

Item 1: Cover Page
Part 2A Appendix 1 of Form ADV: Wrap Fee Program Brochure
January 2nd, 2024



Wrap Fee Program
Sponsored by:

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Firm Contact:
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This brochure provides information about the qualifications and business practices of Latko Wealth Management, Ltd. ("LWM"). If clients have any questions about the contents of this brochure, please contact us at 815-469-8887 or david.latko@latkowealth.com. 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 our firm is also available on the SEC's website at www.adviserinfo.sec.gov by searching CRD #282423.

Please note that the use of the term “registered investment adviser” and description of our firm and/or our associates as “registered” does not imply a certain level of skill or training. Clients are encouraged to review this Brochure and Brochure Supplements for our firm’s associates who advise clients for more information on the qualifications of our firm and our employees.

Item 2: Material Changes

LWM is required to make clients aware of information that has changed since the last annual update to the Wrap Brochure (“Wrap Brochure”) and that may be important to them. Clients can then determine whether to review the brochure in its entirety or to contact us with questions about the changes.

The following are the material changes made to our Wrap Brochure since our last annual amendment in January 2022. We included a discussion of mutual fund share class considerations and related conflicts of interest (Item 4).

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Item 4: Services, Fees & Compensation

We generally provide advisory services through programs sponsored by LPL Financial, LLC (“LPL Financial”), a registered investment adviser and broker-dealer. LPL Financial is independently owned and operated and not affiliated with Latko Wealth Management, Ltd. LPL Financial offers wrap-fee programs and non-wrap fee programs to clients.

Our firm sponsors a wrap fee program, which allows clients to pay a single fee for investment advisory services and associated custodial transaction costs. Transaction fees will be paid by our firm via individual transaction charges. Because our firm absorbs client transaction fees, an incentive exists to limit trading activities in client accounts. Custodial transaction costs, however, are not included in the advisory fee charged by our firm for non-wrap services, and are to be paid by the client to LPL Financial. Depending on the client’s account or portfolio trading activity, clients may pay more for using our wrap fee services than they would for using our non-wrap services.

We do not charge our clients higher advisory fees based on their trading activity, but you should be aware that we may have an incentive to limit our trading activities in your account(s) because we are charged for executed trades. By participating in a wrap fee program, you may end up paying more or less than you would through a non-wrap fee program where a lower advisory fee is charged, but trade execution costs are passed directly through to you by LPL Financial.

LPL Financial’s Strategic Wealth Management Program II (“SWM II”) offers clients an asset management account that is directly managed by our firm’s investment adviser representatives. Clients participating in SWM II accounts pay a single wrap fee for advisory services and associated custodial transaction costs. Clients participating in LPL Financial’s Strategic Wealth Management Program (“SWM”) pay an asset-based management fee and separate transaction costs. Please see our Firm Brochure for more information regarding SWM.

Our Wrap Advisory Services

Strategic Wealth Management Program II (“SWM II”):

As part of our SWM II service, a portfolio is created, consisting of individual stocks, bonds, exchange traded funds (“ETFs”), options, mutual funds and/or other investments. The client’s individual investment strategy is tailored to their specific needs and may include some or all of the previously mentioned securities. Portfolios will be designed to meet a particular investment goal, determined to be suitable to the client’s circumstances. Once the appropriate portfolio has been determined, portfolios are continuously and regularly monitored, and if necessary, rebalanced based upon the client’s individual needs, stated goals and objectives.

Fees:

The maximum annual fee to be charged to the client’s account(s) will not exceed 2.00%. The fee to be assessed to each account will be detailed in the client’s signed advisory agreement or LPL Financial Account Application. Fees are billed on a pro-rata basis quarterly in advance based on the value of the account(s) on the last day of the previous quarter. Fees are negotiable and will be deducted from the account(s). Please note that fees will be adjusted for deposits and withdrawals made during the

quarter. If accounts are opened during the quarter, the pro-rata advisory fees will be deducted during the next regularly scheduled billing cycle. As part of this process, Clients understand the following:

- a) LPL Financial as the client's custodian sends statements at least quarterly, showing all disbursements for each account, including the amount of the advisory fees paid to our firm;
- b) Clients provide authorization permitting LPL Financial to deduct these fees;
- c) LPL Financial calculates the advisory fees for all fee schedules and deducts them from the client's account.

Other Types of Fees & Expenses:

In addition to our advisory fees above, clients may also pay holdings charges imposed by the chosen custodian for certain investments, charges imposed directly by a mutual fund, index fund, or exchange traded fund, which shall be disclosed in the fund's prospectus, mark-ups and mark-downs, spreads paid to market makers, fees for trades executed away from custodian, wire transfer fees and other fees and taxes on brokerage accounts and securities transactions. Our firm does not receive a portion of these fees.

When providing services, we use mutual funds that the custodian makes available. Mutual funds offer multiple share classes which can be titled, for example, as Class A, Class I, institutional, fee-based, investor, retail, service, administrative or platform share classes. The mutual funds are no-load or load-waived share classes and therefore not subject to any upfront sales charge. However, different mutual fund share classes have different expense structures (i.e., some higher and some lower) and in some cases the mutual fund share classes pay a 12b-1 fee, administrative fee, recordkeeping fee, and/or revenue sharing fee to the custodian. You should understand that the mutual fund share class we select for purchase in your account in some cases will not be the least expensive share class that the mutual fund makes available. We select mutual fund share classes based on a variety of different considerations, including but not limited to: the advisory fee that is charged; the amount of the transaction charges applied to the purchase or sale of the mutual fund; the anticipated frequency of transactions; the holding period for the mutual funds; the overall cost structure of the advisory program; share class eligibility requirements; and potential tax consequences. You should understand that another financial services firm may offer the same mutual fund at a lower overall cost to the investor than is available through accounts.

Termination and Refunds

Either party may terminate the signed advisory agreement at any time. Upon receipt of your notice of termination, LPL Financial will process a pro-rated refund of the unearned portion of the advisory fees charged in advance at the beginning of the quarter.

Retirement Rollovers

There is a conflict of interest for individuals that currently invest in an employer-sponsored retirement plan or individual retirement account that are considering a roll out of assets from the retirement plan or account. A conflict of interest exists because we will be compensated only if the individual rolls over the proceeds into an IRA that we then manage. As a result, it can be construed that we have a financial incentive to recommend one option over another. Therefore, the individual should include in his/her decision making process, a thorough review of all options available; for example (i) remain invested in the current retirement plan or account (if available), (ii) transfer assets to a new employer-sponsored retirement plan (if available), (iii) transfer assets to an IRA with a financial institution, or (iv) withdraw assets directly, which would be subject to federal and applicable state and local taxes and possibly subject to the IRS penalty of 10% depending upon the

age of the individual.

Item 5: Account Requirements & Types of Clients

We do not impose a minimum account size to become an advisory client; however certain programs offered by LPL Financial and other broker dealers may require a minimum amount of investable assets to open and maintain an account. A minimum initial account value of \$500,000 was suggested or preferred for our SWM II service. In certain instances, we permitted a lower minimum account size.

Our firm has the following types of clients:

- Individuals and High Net Worth Individuals;
- Trusts, Estates or Charitable Organizations;
- Pension and Profit Sharing Plans;
- Corporations, Limited Liability Companies and/or Other Business Types

Item 6: Portfolio Manager Selection & Evaluation

Selection of Portfolio Managers:

Our firm's investment adviser representatives ("IARs") act as portfolio manager(s) for this wrap fee program. A conflict arises in that other investment advisory firms may charge the same or lower fees than our firm for similar services. Our IARs are subject to individual licensing requirements as imposed by state securities boards. Our firm is required to confirm or update each IAR's Form U4 on an annual basis. IAR supervision is conducted by our Chief Compliance Officer or management personnel.

Our firm's IARs will regularly review the Account and implement changes that the IAR deems appropriate. An official account review will be conducted and documented at least annually. The nature of these reviews is to learn whether client accounts are in line with their investment objectives and appropriately positioned.

Advisory Business:

Information about our wrap fee services can be found in Item 4 of this brochure.

Each SWM II client has the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio. Restrictions on investments in certain securities or types of securities may not be possible due to the level of difficulty this would entail in managing the account.

Performance-Based Fees & Side-By-Side Management:

Our firm does not charge performance-based fees.

Methods of Analysis, Investment Strategies & Risk of Loss:

We use a long-term investment philosophy and provide individual advice based on each client's risk tolerance. We review our client's long-term and short-term financial needs and objectives, and risk tolerance or risk-aversion. Investment recommendations are based on information provided to us by our clients, financial records, responses to our questionnaires or personal interviews. We design each client's investment strategy based on a thorough evaluation of the individual goals and objectives of each client. After analyzing a client's financial situation and understanding their individual investment objectives, we will recommend investment programs sponsored by third party financial institutions including LPL Financial. Following client approval, we will implement each aspect of the strategy, as appropriate. Account supervision is guided by the stated objectives of the client, and all managed accounts will be maintained with an independent custodian broker-dealer.

Our investment strategy involves recommending an asset allocation mix to our clients based on their individual needs by selecting an appropriate mix of mutual funds, exchange traded funds, equities, fixed income or Portfolio Managers to manage your assets. We monitor the asset allocation mix and performance of the investments, and make periodic adjustments to the account, as necessary to meet client objectives. In the event we recommend Portfolio Managers, we will monitor manager performance and various investment markets to determine if the allocation among investment options is appropriate or if changes to those options are necessary due to changes in the market or client's needs.

The description provided above is a brief overview of the investment category and is not intended to be complete. Investing in securities is inherently risky. An investment in individual securities or in a portfolio of securities could lose money. We cannot give any guarantee that we will achieve your investment objectives or that any client will receive a return of its investment.

The description below is an overview of the risks entailed in our investment strategy and is not intended to be complete. All investing involves a risk of loss and the investment strategy offered by us could lose money over short or long periods. Performance could be hurt by a number of different market risks including but not limited to:

Stock Market Risk. Stock market risk, which is the chance that stock prices overall will decline. An investment in individual securities or in a portfolio of securities could lose money. We cannot give any guarantee that we will achieve the client's investment objectives or that any client will receive a return of its investment. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices.

Alternative Strategy Mutual Funds. Certain mutual funds invest primarily in alternative investments and/or strategies. Investing in alternative investments and/or strategies and involves special risks, such as risks associated with commodities, real estate, leverage, selling securities short, the use of

derivatives, potential adverse market forces, regulatory changes and potential illiquidity. There are special risks associated with mutual funds that invest principally in real estate securities, such as sensitivity to changes in real estate values and interest rates and price volatility because of the fund's concentration in the real estate industry.

Exchange-Traded Funds (ETFs). ETFs are typically investment companies that are legally classified as open end mutual funds or UITs. However, they differ from traditional mutual funds, in particular, in that ETF shares are listed on a securities exchange. Shares can be bought and sold throughout the trading day like shares of other publicly-traded companies. ETF shares may trade at a discount or premium to their net asset value. This difference between the bid price and the ask price is often referred to as the "spread." The spread varies over time based on the ETF's trading volume and market liquidity, and is generally lower if the ETF has a lot of trading volume and market liquidity and higher if the ETF has little trading volume and market liquidity. Although many ETFs are registered as an investment company under the Investment Company Act of 1940 like traditional mutual funds, some ETFs, in particular those that invest in commodities are not registered as an investment company.

Leveraged and Inverse ETFs, ETNs and Mutual Funds. Leveraged ETFs, ETNs and mutual funds, sometimes labeled "ultra" or "2x" for example, are designed to provide a multiple of the underlying index's return, typically on a daily basis. Inverse products are designed to provide the opposite of the return of the underlying index, typically on a daily basis. These products are different from and can be riskier than traditional ETFs, ETNs and mutual funds. Although these products are designed to provide returns that generally correspond to the underlying index, they may not be able to exactly replicate the performance of the index because of fund expenses and other factors. This is referred to as tracking error. Continual re-setting of returns within the product may add to the underlying costs and increase the tracking error. As a result, this may prevent these products from achieving their investment objective. In addition, compounding of the returns can produce a divergence from the underlying index over time, in particular for leveraged products. In highly volatile markets with large positive and negative swings, return distortions are magnified over time. Because of these distortions, these products should be actively monitored, as frequently as daily, and may not be appropriate as an intermediate or long-term holding. To accomplish their objectives, these products use a range of strategies, including swaps, futures contracts and other derivatives. These products may not be diversified and can be based on commodities or currencies. These products may have higher expense ratios and be less tax-efficient than more traditional ETFs, ETNs and mutual funds. LPL imposes limitations on accounts purchasing leveraged or inverse ETFs, ETNs, and mutual funds.

Please Note: Investing in securities involves risk of loss that clients should be prepared to bear. While the stock market may increase and your account(s) could enjoy a gain, it is also possible that the stock market may decrease and your account(s) could suffer a loss. It is important that you understand the risks associated with investing in the stock market, are appropriately diversified in your investments, and ask any questions you may have.

Voting Client Securities:

As a matter of policy, we disclaim any responsibility for voting client securities. Clients may contact us for advice or information about a particular proxy vote but we do not exercise proxy voting authority over client securities and should not be designated by custodians as the party to receive information on voting client proxies. The obligation to vote client proxies rests with the client.

Item 7: Client Information Provided to Portfolio Manager(s)

All SWM II accounts are managed by our in-house licensed IARs. The IAR selected to manage the client's account(s) or portfolio(s) will be privy to the client's investment goals and objectives, risk tolerance, restrictions placed on the management of the account(s) or portfolio(s) and relevant client notes taken by our firm. Please see our firm's Privacy Policy for more information on how our firm utilizes client information.

Item 8: Client Contact with Portfolio Manager(s)

Clients are always free to directly contact their IAR or Portfolio Manager with any questions or concerns about their portfolios or other matters.

Item 9: Additional Information

Disciplinary Information

There are no legal or disciplinary events that are material to the evaluation of our advisory business or the integrity of our management.

Financial Industry Activities & Affiliations

Investment adviser representatives of Latko Wealth Management may receive additional compensation based on other financial industry activities and affiliations.

Commission Based Business

Latko Financial Group, Ltd. is an affiliated entity under common control of David W. Latko that is a doing business name for LPL Financial LLC to offer brokerage. In such a capacity, investment advisor representatives offer securities and receive normal and customary commissions as a result of such transactions. This presents a conflict of interest to the extent that there may be recommendations that a client invest in a security which results in a commission being paid.

The recommendation that a client purchase a commission product from LPL Financial presents a conflict of interest, as the receipt of commissions provides an incentive to recommend investment products based on commissions received, rather than on a particular client's need. Investment Advisor Representatives of Latko Wealth Management, Ltd. however have a fiduciary duty to act in the best interests of their clients. No client is under any obligation to purchase any commission products from LPL Financial. The firm's Chief Compliance Officer, David W. Latko, is available to address any questions that a client or prospective client may have regarding this conflict of interest.

Insurance Agent

You may also work with your investment advisor representative in his or her separate capacity as an

insurance agent. When acting in his or her separate capacity as an insurance agent, the investment advisor representative may sell, for commissions, general disability insurance, life insurance, annuities and other insurance products to you. As such, your investment advisor representative in his or her separate capacity as an insurance agent may suggest that you implement recommendations of Latko Wealth Management, Ltd. by purchasing disability insurance, life insurance, annuities or other insurance products. This receipt of commissions creates an incentive for the representative to recommend those products for which your investment advisor representative will receive a commission in his or her separate capacity as an insurance agent.

Consequently, the advice rendered to you could be biased. You have the right to decide whether to implement any insurance or annuity transaction. If you decide to implement you have the right to implement through the professional of your choice. Insurance products will only be offered in states where the representative offering insurance is properly licensed.

The purchase of a securities and/or insurance commission product presents a conflict of interest, as the receipt of commissions provides an incentive to recommend investment products based on compensation, rather than on a particular client's need. You always have the right to decide to implement the purchase of a recommended commissionable product. If a client decides to purchase a recommended commissionable product, that client has the right to purchase through the professional of their choice.

Real Estate Broker

Latko Premier Properties, Ltd. is an affiliated entity under common control by David W. Latko. The entity was originally formed in order to buy and sell personal real estate and rental properties without the need to pay a commission to a real estate agent. Latko Premier Properties, Ltd. is now an on-going operation open to the public. Tiffany O. Latko who operates as the Marketing Director for Latko Wealth Management, Ltd. is also a registered real estate agent for Latko Premier Properties. In the event that an advisory client is buying or selling real estate, unrelated to an investment strategy, the services of Latko Premier Properties, Ltd. are available. The potential conflict of interest is mitigated because such real estate transactions occur based on the client's independent desire to buy or sell real estate that is not related to a client's investment portfolio. In addition, this potential conflict of interest is further mitigated due to an investment advisor representative's fiduciary duty to act in the best interests of their client.

Outside Radio, TV, Book and Magazine Writing

Latko Media Enterprises, Ltd. Is an affiliated entity under common control by David W. Latko. The entity was formed to facilitate a place for David W. Latko's book writings and publishing plus a venue for his radio show "David Latko's Money and More" show. All designed to be separate from his financial advisory business

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

Code of Ethics

We have adopted a written Code of Ethics (the "Code") predicated on the principal that we owe a fiduciary duty to our clients. The Code establishes guidelines for professional conduct and personal trading procedures, including certain pre-clearance and reporting obligations.

We require pre-clearance before purchasing an IPO or limited offering (i.e., private placement); require periodic reporting of personal securities transactions and all holdings; and require prompt internal reporting of Code violations to our Chief Compliance Officer. A copy of our Code is available upon request by contacting our Chief Compliance Officer at 815-469-8887.

Our employees may purchase, sell, or hold the same securities that our recommended to clients. Trades by employees are executed in a manner consistent with our fiduciary obligations to our

clients. Employee trades must not be timed to precede orders placed for any client, nor should trading activity be so excessive as to conflict with the employee's ability to fulfill daily job responsibilities. All employees are required to sign a statement acknowledging their understanding of the rules, which are designed to prevent potential compliance-related concerns and mitigate potential conflicts, on an annual basis. The Chief Compliance Officer monitors employee trading, relative to client trading, to ensure that employees do not engage in improper transactions.

Review of Accounts

We review the performance of managed accounts on a continuous, ongoing basis. On a quarterly basis, we review the account's rebalancing activity, review the fees charged to the account, review trading in the account against any client-directed restrictions, and review the performance of the account. We meet with the client at least annually or more frequently to review any changes in their financial goals or profile which would require any changes in their asset allocation.

Clients receive account statements directly from the custodian on at least a quarterly basis.

Other Compensation

LPL Financial

LWM and/or its Dually Registered Persons may be incented to join and remain affiliated with LPL Financial and to recommend that clients establish accounts with LPL Financial through the provision of Transition Assistance. LPL Financial also provides other compensation to LWM and its Dually Registered Persons, including but not limited to, bonus payments, repayable and forgivable loans, stock awards and other benefits.

The receipt of any such compensation creates a financial incentive for your representative to recommend LPL Financial as custodian for the assets in your advisory account. We encourage you to discuss any such conflicts of interest with your representative before making a decision to custody your assets at LPL Financial.

We do not compensate any person or company, which is not controlled by or is under common control of LWM, for client referrals nor do we offer or receive sales awards or prizes for providing investment advice to clients.

Other Third Parties

We may occasionally co-sponsor educational seminars or receive marketing support from unaffiliated investment companies or mutual funds. Our clients do not pay more for investment transactions effected and/or assets maintained as result of this arrangement. There is no commitment made by us to any other institution as a result of this arrangement.

Financial Information

Our firm is not required to provide financial information in this Brochure because:

- Our firm does not require the prepayment of more than \$1,200 in fees when services cannot be rendered within 6 months.
- Our firm does not have a financial condition or commitment that impairs our ability to meet contractual and fiduciary obligations to clients.
- Our firm has never been the subject of a bankruptcy proceeding.