

(Item 1) COVER PAGE

BROCHURE
(Form ADV Part 2A)



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September 28, 2018

This Brochure provides you with information about the qualifications and business practices of *Felton & Peel Wealth Management, Inc.* It contains information that you should consider before becoming a client of our firm.

The information contained herein has not been approved or verified by any governmental authority. Our firm is an investment advisory firm registered pursuant to the laws of the State of Georgia. Registration of an Investment Adviser does not imply a certain level of skill or training, only that we have filed the requisite registration documents in the appropriate jurisdictions and with the respective governmental entities.

Additional information about Felton & Peel Wealth Management, Inc. can be found on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov. Our firm's CRD/IARD No. is 298495.

The Brochure Supplements for the investment advisor representatives of our firm begin after page 13 and this document is not complete without a Brochure Supplement.

(Item 2) MATERIAL CHANGES

Material Changes since last update

We currently have no material changes to report. This version of our Brochure dated September 28, 2018 is an initial version. Felton & Peel Wealth Management, Inc. is a new Georgia domiciled investment advisor registrant.

In the future, information regarding interim and annual updates to our business model or advisory practices will be outlined in this section.

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(Item 4) ADVISORY BUSINESS

About Our Business

Felton & Peel Wealth Management, Inc. (referred to herein as, “we,” “our,” or “us”) is a wealth management firm that offers an array of advisory services such as financial planning, portfolio management, and separately managed portfolios. Our firm is a Georgia corporation that conducts advisory business in the states of Georgia and New York. We began managing our clients’ investments and providing financial expertise in August of 2018.

Malik S. Lee is our firm’s managing principal and chief compliance officer. Please review the attached Brochure supplements for more information about our investment advisor representatives.

Types of Advisory Services

We provide advisory services to individuals, high net worth individuals, corporations, and charitable organizations. We offer customized goals-based financial planning solutions. After evaluating our client’s financial circumstances and specific needs, we will prepare a financial plan. To implement the financial plan, we recommend investment strategies and management services that are tailored to each client’s financial goals and objectives. A detailed explanation of our services is as follows:

1. Financial Planning & Consultation Services

We consider financial planning an integral aspect of the wealth management process. Our financial planning and consultation services are designed to assist clients in reaching their financial and retirement goals. Our firm provides consultations and develops plans by evaluating data relative to a client’s personal financial profile, investment goals and objectives, risk tolerance, and tax status. We offer two categories of planning services: Basic and Comprehensive. Please review Exhibit A for a detailed listing of services for each category. We may also prepare financial plans as a stand-alone service or provide planning consultations on an hourly basis.

2. Portfolio Management Services

We offer complementary discretionary portfolio management services and personalized asset allocation advice to meet our client’s investment goals and objectives. Our advice regarding financial securities generally encompasses mutual funds and exchange traded funds. We may also incorporate recommendations of equities and fixed income securities.

3. Separately Managed Portfolio Services

We recommend advisory platforms of other investment advisors with managed strategies to meet the investment needs of our clients. These advisory platforms consist of third party institutional advisors (or money managers) who offer these separately managed programs. The programs encompass portfolios of investments that generally focus on particular investment styles. We monitor the third party money managers’ strategies to ensure that its objectives remain aligned with the investment objectives and risk tolerance of our client. Although these third party money managers are granted discretionary authority to manage client assets, we are responsible for providing ongoing re-balancing and continuous monitoring of our client’s securities holdings contained by these platforms.

Tailored Services

Our advice and services are based on the individual needs of our clients, after analyzing and evaluating each client’s stated goals, objectives, investment horizon, and risk tolerance thoroughly. Clients may impose restrictions on investing in certain asset classes or any specific types of securities by advising their investment advisor representative of such guidelines or restrictions.

Wrap Fee Programs

Our firm is not a participant in any wrap fee program.

Assets under Management

We are a new investment advisor registrant and consequently, there are no assets under management to report at this time. Upon securing clients, we will amend this section of our Brochure as required by regulations.

(Item 5) FEES AND COMPENSATION

Advisory Fees

We earn fees and compensation by providing financial planning solutions, portfolio management services, and recommending separately managed portfolio platforms. Our standard fees for services are as follows:

1. Financial Planning & Consultation Fees

~Fundamental Planning Services: Basic or Comprehensive~

Our fees for fundamental financial planning and consultations services are assessed in accordance with the category of services provided: Basic or Comprehensive Services. See Exhibit A for specific details.

Our Basic Service Plan requires an initial outlay of \$750 which is comprised of a set-up fee \$500 and an advance monthly payment of \$250. Subsequent payments for basic financial planning services are \$250 monthly.

Correspondingly, the Comprehensive Service Plan requires an initial outlay of \$1,050 which is comprised of a set-up fee of \$700 and an advance monthly payment of \$350. Thereafter, clients pay \$350 monthly.

~Fees for Stand-Alone Financial Plans~

Clients who are only interested in a stand-alone financial plan may implement such services for a one-time fee of \$5,000.

~Hourly Financial Planning Fees~

On a limited basis, we may provide financial planning services on an hourly consultative basis. In such instances, the hourly rate is \$350 per hour (min. 1 hour).

Our fees for financial planning and consultation services are negotiable and the final fee, as agreed upon, will be outlined in our financial planning agreement.

2. Portfolio Management Fees

To complement our financial planning services, clients who subscribe to either our Basic or Comprehensive financial planning services will pay an annual portfolio management fee of .50% for investments exclusively in mutual funds and exchange traded funds. If portfolio assets are also invested in equities and/or or fixed income securities, the annual portfolio management fee increases to .75%.

Sample Fee Calculation:

Investments of \$100,000
\$100,000 @ .50%
Quarterly fee of \$125 or Annual fee of \$500

Our fee schedule for portfolio management services is negotiable and fees will be assessed in accordance with our investment management agreement, unless negotiated otherwise.

3. Fees for Separately Managed Portfolio Services

Depending on the program, the collective fee for separately managed portfolios range up to 2.50% per annum. The fees are based on the account value and specific third-party managed program. Generally, the per annum amount includes the fees assessed by our firm. The final fee is outlined in the third-party money manager's brochure, management agreement, and other disclosure documents.

Billing Procedures

The specific details of our billing procedures are as follows:

1. Financial Planning & Consultation Services

Upon engagement for fundamental financial planning and consultation services, we will provide an advisory fee invoice for the initial outlay based on category of service. After initial outlay, clients will be billed monthly in advance on or about the first day of each month. A final version of the financial planning report is delivered within four (4) months of commencing services. Advisory fee invoices for services are transmitted to clients either in person, electronically, or by mail and payment is due as indicated. Clients pay invoices by the designated electronic funds transfer method. Clients can also provide written authorization to have monthly financial planning fees debited directly from client's portfolio management account. In such instances, advisory fee invoices are sent to the account custodian.

Stand-Alone Financial Plans

Billing for stand-alone financial planning services requires a fifty (50%) percent deposit. The remaining balance is due upon delivery of the financial plan. The financial plan will be delivered within four (4) months of commencing services. Advisory fee invoices for services are transmitted to clients either in person, electronically, or by mail and payment is due as indicated. Clients pay invoices by the designated electronic funds transfer method.

Hourly Financial Planning Services

Invoice for hourly financial planning services are due upon conclusion of the consultation session(s). Advisory fee invoices for services are transmitted to clients either in person, electronically, or by mail and payment is due upon receipt. Clients pay invoices by the designated electronic funds transfer method.

2. Portfolio Management Services

Our advisory fee assessments for portfolio management services are based on the market value of specific asset classes (e.g., mutual funds vs equities) under management on the last business day of the preceding calendar quarter. Fees are billed quarterly in advance, meaning client invoices for advisory fees are transmitted, electronically or otherwise, at the beginning of each calendar quarter. We customarily receive written authorization to deduct advisory fees directly from clients' accounts and in correlation with such written authorization, advisory fee invoices are sent to the account custodian.

3. Separately Managed Portfolio Services

Generally, the collective fee for separately managed portfolio services is deducted directly from the client's accounts pursuant to written authorization incorporated into the third-party money manager's management agreement. Correspondingly, the third-party money manager will pay our firm its portion from the collective fee deduction. There are no additional fees charged by us. Generally, the advisory fees are calculated based on the value of all the assets in the account, although each third-party money manager may calculate its fee based on the value of those assets in the client's account for which the portfolio manager provided management services for the preceding calendar quarter. The final collective fee, which is generally based on the initial investment, is delineated in our investment management agreement.

Other Fees & Expenses

Clients will also incur additional fees and expenses related to management of investments and advisory service provisions. These fees may include but are not limited to no-load mutual fund ticket charges, brokerage transaction costs, deferred sales charges on previously purchased mutual funds, IRA maintenance fees and other legal or transfer fees. The account custodians, broker-dealers, mutual fund companies, and others that provide account services charge these fees ("third party fees") and clients are responsible for payment of all third party fees and expenses. It is important to note that the advisory fees paid to our firm are separate and distinct from the maintenance fees and transaction expenses charged by these third parties. Information regarding third party fees will be provided to clients. *Please also refer to Item 12, Brokerage Practices for more information regarding our account custodian.*

Refund Policy

Clients who do not receive this Brochure at least 48 hours in advance of signing our advisory agreement are afforded the right to terminate their agreement within five (5) days, without penalty. Upon expiration of the five (5) business day period, either party may terminate the firm's advisory agreements for Financial Planning and/or Investment Management Services at any time by providing thirty (30) days prior written notice to the other party. In the event of termination, any prepaid, unearned fees will be refunded within fourteen (14) business days, and any earned, unpaid fees due to us will be collected prior to disbursement of funds, if any. In the event we are unable to deduct final fees from account (in the case of an account transfer), we will transmit an invoice to client, which is due upon receipt.

Other Compensation

Neither our firm nor investment advisor representatives accept any compensation for the sale of securities or other investment products. Our investment advisor representatives are not registered in any investment sales capacity.

(Item 6) PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

We do not charge performance-based fees or conduct side-by-side investment product management.

(Item 7) TYPES OF CLIENTS

Our firm generally provides advice to individuals, high net worth individuals, corporations, and charitable organizations.

Our firm does not require a minimum asset or investment value to implement services.

Notwithstanding the foregoing, the minimum investment value for separately managed portfolio services will vary according to the program.

(Item 8) METHODS OF ANALYSIS, INVESTMENT STRATEGIES, AND RISK OF LOSS

Methods of Analysis and Investment Strategies

We generally utilize fundamental analysis methods to analyze investments. Our main sources of information include but are not limited to financial newspapers and magazines, inspection of corporate activities, research materials prepared by others, and annual reports, prospectuses, and corporate press releases.

Fundamental analysis consists of analyzing financial statements of companies, calculating financial ratios, and reviewing cyclical trends of industries in conjunction with monetary policy indicators to assess the overall performance and profitability of companies.

Our portfolio management strategies consist of suitable asset allocation, diversification, and risk management. Our general recommendations consist of an asset mix of passive, low-cost mutual funds and exchange traded funds for long-term growth and income. We may also utilize equities, fixed income securities, and separately managed accounts in similar investment strategies. We may recommend more tactical strategies, if appropriate for the client.

Material Risks of Methods of Analysis and Investment Strategies

Furthermore, although we utilize common investment analysis methods and strategies, there remains some level of material risk. We primarily utilize fundamental analysis methods that measure the risks of companies by formulating assumptions based on historical financial representations. Although we use valid data sources, examine expense ratios, review return and risk ratings extensively, refer to economic indicators, review the implications of monetary policy, and consider management team tenure, our strategies are implemented as a result of assumptions that are derived from the analysis of historical data. The results of investment strategies derived from this method of analysis are not guaranteed and past performance of investment is not indicative of future financial returns.

Additionally, our asset allocation strategies are subject to general market risks in that markets can, as a whole, go up or down on various news releases or for no explicable reason. This means that at times, the price of specific securities could go up or down without real reason and may take some time to recover any lost value. Adding additional securities does not help to minimize this risk since all securities may be affected by market fluctuations. This will ultimately affect a client's securities or portfolio holdings.

There are also risks related to investment time horizon. If a client requires the liquidation of portfolio holdings at a time earlier than the anticipated investment horizon and such liquidation occurs during a period in which the market prices of securities or portfolio values are low, a client will not realize as much value as he/she would have, had the security or portfolio holdings had the opportunity to gain value (or regain its value), as investments frequently do.

Notwithstanding the method of analysis or investment strategy employed by our firm, the assets within a portfolio are subject to risk of devaluation or loss. There is no guarantee that portfolio holdings or investment assets will achieve the desired investment objectives. There are many different events that can affect the value of investment assets or portfolio holdings including, but not limited to, changes in financial status of companies, market fluctuations, changes in exchange rates, trading suspensions and delays, economic reports, and natural disasters. While this information provides a synopsis of the events that may affect investments, this listing is not exhaustive. **We want you to understand that there are inherent risks associated with investing and depending on the risk occurrence, you may suffer LOSS OF ALL OR A SUBSTANTIAL AMOUNT OF YOUR PRINCIPAL INVESTMENT.**

Recommendation of Specific Types of Securities

We do not focus our advice on, or make recommendations relative to, any particular type of security. Our advice encompasses an array of securities and investment vehicles.

(Item 9) DISCIPLINARY INFORMATION

Neither our firm nor management personnel has been involved in any industry-related legal or disciplinary events.

(Item 10) OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Financial Industry Activities

We are not a registered broker-dealer and do not have an application pending to register as a broker-dealer. Additionally, neither our management personnel nor investment advisor representatives are registered as or have applications pending to register as registered representatives of a broker-dealer.

Financial Industry Affiliations

Neither our management personnel nor investment advisor representatives are registered as a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor nor have applications pending to register as the foregoing or associated persons thereof.

Other Affiliations

Our firm is also an insurance agency. Correspondingly, our investment adviser representatives are also licensed as insurance agents who offer and sell insurance products for asset and income protection. The insurance offerings include life insurance, disability insurance, long-term care, group life, and fixed annuities. Many of the insurance products are sold through separate vendors. The firm may devote up to fifty percent (50%) of its resources to insurance activities.

When acting as an insurance agent, our investment advisor representatives will receive separate, yet customary compensation for insurance product sales. In instances where we receive advisory fees in addition to insurance commissions, the firm's compensation will be greater than if the insurance products were purchased separately or absent of the advisory fee component. More specifically, insurance commissions generated do not offset regular advisory fees. Insurance products may be available through more cost effective channels. Please note that clients are not obligated to purchase insurance products recommended by investment advisor representatives our firm.

Acting in dual capacities (insurance agents and investment advisor representatives) and receiving compensation in dual capacities, creates conflicts of interest. Accordingly, this is our notification of the aforementioned conflict of interest; additional conflicts will be disclosed in writing prior to providing other services.

We do not have any arrangement or relationship that is material to its business or clients with a related person that is a broker-dealer, municipal securities dealer, government securities dealer or broker, investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund," and offshore fund), other investment advisor or financial planner, futures commission merchant, commodity pool operator, commodity trading advisor, banking or thrift institution, accountant or accounting firm, lawyer or law firm, pension consultant, real estate broker or dealer, sponsor or syndicate of limited partnerships that is not already disclosed herein. Please also review the Other Business Activities section in Item 4 of each investment advisor representative's Brochure Supplement.

Other Investment Advisers

We recommend other investment advisors for our clients. Please review Items 4 and 5 herein relative to Separately Managed Portfolio Services. Due to the nature of these arrangements, the compensation derived from advisory products and services of other investment advisors (i.e., third-party money managers) can result in a substantial concentration of products and services that benefit our firm. To mitigate or remedy any conflicts of interest, these arrangements are fully disclosed to clients before effecting transactions. Additionally, our chief compliance officer will periodically review transactions to assess over-concentration with respect to any product and service offering by a particular third-party money manager, evaluate client suitability to ensure compatibility with advisory programs, and assess fee structures for compensation that appears to extend beyond customary thresholds.

(Item 11) CODE OF ETHICS, PARTICIPATION, OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Code of Ethics

Our firm, management persons, and investment advisor representatives (collectively, "personnel") subscribe to a strict code of ethics. Our Code of Ethics is constructed to comply with the investment advisory laws and regulations that require firms to act as fiduciaries in transactions with their clients. Our inherent fiduciary duty

requires that we act solely in our clients' best interest and adhere to standards of utmost integrity in our communications and transactions. These standards ensure that our clients' interests are given precedence.

Accordingly, we have implemented extensive policies, guidelines, and procedures that promote ethical practices and conduct by all of our personnel. The foregoing has been compiled and is collectively referred to as our Code of Ethics. We adopted our Code of Ethics to specify and prohibit certain types of transactions deemed to create conflicts of interest (or perceived conflicts of interest), as well as to establish reporting requirements and enforcement procedures relating to personal transactions by our personnel.

Our Code of Ethics which specifically deals with professional standards, insider trading, personal trading, gifts and entertainment, and fiduciary duties, establishes our ideals for ethical conduct based upon fundamental principles of openness, integrity, honesty, and trust. We will provide a copy of our complete Code of Ethics to any client or prospective client upon request.

Participation or Interest in Client Transactions

We do not recommend that clients buy or sell securities that related persons may have a material financial interest.

Personal Trading

Proprietary Trading

We may at times, buy or sell securities for our own accounts that we have also recommended to clients. We will always document any transactions that could be construed as a conflict of interest. Conflicts of interest relative to proprietary trades for our firm or employees' personal trades may present in many different contexts. Some conflicts of interest related to personal trading include, trading ahead to obtain a better transaction execution price than clients, recommendations or trades based on pecuniary interest or on information that is not available to the public, or structuring transactions in a manner so that the end result is profitable to the firm (and/or an employee). To mitigate or remedy any conflicts of interest or perceived conflicts of interest, we monitor internal trading reports for adherence to our Code of Ethics.

Our Code of Ethics further requires us to (1) act in accordance with all applicable federal and state regulations (2) act in the best interest of clients, (3) pre-clear transactions in private placements, or initial public offerings and, (4) ensure that the chief compliance officer reviews personal securities transactions to confirm adherence.

Simultaneous Trading

From time to time, our firm and employees may buy or sell securities for proprietary or personal accounts, respectively, at or around the same time as clients. In any instance where securities are bought or sold at or about the same time, we will uphold our fiduciary duty by always ensuring that transactions are beneficial to the interest of our clients and in compliance with our Code of Ethics.

(Item 12) BROKERAGE PRACTICES

Selection and Recommendation

We recommend account custodians after evaluating several factors. These factors include but are not limited to, relatively low fees and expenses, execution capabilities, reputation, access to securities markets and expertise in handling brokerage support processes. We maintain a custodial services agreement with Shareholders Service Group, Inc. (hereinafter, "SSG"). SSG is a registered broker-dealer, member of FINRA and SIPC and we are participants of SSG' institutional services platform for independent investment advisors. SSG provides brokerage, operational support and other custodial services to our firm. Our firm is independently owned and operated and is not affiliated with SSG.

Moreover, although SSG is a registered broker-dealer, neither this account custodian nor any other is responsible for supervising the advisory representatives or activities of our firm. As a result of our established services agreement, cost implications, operational support, and custodial services provided, SSG receives preferential status in recommendation of custodians for our clients' advisory transactions.

1. Soft Dollar Benefits

We do not receive research or other products or services from any account custodian (broker-dealer) in exchange for processing securities related transactions for clients.

2. Brokerage for Client Referrals

Our firm does not receive client referrals from any third party in exchange for using any particular broker-dealer.

3. Directed Brokerage

(a) As previously stated, we recommend that clients utilize SSG. Our service agreement with SSG is designed to maximize trading efficiencies and cost effectiveness on behalf of our clients. By recommending that clients use SSG as an account custodian, we seek to achieve the most favorable results relative to trading costs, allocation of funds, and rebalancing of client investments.

(b) We also permit clients to direct brokerage. If clients have an existing relationship with or prefer a certain account custodian (or broker-dealer), we will notify that account custodian of our advisor-client relationship and proceed accordingly. Clients are advised that there may be greater costs associated with brokerage transactions pursuant to a directed arrangement in that we may not be able to negotiate transaction costs.

Order Aggregation

In the normal course of business, we may (but are not obligated to) block or aggregate orders for advisory accounts in order to execute transactions in a more timely, equitable, cost effective, and efficient manner. This practice is reasonably likely to result in more of an administrative convenience for our firm and an overall economic benefit to clients. Clients benefit relatively with averaged purchase or sale execution prices, lower transaction expenses, beneficial timing of transactions, or a combination of these and other factors.

If we decide that order aggregation is in the best interest of clients, transactions will be averaged as to price and will be allocated among clients in proportion to the purchase and sale orders placed for each client account on any given day. Our firm does not receive any additional compensation or remuneration as a result of order aggregation. The chief compliance officer will review transactions periodically to detect and prevent inefficiencies that result from non-compliance with our order aggregation policies and procedures.

(Item 13) REVIEW OF ACCOUNTS

Periodic Reviews

Our criteria for reviewing client accounts are as follows:

1. Financial Planning & Consultative Reviews

Fundamental Financial Planning Services

Clients who engage us for Basic or Comprehensive financial planning services are provided updates to financial plans or supplemental planning reports throughout the engagement by means of meetings or electronic communications. During such reviews, we request updates from clients regarding previously provided financial information or data. It is each client's responsibility to ensure that we are provided the most up-to-date financial information to ensure the accuracy of the projections in the financial plan or planning reports.

Stand-alone Financial Plans

Clients for whom we provide a financial plan on a stand-alone basis may request subsequent updates or supplemental services for an additional fee.

2. Portfolio Management Reviews

Given the parameters set for our asset allocation models, we will monitor accounts continually and rebalance portfolios as we deem appropriate. We conduct formal reviews of client investment portfolio(s) no less than annually. Each investment advisor representative will review his respective clients' accounts to determine whether the client's portfolios and strategies continue to align with the stated investment goals and objectives. Clients may request formal reviews more frequently. Based on our discretionary authority (See Item 16), if reallocation of investments is necessary, we will buy or sell investments that are appropriate for a client's investment strategies, goals, and objectives.

3. Monitoring of Separately Managed Portfolios

We review the activity of separately managed accounts no less than annually. We perform a detailed review of clients' holdings to ensure that the investment objective of the portfolio manager continuously aligns with the client's financial objectives. This process includes reviewing the various asset classes, investment management styles, and specified risk/return requirements of the portfolio. If reallocation is necessary, we may select or recommend different portfolios or third-party money managers.

Intermittent Review Factors

Intermittent reviews are generally triggered by substantial market fluctuation, economic, business, or political events, or by changes in a client's financial status (such as retirement, termination of employment, relocation, or inheritance). Clients should contact us to initiate an intermittent review upon the occurrence of any of the foregoing factors.

Client Reports

We do not prepare written reports regarding client accounts. Clients will receive transaction confirmations from the account custodian shortly after trading activity (purchases or sells). Additionally, the account custodian will send monthly statements for each month in which there is trading activity. If there is no trading activity during any month, clients will receive statements quarterly. These account statements provide details regarding account activity, asset allocations, holdings, and performance.

(Item 14) CLIENT REFERRALS AND OTHER COMPENSATION

Economic Benefits for Advisory Services

Our firm does not receive economic benefits from any third party for providing investment advisory services to our clients.

Compensation for Client Referrals

We may enter into solicitation agreements with third-party solicitors who solicit clients for our firm. When entering such agreements, the Firm ensures that its agreements and disclosures comply with SEC Rule 206(4)-3, Georgia Uniform Securities Act and the Rules promulgated thereto. Clients obtained by solicitor's referral are required to attest to receiving our specific disclosure documents advising of such compensation arrangements.

We may also enter into referral agreements with non-advisory personnel of the firm. Pursuant to such agreements, we will provide compensation for client referrals. Clients do not incur any additional costs and there is no differentiation in advisory services provided as a result of such referral compensation.

(Item 15) CUSTODY

Custodian of Assets

Our firm does not hold physical custody of client funds or securities. We require that qualified custodians hold client assets. For more information regarding the account custodian (broker-dealer) that services our accounts, please review the Brokerage Practices section (Item 12). Please note that the account custodians (i.e. SSG, etc.) are not responsible for supervising the advisory representatives or activities of our firm.

Our firm has indirect custody of client funds and securities because of our authorization and ability to deduct advisory fees directly from clients' accounts; nonetheless, we have implemented the safeguard requirements of state regulations by requiring safekeeping of client funds and securities by a qualified custodian.

Account Statements

The account custodian will send (by mail or electronically) monthly statements for each month in which there is activity (purchases or sells). If there is no activity during any month, clients will receive statements quarterly. Clients are advised to review these statements carefully; comparing asset values, holdings, and advisory fees on statement to that in previously received account statements and transaction confirmations.

(Item 16) INVESTMENT DISCRETION

Discretionary Authority

It is customary for our firm to exercise discretionary authority in order to manage and direct the investments of clients' accounts. This authority is granted upon execution of our investment management agreement. Discretionary authority is for the purpose of making and implementing investment decisions without prior consultation with clients. Such investment decisions include determining the asset types/classes and dollar amounts or percentages of securities to be bought or sold for an account and are made in accordance with the client's stated investment objectives. Clients may at any time during our engagement, advise us in writing of any limitations on our authority. Clients may impose limitations on investing in securities in specific industries or countries, etc., and dollar amounts or percentages of, investments in the foregoing.

Standard Limitations

Our discretionary authority does not give us authority to take or have possession of any client assets or to deliver of any securities or make payment of any funds held in the account to anyone except the account owner.

(Item 17) VOTING CLIENT SECURITIES

Our firm does not participate in proxy voting on behalf of investment management clients. We may provide information for clarification of the issues presented in proxy solicitation materials; however, responsibility for casting proxy votes rests solely with clients. Clients are also responsible for directing shareholder action items relative to mergers, acquisitions, tender offers, bankruptcy proceedings and other type events pertaining to the securities held in accounts managed by us. Clients will receive proxy solicitation and information regarding shareholder action items, by mail or electronically from the account custodian or issuer's transfer agent. Clients must follow the instructions for voting or take action as directed in the mailing or electronic delivery.

(Item 18) FINANCIAL INFORMATION

Balance Sheet Requirement

We do not require or solicit prepayment of more than \$500 in advisory fees per client, six (6) months or more in advance. Moreover, our firm does not meet any custody provisions that would require submitting a balance sheet.

Discretionary Authority, Custody of Client Funds or Securities and Financial Condition

It is our customary practice to exercise discretionary authority with respect to supervising and directing the investments of clients' accounts. Additionally, we have indirect custody of client funds and securities because of our authorization and ability to deduct advisory fees directly from clients' accounts. More importantly, we do not have any financial condition that will impair our ability to meet our contractual commitments to clients.

Bankruptcy Petition Filings

Our firm has not been the subject of a bankruptcy petition at any time during the past ten (10) years.

(Item 19) REQUIREMENTS FOR STATE REGISTERED ADVISERS

Firm Management

Felton & Peel Wealth Management has one managing principal, Malik S. Lee. Specific information regarding Mr. Lee's educational and business background is outlined in his attached Brochure Supplement.

Other Business Activities

The other business activities of our firm and management person are listed in Item 10, Other Affiliations.

Performance-Based Fees

We do not assess performance-based fees.

Disciplinary Disclosure Reporting

1. Arbitration Claims. NONE
2. Civil Litigation, Self Regulatory Organization proceedings, or Administrative actions. NONE

Relationships or Arrangements with Securities Issuers

Neither our firm nor management personnel has additional relationships or arrangements with any issuer of securities.

EXHIBIT A – Financial Planning Services

Felton & Peel Wealth Management, Inc.	BASIC \$250 Monthly	COMPREHENSIVE \$350 Monthly
Fundamental Planning Services		
Review Credit Scores and Credit Report / Credit Score Optimization; Personal Balance Sheet Calculation and Net worth Statement Review; Discuss basic strategies to reduce or eliminate debt	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Emergency Fund Calculations and Recommended Balance Optimization	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
College Funding/Savings Strategies	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Existing Employment Benefits Review (i.e., HSA, flex spending, medical plan selections)	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Cash Flow Based Financial Plan	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Occupation/career change evaluation (compensation & benefits)		<input checked="" type="checkbox"/>
Student Loan Review; Repayment Strategies		<input checked="" type="checkbox"/>
Home loan review; Auto loan and/or lease review; provide recommendations		<input checked="" type="checkbox"/>
Investment Planning		
Analyze and determine investment goals, risk tolerance, and time horizons	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Review and analyze all account holdings to determine alignment with current goals	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Create your "Living Asset Allocation" based on your cash flow needs	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Reviewing current employer retirement plan investment options; provide suggested asset allocation based on your financial plan results, risk tolerance & time horizon	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Review underlying investment selection and determine asset allocation within Variable Annuities and Variable Life Insurance.	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Investment Portfolio monitoring and periodic rebalancing	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Selection & Implementation of recommended Equity Investment Model		<input checked="" type="checkbox"/>
Creation and Implementation of recommended fixed income investment portfolio & strategy		<input checked="" type="checkbox"/>
Retirement Planning		
Analyze and determine between Pre-tax Contributions vs. After-tax Contributions; Creation and Implementation of Retirement Projections; Determine a retirement withdrawal plan	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Coordinate with Employer benefits plan Director/Administrator; Review pension selections and optimize withdrawal strategies	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Social Security Analysis & Planning	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Analyze and create Executive Compensation Award Strategies		<input checked="" type="checkbox"/>
Analyze and create Deferred Compensation Strategies		<input checked="" type="checkbox"/>
Analyze and determine Small Business Retirement Plan Selection		<input checked="" type="checkbox"/>
Analyze and determine Roth IRA Conversion Strategies		<input checked="" type="checkbox"/>
Tax Planning		
Review of your two previous years of personal tax returns (Federal & State)	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Review, Analysis & Implementation of Tax Loss Harvesting Strategies		<input checked="" type="checkbox"/>
Coordinate with current CPA/Tax Professional		<input checked="" type="checkbox"/>
Insurance & Risk Management Planning		
Review of all existing policies to ensure adequate coverage & risk reduction	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
If coverage is non-existent, determine adequate coverage; provide recommendation	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Education & advisement (Policy types, purpose and amounts) for life, disability, and long-term care insurance	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Overview of existing property & casualty coverages, including an Umbrella Policy review	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Long-term care cash flow needs analysis		<input checked="" type="checkbox"/>
Estate Planning		
Overview of existing Last Will & Testament; ensure information is current and valid	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Review designated Beneficiaries on Retirement Accounts & Life Insurance Policies	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Overview of other existing Estate Planning documents	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Overview of Asset Titling (i.e. accounts & property)	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Overview of additional Estate Planning documents (i.e., Trusts)		<input checked="" type="checkbox"/>
Creation and Review of Estate Planning Flow Chart		<input checked="" type="checkbox"/>
Estate Settlement Assistance; ensuring the proper transfer of your assets to heirs at bereavement		<input checked="" type="checkbox"/>
Estate Inheritance Assistance; assisting clients in properly receiving assets due to a wealth transfer event		<input checked="" type="checkbox"/>
Coordinate with current estate planning attorney		<input checked="" type="checkbox"/>
Philanthropic/Charitable Planning		
Overview of current tax year gifting options & recommendations	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Required Minimum Distributions Charitable Strategies	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Charitable estate planning		<input checked="" type="checkbox"/>
Assistance with selecting/interviewing charities and their board of directors		<input checked="" type="checkbox"/>
Assistance with setting up Donor Advisor Funds, Foundations, and Supporting Organizations		<input checked="" type="checkbox"/>
Creating and implementing advance charitable gift planning strategies		<input checked="" type="checkbox"/>
Technology Access		
Creation and access to dynamic, secure and custom account aggregation tools	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Individual, Secure and Ample Cloud storage for items relating to your Financial Plan and Living Asset Allocation	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Accessible via secure internet connection - Anywhere. Anytime.	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Online scheduling and Virtual Meeting availability & flexibility	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Recommendations provided for additional tools to help specific client needs	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

This Brochure supplement provides information about Investment Advisor Representative, Malik S. Lee CRD No. 5443462 that supplements the firm Brochure of Felton & Peel Wealth Management, Inc. (CRD/IARD No. 298495). You should have received a copy of that brochure. Please contact Malik S. Lee (contact information below), if you did not receive the Felton & Peel Wealth Management Brochure or if you have any questions about the contents of this supplement.

Additional information about Investment Advisor Representative, Malik S. Lee CRD No. 5443462 can be found on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov. This website can be searched by using the investment advisor representative's CRD number (shown above).

BROCHURE SUPPLEMENT (Form ADV Part 2B)

for

Malik S. Lee, CFP[®], CAP[®]



Felton & Peel

WEALTH MANAGEMENT

FELTON & PEEL WEALTH MANAGEMENT, INC.

Two Ballpark Center
800 Battery Avenue SE, Suite 100
Atlanta, Georgia 30339
Phone: 1-800-822-7068 (Ext. 1)
Fax: 1-800-787-4857
Website: www.feltonandpeel.com
Email: malik@feltonandpeel.com

September 28, 2018

BROCHURE SUPPLEMENT for Malik S. Lee CRD No. 5443462

(Item 2) EDUCATIONAL BACKGROUND & BUSINESS EXPERIENCE

Felton & Peel Wealth Management Requirements for Representative Employment

We require that employees who provide advice on behalf of the firm have at least a 4-year college degree and 2 years relevant work experience in the securities industry. Prospective employees must also have passed the appropriate state advisory exams. Additional professional designations are encouraged.

Investment Advisor Representative's Information

Malik S. Lee, CFP®, CAP®

Year of Birth: 1981

Malik S. Lee is the founder of Felton & Peel Wealth Management. The firm was formed to provide wealth management services to clients. Mr. Lee's industry experience and professional expertise consists of over 14 years in the financial services industry where he specialized in providing wealth management services to retail and institutional clients. Early in his career, Malik successfully passed the Series 7 and Series 66 securities industry exams. Malik currently holds his insurance agent license and advises clients regarding the importance of incorporating risk management strategies in the financial planning process.

Educational Background

Bachelor of Art in Business Finance, Morehouse College, Atlanta, Georgia, 2003

Professional Designations

Certified Financial Planner or CFP®, 2014

Certified Financial Planner, CFP® and federally registered CFP (with flame design) marks (collectively, the "CFP® marks") are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. ("CFP Board"). The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;

Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;

Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and

Ethics – Agree to be bound by CFP Board's Standards of Professional Conduct, a set of documents outlining the ethical and practice standards for CFP® professionals.

Continuing Education – Individuals who become certified must complete ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks.

Chartered Advisor in Philanthropy or CAP®, 2018

Chartered Advisor in Philanthropy or CAP® are professional certification marks granted by The American College of Financial Services. The CAP® designation provides individuals with the knowledge and expertise needed to help clients with philanthropic planning techniques such as charitable planning, gifting strategies, and fundraising.

To attain the right to use the CAP® mark, an individual must satisfactorily fulfill the following requirements:

Education - Complete three graduate-level courses, equivalent of 9 semester credit hours covering gifts within a financial plan, business exit plans, or estate plans;

Examination – Pass an end-of-course examination after each graduate-level course;

Experience – Candidates must be engaged in professional activities advising individuals or charitable organizations in wealth and estate planning, financial planning, charitable planning, charitable giving, planned giving, nonprofit or foundation management or services, investment management of charitable assets or accounting; or employment in the nonprofit sector in a capacity related to nonprofit management, development, planned giving or fundraising, at least three of the five years immediately preceding application for CAP® certification;

Ethics – Agree to be bound by and adhere to College of Financial Planning’s Standards of Professional Conduct; and

Continuing Education – Following initial conferment, authorization for continued use of CAP® credential must be renewed every two years by completing 15-hours of continuing education.

Business Experience

<i>Founder, Managing Principal, Investment Advisor Representative & Chief Compliance Officer</i> Felton & Peel Wealth Management, Inc. Atlanta, Georgia	<i>08/2018 to Present</i>
<i>Registered Representative</i> ALPS Distributors, Inc. Kennesaw, Georgia	<i>09/2013 to 08/2018</i>
<i>Financial Associate & Investment Advisor Representative</i> Henssler Financial Kennesaw, Georgia	<i>08/2013 to 08/2018</i>
<i>Managing Partner & Insurance Agent</i> Felton & Peel Wealth Management, Inc. Atlanta, Georgia	<i>02/2011 to 07/2013</i>
<i>Registered Representative & Investment Advisor Representative</i> Securities America, Inc. Securities America Advisors, Inc. Atlanta, Georgia	<i>02/2011 to 07/2013</i>

(Item 3) DISCIPLINARY INFORMATION

Criminal or Civil Actions - *None*.

Administrative Actions or Proceedings - *None*.

Self-Regulatory Organization (SRO) Proceedings - *None*.

Professional Standards Violations. - *None*.

(Item 4) OTHER BUSINESS ACTIVITIES

Investment Related

Mr. Lee is not involved in any investment related activity not already disclosed herein. *Please review Item 10 of the Firm Brochure.*

Non-Investment Related

Malik S. Lee is also a licensed insurance agent who transacts insurance product sales with various insurance vendors. Mr. Lee will earn separate, yet customary compensation for insurance product sales. He generally spends up to thirty percent (30%) of his workweek selling insurance products.

(Item 5) ADDITIONAL COMPENSATION

Mr. Lee does not receive economic benefits from any third parties.

(Item 6) SUPERVISION

Malik S. Lee is the chief compliance officer of our firm. Mr. Lee is responsible for providing advice to clients, as an investment advisor representative and administration of firm operations. We administer supervision through application of our written supervisory policies and procedures. For questions regarding our supervisory procedures, please contact Malik S. Lee by phone at 1-800-822-7068 (Ext. 1) or email to: malik@feltonandpeel.com.

(Item 7) REQUIREMENTS FOR STATE REGISTERED ADVISERS

Additional IAR Disciplinary Events

1. Awards granted or findings of liability in consequential Arbitration Claims

None. See Item 19 of Brochure.

2. Awards granted or findings of liability in consequential Civil, SRO, or Administrative proceedings.

None. See Item 19 of Brochure.

IAR Bankruptcy Petition Filings

Malik S. Lee has not been the subject of a bankruptcy petition at any time during the past ten (10) years.

This Brochure supplement provides information about Investment Advisor Representative, B. Brandon Mackie CRD No. [2919084](#) that supplements the firm Brochure of Felton & Peel Wealth Management, Inc. (CRD/IARD No. 298495). You should have received a copy of that brochure. Please contact Malik S. Lee (contact information below), if you did not receive the Felton & Peel Wealth Management Brochure or if you have any questions about the contents of this supplement.

Additional information about Investment Advisor Representative, B. Brandon Mackie CRD No. [2919084](#) can be found on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov. This website can be searched by using the investment advisor representative's CRD number (shown above).

BROCHURE SUPPLEMENT
(Form ADV Part 2B)
for

B. Brandon Mackie, CFP®



FELTON & PEEL WEALTH MANAGEMENT, INC.

Two Ballpark Center
800 Battery Avenue SE, Suite 100
Atlanta, Georgia 30339
Phone: 1-800-822-7068 (Ext. 2)
Fax: 1-800-787-4857
Website: www.feltonandpeel.com
Email: brandon@feltonandpeel.com

Supervisory Contact
Malik S. Lee, CFP®, CAP®
Chief Compliance Officer
Phone: 1-800-822-7068 (Ext. 1)
Email: malik@feltonandpeel.com

September 28, 2018

BROCHURE SUPPLEMENT for B. Brandon Mackie CRD No. 2919084

EDUCATIONAL BACKGROUND & BUSINESS EXPERIENCE (Item 2)

Felton & Peel Wealth Management Requirements for Representative Employment

We require that employees who provide advice on behalf of the firm have at least a 4-year college degree and 2 years relevant work experience in the securities industry. Prospective employees must also have passed the appropriate state advisory exams. Additional professional designations are encouraged.

Investment Advisor Representative's Information

B. Brandon Mackie, CFP®

Year of Birth: 1976

B. Brandon Mackie is a seasoned investment services professional with over 14 years of experience in the securities industry. B. Brandon specializes in providing wealth management services to retail clients. Early in his career, B. Brandon successfully passed the Series 7 and Series 63 securities industry exams and later passed the Series 66 exam.

Educational Background

Bachelor of Science, Management: Finance Tulane University, New Orleans, Louisiana, 1999

Professional Designation(s)

Certified Financial Planner or CFP®, 2015

Certified Financial Planner, CFP® and federally registered CFP (with flame design) marks (collectively, the "CFP® marks") are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. ("CFP Board"). The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;

Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;

Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and

Ethics – Agree to be bound by CFP Board's Standards of Professional Conduct, a set of documents outlining the ethical and practice standards for CFP® professionals.

Continued Education - Individuals who become certified must complete ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks.

Business Experience

Managing Associate
& Investment Advisor Representative
Felton & Peel Wealth Management, Inc.
Atlanta, Georgia

08/2018 to Present

Registered Representative ALPS Distributors, Inc. Kennesaw, Georgia	08/2015 to 03/2018
Financial Associate & Investment Advisor Representative Henssler Financial Kennesaw, Georgia	07/2015 to 02/2018
Vice President & Wealth Planning Consultant Registered Representative & Investment Advisor Representative SunTrust Banks, Inc. Atlanta, Georgia	03/2014 to 06/2015
Assistant Vice President & Fixed Income Sales Trader Registered Representative & Investment Advisor Representative SunTrust Banks, Inc. Atlanta, Georgia	06/2008 to 03/2014

DISCIPLINARY INFORMATION (Item 3)

Criminal or Civil Actions - *None.*

Administrative Actions or Proceedings - *None.*

Self-Regulatory Organization (SRO) Proceedings - *None.*

Professional Standards Violations. - *None.*

OTHER BUSINESS ACTIVITIES (Item 4)

Mr. Mackie is not involved in any investment related (or non-investment related) activity not already disclosed herein.

ADDITIONAL COMPENSATION (Item 5)

Mr. Mackie does not receive economic benefits from any third parties.

SUPERVISION (Item 6)

B. Brandon Mackie is supervised by Malik S. Lee, Chief Compliance Officer. We administer supervision through application of our written supervisory policies and procedures. Questions regarding our supervisory policies and procedures should be directed to Malik S. Lee by phone at 1-800-822-7068 (Ext. 1) or email to: malik@feltonandpeel.com.

REQUIREMENTS FOR STATE REGISTERED ADVISERS (Item 7)

Additional IAR Disciplinary Events

1. Awards granted or findings of liability in consequential Arbitration Claims

None. See Item 19 of Brochure.

2. Awards granted or findings of liability in consequential Civil, SRO, or Administrative proceedings.

None. See Item 19 of Brochure.

IAR Bankruptcy Petition Filings

B. Brandon Mackie has not been the subject of a bankruptcy petition at any time during the past ten (10) years.