

Part 2A of Form ADV: Firm Brochure

Form ADV, Part 2A, Item 1

Cover Page

NewCorp Financial Services, Inc.
d/b/a

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March 25, 2019

**FORM ADV PART 2
FIRM BROCHURE**

This brochure provides information about the qualifications and business practices of NewCorp Wealth Management. If you have any questions about the contents of this brochure, please contact us at (404) 996-6893. 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 NewCorp Wealth Management is also available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for NewCorp Wealth Management is 297125.

NewCorp Wealth Management is a Registered Investment Adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Material Changes

NewCorp Wealth Management was established as a new Registered Investment Advisor in July 2018 under the State of Georgia rules and regulations. There have been no material changes since the firm was established.

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Advisory Business

NewCorp Financial Services, Inc. d/b/a NewCorp Wealth Management (hereinafter called "NWM") is a Registered Investment Adviser based in Atlanta, Georgia, and incorporated under the laws of the State of Georgia. NWM is owned by Lance Newsome and John Newsome. NWM is registered with the State of Georgia and is subject to its rules and regulations. Founded in July 2018, NWM provides investment advisory services, which may include, but are not limited to, the review of client investment objectives and goals, recommending asset allocation strategies of managed assets among investment products such as cash, stocks, mutual funds and bonds, annuities, and/or preparing written investment strategies. Our investment advice is tailored to meet our clients' needs and investment objectives. Clients may impose restrictions on investing in certain securities or types of securities (such as a product type, specific companies, specific sectors, etc.) by providing a signed and dated written notification, of which an e-mail is also an acceptable form of notification. NWM also provides financial planning consulting services including, but not limited to, risk assessment/management, investment planning, estate planning, financial organization, or financial decision making/negotiation.

NWM provides investment advisory and other financial services through its Investment Advisory Representatives ("IAR") to accounts opened with NWM. Managed Accounts are available to individuals and corporations.

NWM provides discretionary and non-discretionary investment advisory services to some of its clients through various managed account programs. NWM will assist clients in determining the suitability of the Managed Account Programs for the client. The IAR is compensated through a comprehensive single fee and the account may be assessed other charges associated with conducting a brokerage business. NWM and its IAR, as appropriate, will be responsible for the following:

- Performing due diligence
- Recommending strategic asset and style allocations
- Providing research on investment product options, as needed
- Providing client risk profile questionnaire
- Obtaining investment advisory contract from client with required financial, risk tolerance, suitability and investment vehicle selection information for each new account
- Performing client suitability check on account documentation, review the investment objectives and evaluate the investment vehicle selections
- Providing Firm Brochure (this document)

For its employer-sponsored retirement plan clients, NWM may offer varying levels of service. NWM’s role is primarily to advise the Plan’s fiduciaries in deciding which investments to include in the Plan. NWM may also assist the Plan fiduciaries in the following areas:

- Preparing an Investment Policy Statement (“IPS”) for the Plan
- Monitoring the performance of the investments in the Plan
- Provide participant education and Plan enrollment assistance
- Prepare competitive bids to “benchmark” a plan’s provider against the competition
- Provide fiduciary education services to the Plan Committee

The firm currently has the following assets under management as of February 6, 2019:
 Discretionary: \$39,000,000; Non-Discretionary: \$ 13,000,000; Total AUM: \$52,000,000.

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Fees and Compensation

The following types of fees will be assessed:

Asset Management – Fees are charged in advance and are based primarily on asset size and the level of complexity of the services provided. In individual cases, NWM has the sole discretion to negotiate fees that are lower than the standard fee shown or to waive fees. Fees are not based on the share of capital gains or capital appreciation of the funds or any portion of the funds. Comparable services for lower fees may be available from other sources. Fees for the initial quarter will be prorated based upon the number of calendar days in the calendar quarter that the advisory agreement is in effect. Fees are based on the market value of the assets on the last business day of the previous quarter. Annual fees range from 1.25% - 1.50% depending on the amount of assets under management (“AUM”) – See chart below. Consulting services are included in these fees for asset management services.

Fee Schedule for Asset Management:

Total Account Value	Maximum Annual Advisory Fee
Under \$500,000	1.50%
\$500,001 – \$1,000,000	1.35%
\$1,000,001 or more	1.25%

As authorized in the client agreement, the account custodian withdraws NewCorp Wealth Management’s advisory fees directly from the clients’ accounts according to the custodian’s policies, practices, and procedures. The custodial statement includes the amount of any fees paid to NWM for advisory services. You should carefully review the statement from your

custodian/broker-dealer's statement and verify the calculation of fees. Your custodian/broker-dealer does not verify the accuracy of fee calculations.

Fees are charged in advance on a quarterly basis, meaning that advisory fees for a quarter are charged on the first day of the quarter. Clients may terminate investment advisory services obtained from NWM, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with NWM. The client is responsible for any fees and charges incurred by the client from third parties as a result of maintaining the account such as transaction fees for any securities transactions executed and account maintenance or custodial fees. Thereafter, the client may terminate advisory services upon written notice delivered to and received by NWM. Clients who terminate investment advisory services during a quarter are charged a prorated advisory fee based on the date of NWM's receipt of client's written notice to terminate. Any earned but unpaid fees are immediately due and payable.

Retirement Plans – plan sponsors will be charged between .25% to .75% depending on the amount of Assets Under Management and the complexity of services provided. There may be an upfront setup charge of up to \$1,500 for each plan, depending on the amount of upfront work required to set up the plan for management.

Financial Planning – Financial planning services are charged in advance through a fixed fee as agreed upon between the client and NewCorp Wealth Management. There will never be an instance where \$500 or more in fees is charged six or more months in advance. Fees are negotiable and vary depending upon the complexity of the client situation and services to be provided. Fixed fees range from \$1,000 to \$7,500 per project. An estimate for total hours and charges is determined at the start of the advisory relationship.

Clients who wish to terminate the planning process prior to completion may do so with written notice. The client may obtain a refund of a pre-paid fee if the advisory contract is terminated before the end of the project by contacting Lance Newsome and John Newsome at (404) 996-6893. Upon receipt of written notification, any earned fee will immediately become due and payable. A client may terminate an advisory agreement without being assessed any fees or expenses within five (5) days of its signing.

Additional Fees and Expenses

In addition to advisory fees paid to NWM as explained above, clients may pay custodial service, account maintenance, transaction, and other fees associated with maintaining the account. These fees vary by broker and/or custodian. Clients should ask NWM for details on transaction fees or other custodial fees specific to their account, as these fees are not included in the annual advisory fee. NWM does not share any portion of such fees. Additionally, for any mutual funds purchased, the client may pay their proportionate share of the funds' distribution, internal management, investment advisory and administrative fees. Such fees are not shared with NWM and are compensation to the fund manager. Clients are urged to read the mutual fund prospectus prior to investing.

Mutual fund companies impose internal fees and expenses on clients. These fees are in addition to the costs associated with the investment advisory services as described above. Complete

details of such internal expenses are specified and disclosed in each mutual fund company's prospectus. Clients are strongly advised to review the prospectus(es) prior to investing in such securities.

Mutual funds purchased or sold in broker-dealer accounts may generate transaction fees that would not exist if the purchase or sale were made directly with the mutual fund company. Mutual funds held in broker-dealer accounts also charge management fees. These mutual fund management fees may be more or less than the mutual fund management fees charged if the client held the mutual fund directly with the mutual fund company.

Clients may purchase shares of mutual funds directly from the mutual fund issuer, its principal underwriter, or a distributor without purchasing the services of NWM or paying the advisory fee on such shares (but subject to any applicable sales charges). Certain mutual funds are offered to the public without a sales charge. In the case of mutual funds offered with a sales charge, the prevailing sales charge (as described in the mutual fund prospectus) may be more or less than the applicable advisory fee. However, clients would not receive NWM's assistance in developing an investment strategy, selecting securities, monitoring performance of the account, and making changes as necessary.

Please refer to Item 12 "Brokerage Practices" of this brochure for additional information.

Commissionable Securities Sales

Representatives of our firm may be registered representatives of Purshe Kaplan Sterling Investments, Inc ("PKS"), member FINRA/SIPC. As such they are able to accept compensation for the sale of securities or other investment products, including distribution or service ("trail") fees from the sale of mutual funds. Clients should be aware that the practice of accepting commissions for the sale of securities presents a conflict of interest and gives our firm and/or our representatives an incentive to recommend investment products based on the compensation received. Our firm generally addresses commissionable sales conflicts that arise when explaining to clients these sales create an incentive to recommend based on the compensation to be earned and/or when recommending commissionable mutual funds, explaining that "no-load" funds are also available.

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Performance-Based Fees and Side-By-Side Management

NewCorp Wealth Management does not charge performance-based fees or participate in side-by-side management. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Performance-based fees are fees that are based on a share of capital gains or appreciation of the assets of a client. Our fees are calculated as described in Fees and Compensation section above, and are not charged on the basis of performance of your advisory account.

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Types of Clients

NWM offers investment advisory services to individuals and corporations. There is no minimum account size to open and maintain an advisory account.

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Methods of Analysis, Investment Strategies, and Risk of Loss

NWM's methods of analysis and investment strategies incorporate the client's needs and investment objectives, time horizon, and risk tolerance. NWM is not bound to a specific investment strategy for the management of investment portfolios, but rather consider the risk tolerance levels pre-determined gathered at the account opening, as well as on an on-going basis. Examples of methodologies that our investment strategies may incorporate include:

Asset Allocation – Asset Allocation is a broad term used to define the process of selecting a mix of asset classes and the efficient allocation of capital to those assets by matching rates of return to a specified and quantifiable tolerance for risk.

Dollar-Cost Averaging – Dollar-cost averaging is the technique of buying a fixed dollar amount of securities at regularly scheduled intervals, regardless of the price per share. This will gradually, over time, decrease the average share price of the security. Dollar-cost averaging lessens the risk of investing a large amount in a single investment at the wrong time.

Technical Analysis – involves studying past price patterns and trends in the financial markets to predict the direction of both the overall market and specific stocks.

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

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

Our strategies and investments may have unique and significant tax implications. Regardless of your account size or other factors, we strongly recommend that you continuously consult with a tax professional prior to and throughout the investing of your assets.

Investing in securities involves risk of loss that clients should be prepared to bear. Although we manage your portfolio with strategies and in a manner consistent with your risk tolerances, there can be no guarantee that our efforts will be successful. You should be prepared to bear the risk of loss.

All investments involve the risk of loss, including (among other things) loss of principal, a reduction in earnings (including interest, dividends, and other distributions), and the loss of future earnings. These risks include market risk, interest rate risk, issuer risk, and general

economic risk. Regardless of the methods of analysis or strategies suggested for your particular investment goals, you should carefully consider these risks, as they all bear risks.

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Disciplinary Information

NewCorp Wealth Management or its Principal Executive Officers have not had any reportable disclosable events in the past ten years.

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Other Financial Industry Activities and Affiliations

Representatives of NWM may be registered representatives of PKS, member FINRA/SIPC, and licensed insurance agents. As a result of these transactions, they receive commissions. A conflict of interest exists as these commissionable sales create an incentive to recommend products based on the compensation earned. To mitigate this potential conflict, our firm will act in the client's best interest.

NWM is not registered, nor does it have an application pending to register, as a broker-dealer, futures commission merchant, commodity pool operator, commodity trading advisor, or an associated person of the foregoing entities.

NWM does not recommend or select other investment advisers for clients. Our firm does not directly or indirectly receive compensation for the recommendation or selection of other investment advisers.

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

NWM's Code of Ethics includes guidelines for professional standards of conduct for our Associated Persons. Our goal is to protect client interests at all times and to demonstrate our commitment to fiduciary duties of honesty, good faith, and fair dealing. All of NWM's Associated Persons are expected to strictly adhere to these guidelines. Persons associated with NewCorp Wealth Management are also required to report any violations to the Code of Ethics. Additionally, the firm maintains and enforces written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about our clients or client accounts by persons associated with our firm.

NWM and its employees may buy or sell securities that are also held by clients. It is the expressed policy of the advisor that no person employed by our firm purchase or sell any security prior to the

transaction being implemented for an advisory account; therefore, preventing such employees from benefiting from transactions placed on behalf of the advisory clients.

The advisor may have an interest or position in a certain security, which may also be recommended to the client. As these situations may present a conflict of interest, the advisor has established the following restrictions in order to ensure its fiduciary responsibilities:

1. A director, officer or employee of the advisor shall not buy or sell a security for their personal portfolio(s) where their decision is substantially derived, in whole or part, by reason of his or her employment, unless the information is also available to the investing public. No owner/employee of NWM shall prefer their own interest to that of the client.
2. The advisor maintains a list of all securities held by the company and all directors, officers, and employees. These holdings are reviewed on a quarterly basis by the principal of the firm.
3. The advisor requires that all employees must act in accordance with all applicable Federal and State regulations governing registered investment advisors.
4. The advisor will monitor blocked personal trades with those of clients to ensure that clients are not at a disadvantage.

NWM's Code of Ethics is available to you upon request. You may obtain a copy of our Code of Ethics by contacting Lance Newsome and John Newsome at (404) 996-6893.

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Brokerage Practices

NWM recommends the brokerage and custodial services of Charles Schwab & Co., Inc. In considering which independent qualified custodian will be the best fit for NWM's business model, we evaluate the following factors, which is not an all-inclusive list:

- Financial strength
- Reputation
- Reporting capabilities
- Execution capabilities
- Pricing, and
- Types and quality of research

While you are free to choose any broker-dealer or other service provider, we recommend that you establish an account with a brokerage firm with which we have an existing relationship. Such relationships may include benefits provided to our firm, including, but not limited to research, market information, and administrative services that help our firm manage your account(s). We believe that recommended broker-dealers provide quality execution services for our clients at competitive prices. Price is not the sole factor we consider in evaluating best execution. We also consider the quality of the brokerage services provided by the recommended broker-dealers, including the value of research provided, the firm's reputation, execution capabilities, commission rates, and responsiveness to our clients and our firm.

You may direct us in writing to use a particular broker-dealer to execute some or all of the transactions for your account. If you do so, you are responsible for negotiating the terms and arrangements for the account with that broker-dealer. We may not be able to negotiate commissions, obtain volume discounts, or best execution. In addition, under these circumstances a difference in commission charges may exist between the commissions charged to clients who direct us to use a particular broker or dealer and other clients who do not direct us to use a particular broker or dealer.

NWM does not have any soft dollar arrangements.

NWM does not receive client referrals from broker-dealers in exchange for cash or other compensation, such as brokerage services or research.

When NWM buys or sells the same security for two or more clients (including our personal accounts), we may place concurrent orders to be executed together as a single “block” in order to facilitate orderly and efficient execution. Each client account will be charged or credited with the average price per unit. We receive no additional compensation or remuneration of any kind because we aggregate client transactions, and no client is favored over any other client.

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Review of Accounts

Client accounts are reviewed at least quarterly by Lance Newsome and John Newsome, Principal Executive Officers of the firm. Lance Newsome and John Newsome review clients’ accounts with regards to their investment policies and risk tolerance levels. All accounts at NWM are assigned to these reviewers.

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

Each client will receive at least quarterly a written report that details the clients’ account which may come from the custodian.

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Client Referrals and Other Compensation

NWM does not compensate any individual or firm for client referrals, and NWM does not receive compensation for making referrals to other professional service providers.

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Custody

NWM does not have physical custody of any client funds and/or securities and does not take custody of client accounts at any time. Client funds and securities will be held with a bank, broker dealer, or other independent qualified custodian. However, by granting NWM written authorization to automatically deduct fees from client accounts, NWM is deemed to have limited custody. You will receive account statements from the independent, qualified custodian holding your funds at least quarterly. The account statement from your custodian will indicate the amount of advisory fees deducted from your account(s) each billing cycle. Clients should carefully review statements received from the custodian. NWM also sends quarterly invoices detailing the manner and amount of advisory fees to all clients.

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Investment Discretion

Before NWM can buy or sell securities on your behalf, you must first sign our discretionary management agreement, a limited power of attorney, and/or trading authorization forms. By choosing to do so, you may grant the firm discretion over the selection and amount of securities to be purchased or sold for your account(s) without obtaining your consent or approval prior to each transaction. Clients may impose limitations on discretionary authority for investing in certain securities or types of securities (such as a product type, specific companies, specific sectors, etc.), as well as other limitations as expressed by the client. Limitations on discretionary authority are required to be provided to the IAR in writing. Please refer to the “Advisory Business” section of this Brochure for more information on our discretionary management services.

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Voting Client Securities

We do not vote proxies on behalf of your advisory accounts. At your request, we may offer you advice regarding corporate actions and the exercise of your proxy voting rights. If you own shares of common stock or mutual funds, you are responsible for exercising your right to vote as a shareholder.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward any electronic solicitation to vote proxies.

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Financial Information

NWM is not required to provide financial information to our clients because we do not require or solicit the prepayment of more than \$500 six or more months in advance.

Requirements for State-Registered Advisers

Principal Executive Officers and Management Persons Education and Business Background:

Lance Newsome
Managing Principal and CCO

Business Background:

NewCorp Wealth Management, Managing Member and CCO, June 2018 - Present

Maryland Financial Group, Investment Advisor Representative, January 2012 – June 2018

LPL Financial, Registered Representative, March 2014 – June 2018

FSC Securities Corporation, Registered Representative, April 2004 – March 2014

Educational Background:

University of West Georgia, Bachelor of Science in Finance, Graduated: 1998

John Newsome
Managing Principal

Business Background:

Purshe Kaplan Sterling Investments, Inc., Registered Representative, June 2018 - Present

NewCorp Wealth Management, Managing Member, June 2018 - Present

Maryland Financial Group, Investment Advisor Representative, January 2012 – June 2018

LPL Financial, Registered Representative, March 2014 – June 2018

FSC Securities Corporation, Registered Representative, January 2002 – March 2014

Educational Background:

University of West Georgia, Bachelor of Science in Finance, Graduated: 1994

None of the Principal Executive Officers and Management persons listed have had any complaints or any events required to be disclosed in this section.

