arrangement.

Item 6 — Supervision

Wallace R. Nichols is Chief Compliance Officer and Chief Investment Officer of AGG, and is also an investment adviser representative of AGG. He is solely responsible for supervision, formulation, and monitoring of the investment advice offered to clients. In addition to the periodic reviews described above, Mr. Nichols reviews the firm's trading on an ongoing basis, including the month-end review of accounts against their model allocations and the exercise of investment discretion described in Items 4, 8, 13, and 16 of the brochure. He ensures all firm members, agents, and investment advisers adhere to the policies and procedures described in the firm's Compliance Manual. He also reviews work prepared with the assistance of AI tools, as described in Item 4 of the brochure. He can be reached at wnichols@assetguidancegroup.company, 404-602-0040, or 470-201-6905.

Item 7 — Requirements for State-Registered Advisers

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- Self-regulatory organization or administrative proceeding: None to report.
- Bankruptcy petition: None to report for the last 10 years.