

M3 Advisory Group, LLC

Form ADV Part 2 – Disclosure Brochure

Effective: March 19, 2020

This Form ADV 2A (“Disclosure Brochure”) provides information about the qualifications and business practices of M3 Advisory Group, LLC (“M3” or the “Advisor”). If you have any questions about the content of this Disclosure Brochure, please contact the Advisor at (781) 371-2670.

M3 is a registered investment advisor located in the Commonwealth of Massachusetts. The information in this Disclosure Brochure has not been approved or verified by the U.S. Securities and Exchange Commission (“SEC”) or by any state securities authority. Registration of an investment advisor does not imply any specific level of skill or training. This Disclosure Brochure provides information about M3 to assist you in determining whether to retain the Advisor.

Additional information about M3 and its Advisory Persons is available on the SEC’s website at www.adviserinfo.sec.gov by searching with the Advisor’s firm name or CRD# 156208.

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Item 2 - Material Changes

Form ADV 2 is divided into two parts: *Part 2A (the "Disclosure Brochure")* and *Part 2B (the "Brochure Supplement")*. The Disclosure Brochure provides information about a variety of topics relating to an Advisor's business practices and conflicts of interest. The Brochure Supplement provides information about the Advisory Persons of M3. For convenience, the Advisor has combined these documents into a single disclosure document.

M3 believes that communication and transparency are the foundation of its relationship with clients and will continually strive to provide you with complete and accurate information at all times. M3 encourages all current and prospective clients to read this Disclosure Brochure and discuss any questions you may have with the Advisor.

Material Changes

There have been no material changes to this Disclosure Brochure since the last filing and distribution to clients.

Future Changes

From time to time, the Advisor may amend this Disclosure Brochure to reflect changes in business practices, changes in regulations or routine annual updates as required by the securities regulators. This complete Disclosure Brochure or this summary of Material Changes shall be provided to you annually or if a material change is made.

At any time, you may view the current Disclosure Brochure on-line at the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with the Advisor's firm name or CRD# 156208. You may also request a copy of this Disclosure Brochure at any time, by contacting the Advisor at (781) 371-2670.

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Item 4 – Advisory Services

A. Firm Information

M3 Advisory Group, LLC (“M3” or the “Advisor”) is a registered investment advisor located in the Commonwealth of Massachusetts. The Advisor is organized as a limited liability company (“LLC”) under the laws of Massachusetts. M3 was founded in January 2011 and is owned by John D. Jeffries (Managing Director and Chief Compliance Officer) and Michael W. Kellogg (Investor). This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by M3.

B. Advisory Services Offered

M3 offers investment advisory services to individuals, high net worth individuals, trust, estates, retirement plans, charitable organizations and corporations (each referred to as a “Client”).

The Advisor serves as a fiduciary to Clients, as defined under applicable laws and regulations. As a fiduciary, the Advisor upholds a duty of loyalty, fairness and good faith towards each Client and seeks to mitigate potential conflicts of interest. M3’s fiduciary commitment is further described in the Advisor’s Code of Ethics. For more information regarding the Code of Ethics, please see Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Investment Management Services

M3 provides customized investment advisory solutions for its Clients. This is achieved through continuous personal Client contact and interaction while providing discretionary investment management and consulting services. M3 works with its Clients to identify their investment goals and objectives as well as their risk tolerance and financial situation in order to create a portfolio strategy. M3 will then construct a portfolio, consisting of domestic and international equity securities, fixed income securities, exchange-traded funds (“ETFs”) and/or mutual funds to achieve the Client’s investment goals. The Advisor may also utilize other investments as necessary to meet the needs of its Clients. The Advisor may retain certain legacy investments based on portfolio fit and/or tax considerations.

M3’s investment approach is primarily long-term focused, but the Advisor may buy, sell or re-allocate positions that have been held for less than one year to meet the objectives of the Client or due to market conditions. M3 will construct, implement and monitor the portfolio to ensure it meets the goals, objectives, circumstances, and risk tolerance agreed to by the Client. Each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in their respective portfolio, subject to the acceptance by the Advisor.

M3 evaluates and selects investments for inclusion in Client portfolios only after applying their internal due diligence process, which may include an evaluation of the style consistency, management fees, overall expense ratios, fund performance, manager tenure, and several other factors of each investment. M3 may recommend, on occasion, redistributing investment allocations to diversify the portfolio in an effort to reduce risk and increase performance. M3 may recommend specific positions to increase sector or asset class weightings. The Advisor may recommend employing cash positions as a possible hedge against market movement. M3 may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position[s] in the portfolio, change in risk tolerance of Client, or any risk deemed unacceptable for the Client’s risk tolerance.

At no time will M3 accept or maintain custody of a Client’s funds or securities, except for the limited authority as outlined in Item 15 – Custody. All Client assets will be managed within their designated account[s] at the Custodian, pursuant to the advisory agreement, please see Item 12 – Brokerage Practices.

M3 Asset Allocation Portfolios – M3 will typically invest Client accounts in the M3 Asset Allocation Portfolios. The Rules Based Investing® methodology employed by M3 utilizes multiple, automated risk-controlling features which manage portfolios through the application of disciplined sets of rules that govern the investment management of the portfolio rather than through the application of investment decisions made by individual people. All of M3’s investment models are based on the concept of “Using Disciplined Sets of Rules to Build and Preserve Our Client’s Wealth.” In our experience the application of such rules to the management of a portfolio allows for

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“active” management of a portfolio while also attempting to control risk. M3’s management process is not affected by subjective and emotional human decision-making, which can lead to costly investment mistakes. The M3 Asset Allocation Portfolios (“M3AAP”) consists of five asset allocation models:

- Conservative
- Moderate Conservative
- Moderate
- Moderate Aggressive
- Aggressive

The offering of five models allows for the selection of the proper risk tolerance for each client or account. M3 derives its performance through the very act of attempting to control risk, unlike most managers who attempt to gain an advantage by assuming risk. Each set of rules is designed to control risk, regardless of the risk tolerance of the investor, utilizing the following metrics to accomplish this goal:

- Precision asset allocation
- Elimination of emotion
- Individual stock diversification
- Rebalancing
- Value screening
- Active/passive diversification

Each of the five asset allocation models that constitute M3AAP utilizes Rules Based Core Equity as its active management component. Rules Based Core Equity relies on six independent strategies in the form of defined asset portfolios to select approximately 160 underlying stocks that comprise the active portion of each of the portfolios. ETFs are then utilized to round out the asset classes to adhere precisely to our asset allocation models. Rebalancing occurs every fifteen months, serving the dual purpose of refreshing the active management portion of the portfolio and realigning the portfolio with our precision asset allocation strategy. Both purposes also attempt to control risk.

The M3AAP are tax conscious in the following ways:

- Gains are normally long-term.
- A tax event occurs only three out of every four years due to the fifteen-month rebalance.
- There are no embedded gains in unit investment trusts.
- The ETF portion of the models postpones a majority of tax liability because these positions are not completely liquidated at rebalance. Precision asset allocation is maintained by slightly adjusting the ETF holdings, deferring a large portion of the capital gains.

M3 works with many investment product sponsors and the M3 portfolios incorporate the following independent partners into their investment process:

- First Trust Portfolios
- Van Kampen Investments/Invesco
- Blackrock/iShares
- State Street Global Advisors
- PowerShares
- Vanguard
- RevenueShares
- Index IQ
- Deutsche Bank

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M3 Equity All Cap – M3 Equity All Cap (M3EAC) is comprised of three independent sets of rules that select fifteen securities each (45 total) for a portfolio. There is no subjective, emotional decision making allowed in the buy or sell decision for each security. With 45 positions, not only is there diversification by security, sector, industries, etc., but the M3EAC model also seeks to provide diversification through the selection process as well. The three sets of M3EAC rules seek to identify flaws in a security's valuation in the following three ways:

- The first set of M3EAC rules is based on the trading patterns of corporate officers and directors (Insider Set);
- The second set of M3EAC rules centers on the ValueLine Survey of stocks rated #1 for timeliness with additional value, momentum and market capitalization screening (Value Set); and
- The third set of M3EAC rules focuses on exploiting analyst earnings revisions (Earnings Set).

The resulting M3EAC portfolio may consist of stocks of companies of various capitalizations, but will typically lean toward large and mid-capitalization companies, providing a high degree of liquidity. The portfolio will also favor growth investments over value investments and will lean heavily toward domestic issuers over international issuers. We believe that stocks that are identified by more than one of these three sets of M3EAC rules tend to provide above average performance. Although there can be up to 45 positions in an M3EAC portfolio, it is not unusual for there to be overlap in the Value Set and occasionally a position is identified by more than one set of rules.

Financial Planning and Consulting Services

M3 will typically provide a variety of financial planning services to Clients, pursuant to a written financial planning or consulting agreement. Services are offered in several areas of a Client's financial situation, depending on their goals and objectives.

Generally, such financial planning services will involve preparing a financial plan or rendering a financial consultation based on the Client's financial goals and objectives. This planning or consulting may encompass one or more areas of need, including, but not limited to investment planning, retirement planning, personal savings, education savings, insurance needs and other areas of a Client's financial situation.

A financial plan developed for or financial consultation rendered to the Client will usually include general recommendations for a course of activity or specific actions to be taken by the Client. For example, recommendations may be made that the Client begin or revise their investment programs, commence or alter retirement savings, establish education savings and/or charitable giving programs. M3 may also refer Clients to an accountant, attorney or other specialist, as appropriate for their unique situation. For certain financial planning engagements, the Advisor will provide a written summary of Client's financial situation, observations, and recommendations. For consulting or ad-hoc engagements, the Advisor may not provide a written summary. Plans or consultations are typically completed within six months of contract date, assuming all information and documents requested are provided promptly.

Clients are not obligated to implement any recommendations made by the Advisor or maintain an ongoing relationship with the Advisor.

Retirement Plan Advisory Services

M3 provides advisory services to retirement plans (each a "Plan") and the company sponsor (the "Plan Sponsor"). The Advisor's retirement plan advisory services are designed to assist the Plan Sponsor in meeting its fiduciary obligations to the Plan. Each engagement is customized to the needs of the Plan and Plan Sponsor. Services generally include:

- Vendor Analysis
- Plan Participant Enrollment and Education Tracking
- Investment Policy Statement ("IPS") Design and Monitoring
- Investment Due Diligence and Oversight
- Investment Management Services (ERISA 3(38))
- Performance Reporting
- Ongoing Investment Recommendation and Assistance
- ERISA 404(c) Assistance

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Certain of these services are provided by M3 serving in the capacity as a fiduciary under the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). In accordance with ERISA Section 408(b)(2), the Plan Sponsor is provided with a written description of M3’s fiduciary status, the specific services to be rendered and all direct and indirect compensation the Advisor reasonably expects under the engagement.

C. Client Account Management

Prior to engaging M3 to provide investment advisory services, each Client is required to enter into one or more agreements with the Advisor that define the terms, conditions, authority and responsibilities of the Advisor and the Client. These services may include:

- Establishing an Investment Strategy – M3, in connection with the Client, will develop a strategy that seeks to achieve the Client’s goals and objectives.
- Asset Allocation – M3 will develop a strategic asset allocation targeted to meet the investment objectives, time horizon, financial situation and tolerance for risk for each Client. These strategic asset allocation weightings will also be monitored by the Advisor as part of its investment management process.
- Portfolio Construction – M3 will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.
- Investment Management and Supervision – M3 will provide investment management and ongoing oversight of the Client’s investment portfolio.

D. Wrap Fee Programs

M3 does not place Client assets into a wrap fee program. Investment management services are provided directly by M3.

E. Assets Under Management

As of December 31, 2019 M3 manages approximately \$78,000,000 in Client assets, all of which are managed on a discretionary basis. Clients may request more current information at any time by contacting the Advisor.

Item 5 – Fees and Compensation

The following paragraphs detail the fee structure and compensation methodology for services provided by the Advisor. Each Client shall sign one or more advisory agreements that detail the responsibilities of M3 and the Client.

A. Fees for Advisory Services

Investment Management Services

Investment advisory fees are paid either monthly or quarterly (the “billing period”) at the end of each billing period, pursuant to the terms of the investment advisory agreement. Investment advisory fees are based on the market value of assets under management at the end of each billing period. Investment advisory fees range from 0.50% to 2.00%, depending on the size and complexity of the Client relationship. Relationships with multiple goals and objectives and other complexities may be charged a higher fee.

Investment advisory fees in the first billing period of service are prorated to the inception date of the account[s] to the end of the first billing period. Fees may be negotiable at the sole discretion of the Advisor. Certain legacy Clients may have fees that are charged in advance or based on a different fee methodology. The Client’s fees will take into consideration the aggregate assets under management with Advisor. All securities held in accounts managed by M3 will be independently valued by the Custodian. M3 will not have the authority or responsibility to value portfolio securities.

The Advisor’s fee is exclusive of, and in addition to any applicable securities transaction and custody fees, and other related costs and expenses described in Item 5.C below, which may be incurred by the Client. However, the Advisor shall not receive any portion of these commissions, fees, and costs.

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Financial Planning and Consulting Services

M3 offers financial planning or consulting services on an hourly basis at a rate ranging from \$150 to \$350 per hour or based on a fixed fee per engagement. Fees may be negotiable based on the nature and complexity of the services to be provided, the overall relationship with the Advisor, and the experience and billing rate of the individual providing services. An estimate for total hours and costs will be determined prior to engaging for these services.

Retirement Plan Advisory Services

Fees for retirement plan advisory services are charged an annual asset-based fee of up to 1.00%. Fees may be negotiable depending on the size and complexity of the Plan.

B. Fee Billing

Investment Management Services

Investment advisory fees will be calculated by the Advisor and deducted from the Client's account[s] at the Custodian. The Advisor shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client's account[s] at each billing period. The amount due is calculated by applying the monthly or quarterly rate to the total assets under management with M3 at the end of the billing period. Clients will be provided with a statement, at least quarterly, from the Custodian reflecting deduction of the investment advisory fees. In addition, the Advisor will provide the Client a quarterly report itemizing the fee, including the calculation period covered by the fee, the account value and the methodology used to calculate the fee. Clients are urged to also review and compare the statement provided by the Advisor to the brokerage statement from the Custodian, as the Custodian does not perform a verification of fees. Clients provide written authorization permitting advisory fees to be deducted by M3 directly from their account[s] held by the Custodian as part of the investment advisory agreement and separate account forms provided by the Custodian.

Financial Planning and Consulting Services

Financial planning fees are invoiced by the Advisor and are due upon completion of the agreed upon deliverable[s].

Retirement Plan Advisory Services

Fees may be directly invoiced to the Plan Sponsor or deducted from the assets of the Plan, depending on the terms of the retirement plan advisory agreement.

C. Other Fees and Expenses

Clients may incur certain fees or charges imposed by third parties, other than M3, in connection with investment made on behalf of the Client's account[s]. The Client is responsible for all custody and securities execution fees charged by the Custodian. The Advisor's recommended Custodian does not charge securities transaction fees for ETF and equity trades in a Client's account, provided that the account meets the terms and conditions of the Custodian's brokerage requirements. However, the Custodian typically charges for mutual funds and other types of investments. The investment advisory fee charged by M3 is separate and distinct from these custody and execution fees.

In addition, all fees paid to M3 for investment advisory services are separate and distinct from the expenses charged by mutual funds and ETFs to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A Client may be able to invest in these products directly, without the services of M3, but would not receive the services provided by M3 which are designed, among other things, to assist the Client in determining which products or services are most appropriate to each Client's financial situation and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by M3 to fully understand the total fees to be paid. Please see Item 12 – Brokerage Practices.

D. Advance Payment of Fees and Termination

Investment Management Services

M3 is generally compensated for its investment management services after the billing period in which services are rendered. Either party may terminate the investment advisory agreement, at any time, by providing advance written notice to the other party. The Client may also terminate the investment advisory agreement within five (5)

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business days of signing the Advisor's agreement at no cost to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. Upon termination, the Advisor will refund any unearned, prepaid fees, if applicable. The Client's investment advisory agreement with the Advisor is non-transferable without the Client's prior consent.

Financial Planning and Consulting Services

M3 is compensated for its financial planning and consulting services upon completion of the engagement deliverables. Either party may terminate the financial planning or consulting agreement, at any time, by providing advance written notice to the other party. The Client may also terminate the financial planning agreement within five (5) business days of signing the Advisor's agreement at no cost to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. Upon termination, the Client shall be responsible for actual hours logged on the planning project times the agreed upon hourly rate. In the case of a fixed fee engagement the percentage of the fee is based on the percentage completion of the engagement. The Client's financial planning agreement with the Advisor is non-transferable without the Client's prior consent.

Retirement Plan Advisory Services

M3 is compensated for its services at the end of the billing period in which retirement plan advisory services are rendered. Either party may terminate the retirement plan advisory agreement, at any time, by providing advance written notice to the other party. The Client may also terminate the retirement plan advisory agreement within five (5) business days of signing the Advisor's agreement at no cost to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. The Client's retirement plan services agreement with the Advisor is non-transferable without the Client's prior consent.

E. Compensation for Sales of Securities

M3 does not buy or sell securities for the receipt of commissions. The Advisor does not receive any compensation for securities transactions in any Client account, other than the investment advisory fees noted above.

Advisory Persons are licensed as independent insurance professionals. As an independent insurance professional, an Advisory Person will earn commission-based compensation for selling insurance products, including insurance products they sell to Clients. Insurance commissions earned by an Advisory Person are separate and in addition to M3's advisory fees. This practice presents a conflict of interest because a person providing investment advice on behalf of the Advisor who is also an insurance agent has an incentive to recommend insurance products to Clients for the purpose of generating commissions rather than solely based on Client needs. However, Clients are under no obligation, contractually or otherwise, to purchase insurance products through an Advisory Person.

Item 6 – Performance-Based Fees

M3 does not charge performance-based fees for its investment advisory services. The fees charged by M3 are as described in Item 5 above and are not based upon the capital appreciation of the funds or securities held by any Client.

M3 does not manage any proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend any particular investment options for its Clients.

Item 7 – Types of Clients

M3 offers investment advisory services to individuals, high net worth individuals, trusts, estates, retirement plans, charitable organizations, and corporations. The amount of each type of Client is available on the Advisor's Form ADV Part 1A. These amounts may change over time and are updated at least annually by the Advisor. M3 generally does not impose a minimum size for establishing a relationship.

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

A. Methods of Analysis

EAM is focused on managing risk and generating excess returns through highly disciplined and proprietary rules-based investment (“RBI”) processes. The RBI approach acknowledges efficient markets and identifies factors that represent a greater determinant of alpha than conventional fundamental analysis. A core tenet of the RBI philosophy is the removal of human bias from the decision-making process. M3 may also employ fundamental and technical analysis methods in developing investment strategies for its Clients. Research and analysis from M3 is derived from numerous sources, including financial media companies, third-party research materials, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

M3 also obtains information from regulatory reports and other sources as appropriate. The Advisor also utilizes information obtained from regulatory releases, the Internet, information provided at conferences and other information obtained from regulatory sources.

As noted above, M3 generally employs a long-term investment strategy for its Clients, as consistent with their financial goals. M3 will typically hold all or a portion of a security for more than a year, but for adjustments made for purposes of rebalancing the portfolio. At times, M3 may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class.

B. Risk of Loss

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. M3 will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals.

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a Client's account[s].

The Advisor shall rely on the financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the Client to inform the Advisor of any changes in financial condition, goals or other factors that may affect this analysis.

M3 generally employs investment strategies that do not involve any significant or unusual risk other than domestic equity and international market risks. The risks associated with a particular strategy are provided to each Client in advance of investing Client accounts. Following are some of the risks associated with the Advisor's investment approach:

Market Risks

The value of a Client's holdings may fluctuate in response to events specific to companies or markets, as well as economic, political, or social events in the U.S. and abroad. This risk is linked to the performance of the overall financial markets.

ETF Risks

The performance of ETFs is subject to market risk, including the possible loss of principal. The price of the ETFs will fluctuate with the price of the underlying securities that make up the funds. In addition, ETFs have a trading risk based on the loss of cost efficiency if the ETFs are traded actively and a liquidity risk if the ETFs has a large bid-ask spread and low trading volume. The price of an ETF fluctuates based upon the market movements and may dissociate from the index being tracked by the ETF or the price of the underlying investments. An ETF purchased or sold at one point in the day may have a different price than the same ETF purchased or sold a short time later. There is also a risk that Authorized Participants are unable to fulfill their responsibilities. Authorized Participants are one of the major parties involved with ETF creation/redemption mechanism in the

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markets. The Authorized Participants play a critical role in the liquidity of ETFs and essentially have the exclusive right to change the supply of ETF shares in the market. If the Authorized Participants does not fulfill this expected role, there could be an adverse impact on liquidity and the valuation of an ETF..

Mutual Fund Risks

The performance of mutual funds is subject to market risk, including the possible loss of principal. The price of the mutual funds will fluctuate with the value of the underlying securities that make up the funds. The price of a mutual fund is typically set daily therefore a mutual fund purchased at one point in the day will typically have the same price as a mutual fund purchased later that same day.

Item 9 – Disciplinary Information

There are no legal, regulatory or disciplinary events involving M3 or its management persons. M3 values the trust you place in the Advisor. The Advisor encourages Clients to perform the requisite due diligence on any advisor or service provider that the Client engages. The backgrounds of the Advisor and its Advisory Persons are available on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov and can be found by searching with the Advisor’s firm name or CRD# 156208.

In addition, Clients may also obtain information relating to the disciplinary history of any investment advisor representative conducting business in Massachusetts by contacting the Commonwealth of Massachusetts Securities Division at (617) 727-3548.

Item 10 – Other Financial Activities and Affiliations

Insurance Affiliations

As noted in Item 5, certain Advisory Persons are also licensed insurance professionals. Implementations of insurance recommendations are separate and apart from an Advisory Person's role with the Advisor. As an insurance professional, an Advisory Person will receive customary commissions and other related revenues from the various insurance companies whose products are sold. An Advisory Person is not required to offer the products of any particular insurance company. Commissions generated by insurance sales do not offset regular advisory fees. This practice presents a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by an Advisory Person or the Advisor.

Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading

A. Code of Ethics

M3 has implemented a Code of Ethics (the “Code”) that defines the Advisor’s fiduciary commitment to each Client. This Code applies to all persons associated with M3 (“Supervised Persons”). The Code was developed to provide general ethical guidelines and specific instructions regarding the Advisor’s duties to each Client. M3 and its Supervised Persons owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of M3’s Supervised Persons to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code covers a range of topics that may address employee ethics and conflicts of interest. To request a copy of the Code, please contact the Advisor at (781) 371-2670.

B. Personal Trading with Material Interest

M3 allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. M3 does not act as principal in any transactions. In addition, the Advisor does not act as the general partner of a fund, or advise an investment company. M3 does not have a material interest in any securities traded in Client accounts.

C. Personal Trading in Same Securities as Clients

M3 allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities that are recommended (purchase or sell) to Clients presents a conflict of interest that, as fiduciaries, the Advisor must be disclosed to Clients and mitigated through

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policies and procedures. As noted above, the Advisor has adopted a Code of Ethics, which addresses insider trading (material non-public information controls) and personal securities reporting procedures. When trading for personal accounts, Supervised Persons of M3 have a conflict of interest if trading in the same securities. The fiduciary duty to act in the best interest of its Clients can be violated if personal trades are made with more advantageous terms than Client trades, or by trading based on material non-public information. This risk is mitigated by M3 requiring reporting of personal securities trades by its Supervised Persons for review by the Chief Compliance Officer (“CCO”). The Advisor has also adopted written policies and procedures to detect the misuse of material, non-public information.

D. Personal Trading at Same Time as Client

While M3 allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients, such trades are typically aggregated with Client orders or traded after Client orders have been placed and filled. **At no time, will M3 or any Supervised Person of M3, transact in any security to the detriment of any Client.**

Item 12 – Brokerage Practices

A. Recommendation of Custodian[s]

M3 does not have discretionary authority to select the broker-dealer/custodian for custody and execution services. The Client will engage the broker-dealer/custodian (herein the "Custodian") to safeguard Client assets and authorize M3 to direct trades to the Custodian as agreed upon in the investment advisory agreement. Further, M3 does not have the discretionary authority to negotiate commissions on behalf of Clients on a trade-by-trade basis.

Where M3 does not exercise discretion over the selection of the Custodian, it may recommend the Custodian to Clients for custody and execution services. Clients are not obligated to use the Custodian recommended by the Advisor and will not incur any extra fee or cost associated with using a broker-dealer/custodian not recommended by M3. However, the Advisor may be limited in the services it can provide if the recommended Custodian is not engaged. M3 may recommend the Custodian based on criteria such as, but not limited to, reasonableness of commissions charged to the Client, services made available to the Client, its reputation, and/or the location of the Custodian's offices. M3 will generally recommend that Clients establish their account[s] at Fidelity Clearing & Custody Solutions and related entities of Fidelity Investments, Inc. (collectively “Fidelity”), FINRA-registered broker-dealer and member SIPC. Fidelity will serve as the Client's “qualified custodians”. M3 maintains an institutional relationship with Fidelity, whereby the Advisor receives economic benefits from Schwab and Fidelity. Please see Item 14 below.

Following are additional details regarding the brokerage practices of the Advisor:

- 1. Soft Dollars** - Soft dollars are revenue programs offered by broker-dealers/custodians whereby an advisor enters into an agreement to place security trades with a broker-dealer/custodian in exchange for research and other services. **M3 does not participate in soft dollar programs sponsored or offered by any broker-dealer/custodian. However, M3 does receive certain economic benefits from Fidelity as detailed in Item 14.**
- 2. Brokerage Referrals** - M3 does not receive any compensation from any third party in connection with the recommendation for establishing an account.
- 3. Directed Brokerage** - All Clients are serviced on a “directed brokerage basis”, where M3 will place trades within the established account[s] at the Custodian designated by the Client. Further all Client accounts are traded within their respective account[s] at the Custodian. The Advisor will not engage in any principal transactions (i.e., trade of any security from or to the Advisor's own account) or cross transactions with other Client accounts (i.e., purchase of a security into one Client account from another Client's account[s]). M3 will not be obligated to select competitive bids on securities transactions and does not have an obligation to seek the lowest available transaction costs. These costs are determined by the Custodian.

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B. Aggregating and Allocating Trades

The primary objective in placing orders for the purchase and sale of securities for Client accounts is to obtain the most favorable net results taking into account such factors as 1) price, 2) size of the order, 3) difficulty of execution, 4) confidentiality and 5) skill required of the Custodian. M3 will execute its transactions through the Custodian as directed by the Client. M3 generally trades the Client's account[s] individually. M3 may aggregate orders in a block trade or trades when securities are purchased or sold through the Custodian for multiple (discretionary) accounts. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent with the initial pre-allocation or other written statement. This must be done in a way that does not consistently advantage or disadvantage particular Client accounts. Prior to entry of a block trade, a written pre-allocation will be generated which identifies the group of Client accounts participating in the order.

Item 13 – Review of Accounts

A. Frequency of Reviews

Securities in Client accounts are monitored on a regular and continuous basis by Mr. Jeffries, Managing Director and Chief Compliance Officer of the Advisor. Formal Client reviews are conducted at least annually or more frequently at the Client's request.

B. Causes for Reviews

In addition to the investment monitoring noted in Item 13.A., each Client account shall be reviewed at least annually. Reviews may be conducted more frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account[s]. The Client is encouraged to notify M3 if changes occur in his/her personal financial situation that might adversely affect his/her investment plan. Additional reviews may be triggered by material market, economic or political events.

C. Review Reports

The Client will receive brokerage statements no less than quarterly from the Custodian. These brokerage statements are sent directly from the Custodian to the Client. The Client may also establish electronic access to the Custodian's website so that the Client may view these reports and their account activity. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s].

Item 14 – Client Referrals and Other Compensation

A. Compensation Received by M3

M3 may refer Clients to various third parties to provide certain financial services necessary to meet the goals of its Clients. Likewise, M3 may receive referrals of new Clients from a third-party.

Participation in Institutional Advisor Platform

The Advisor has established an institutional relationship with Fidelity to assist the Advisor in managing Client account[s]. Access to the Fidelity Institutional platform is provided at no charge to the Advisor. The Advisor receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at Fidelity. The software and related systems support may benefit the Advisor, but not its Clients directly. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a custodian creates a conflict of interest since these benefits may influence the Advisor's recommendation of this custodian over one that does not furnish similar software, systems support, or services.

Additionally, the Advisor may receive the following benefits from Fidelity: receipt of duplicate Client confirmations and bundled duplicate statements; access to a trading desk that exclusively services its institutional participants; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to Client accounts; and access to an electronic communication network for Client order entry and account information.

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B. Client Referrals from Solicitors

M3 does not engage paid solicitors for Client referrals.

Item 15 – Custody

M3 does not accept or maintain custody of any Client accounts, except for the authorized deduction of the Advisor's fee and certain money movement authority. All Clients must place their assets with a "qualified custodian". Clients are required to engage the Custodian to retain their funds and securities and direct M3 to utilize the Custodian for the Client's security transactions. M3 encourages Clients to review statements provided by Custodian. For more information about custodians and brokerage practices, see Item 12 – Brokerage Practices.

If the Client gives the Advisor authority to move money from one account to another account, the Advisor may have custody of those assets. In order to avoid additional regulatory requirements, the Custodian and the Advisor have adopted safeguards to ensure that the money movements are completed in accordance with the Client's instructions

Item 16 – Investment Discretion

M3 generally has discretion over the selection and amount of securities to be bought or sold in Client accounts without obtaining prior consent or approval from the Client. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the Client and agreed to by M3. Discretionary authority will only be authorized upon full disclosure to the Client. The granting of such authority will be evidenced by the Client's execution of an investment advisory agreement containing all applicable limitations to such authority. All discretionary trades made by M3 will be in accordance with each Client's investment objectives and goals.

Item 17 – Voting Client Securities

M3 generally has authority to vote Client proxies. M3 has adopted the proxy voting guidelines discussed below. Clients of M3 may obtain upon request a copy of our Proxy Voting Policies and Procedures and a record of how M3 has voted a Client's securities by contacting M3 at 781-371-2670.

Proxy Voting Policies and Procedures

1. **General Responsibilities.** M3 shall have the responsibility for determining how to address proxy votes made on behalf of the Clients. In so doing, M3 shall generally seek to ensure that proxy votes are made in the best economic interest of the Clients, and that proxy votes are determined in a manner free from unwarranted or inappropriate influences. It is expected that M3 will generally seek to vote proxies in a uniform manner for all Clients and in accordance with these Proxy Voting Policies and Procedures.
2. **Review and Amend Procedures As Needed.** M3 will monitor adherence to the Proxy Voting Policies and Procedures and from time to time, based on experience as well as changing environments, review and amend these policies as needed, without notice. However, M3 will make available upon request a revised copy of these policies.
3. **Voting Guidelines.** M3 determined that it is appropriate and in the best economic interest of clients to adopt the following guidelines, which represent M3's voting position on certain recurring proxy issues that are not expected to involve unusual circumstances. In general, M3 will vote proxies in accordance with these Guidelines unless: (1) M3 is aware of the presence of a material conflict of interest or (2) M3 otherwise determines that due to special circumstances, these Guidelines should not apply and M3 elects to adopt a different position.

Boards of Directors: These proposals concern those issues submitted to shareholders relating to the composition of the board of directors of companies other than investment companies registered under the Investment Company Act of 1940. As a general matter, M3 believes that a company's directors (rather than shareholders) are most likely to have access to important, non-public information regarding a

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company's business and prospects, and is therefore best positioned to set corporate policy and oversee management. M3 therefore believes that the foundation of good corporate governance is the election of qualified, independent corporate directors who are likely to diligently represent the interests of shareholders, and oversee management of the company in a manner that will generally seek to maximize shareholder value over time.

Auditors: These proposals concern those issues submitted to shareholders related to the selection of auditors other than investment companies registered under the Investment Company Act of 1940. As a general matter, M3 believes that corporate auditors have a responsibility to represent the interests of shareholders and provide an independent view on the propriety of financial reporting decisions of corporate management. We believe that the company remains in the best position to choose the auditors and will generally support management's recommendation as long as the auditor is independent.

Compensation and Benefits: These proposals concern those issues submitted to shareholders related to management compensation and employee benefits. As a general matter, M3 favors proposals related to more detailed disclosure of a company's compensation and benefit policies (including perquisites) and opposes excessive compensation. M3 will generally vote against management on compensation issues, particularly if the proposal is excessive.

Capital Structure: These proposals relate to various requests, principally from management, for approval of amendments that would alter the capital structure of a company, such as an increase in authorized shares. In general, M3 will oppose changes to capital structure unless the proposal will benefit shareholders.

Corporate Charter and Bylaws: Changes in a company's charter, articles of incorporation or bylaws may be required by state or federal regulation. However, certain proposals relate to various requests for approval of amendments to a company's charter or bylaws, principally for the purpose of adopting or redeeming "poison pills." As a general matter, M3 will often oppose such proposals. However, in general M3 will oppose poison pill provisions.

Corporate Meetings: In general, these are routine proposals relating to various requests regarding the formalities of corporate meetings. M3 recognizes the importance of good corporate governance in ensuring that management and the board of directors fulfill their obligations to shareholders. In general, M3 will favor proposals promoting transparency and accountability within a company.

Investment Companies: These proposals relate to proxy issues that are associated solely with holdings of shares of investment companies. As with other types of companies, M3 believes that a fund's board of directors (rather than its shareholders) policy is best positioned to set fund policy and oversee management. However, M3 opposes granting boards of director's authority over certain matters, such as changes to a fund's investment objective, which the Investment Company Act of 1940 envisions will be approved directly by shareholders.

Political, Environmental and Social Issues: These are shareholder proposals either to limit corporate conduct or to take action in some manner that relates to the shareholder's political, environmental, or social concerns. M3 is generally supportive of proposals to require corporate disclosure of matters that seem relevant and material to the economic interests of shareholders.

Adjourn Meeting: These are proposals to provide management with the authority to adjourn a meeting in continuation of the current session at a convenient date/time before the next regular meeting if the regular meeting or a special meeting is unable to complete its work.

Special Circumstances: Although Clients have delegated proxy-voting authority to M3, voting proxies in certain limited situations involve logistical issues, which can affect M3's ability to vote such proxies. These situations include (but are not limited to):

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- circumstances where the proxy or other relevant materials are not received in sufficient time to allow an appropriate analysis by M3;
- restrictions on a foreigner's ability to exercise votes;
- requirements to vote proxies in person;
- requirements that shareholders who exercise their voting rights surrender the right to dispose of their holdings for some specified period in proximity to the shareholder meeting (i.e., "share-blocking");
- potential difficulties in translating the proxy of a non-U.S. issuer;
- requirements to provide local agents in foreign countries with unrestricted powers of attorney to facilitate voting instructions;
- circumstances where the volume of proxy or other relevant materials provided is insufficient to allow an appropriate analysis by M3;
- circumstances where securities are on loan (i.e., securities may not be voted by the lender unless the loan is recalled); and
- potential difficulties in recalling securities on loan for purposes of voting proxies.

Consequently, where applicable, M3 will vote proxies involving special circumstances only on a "best-efforts" basis. In addition, M3 may determine that it is generally in the best economic interests of Clients not to vote proxies of companies in certain instances where M3 determines that the costs (including but not limited to opportunity costs associated with "share-blocking" constraints) associated with exercising a vote or removing the issues (where possible) generally are expected to outweigh the benefit clients will derive by voting on the issuer's proposal. If M3 so determines that the benefits of seeking to exercise a vote outweigh the costs, M3 will generally seek to vote on a "best-efforts" basis.

There are other instances where M3 will be voting proxies on issues not covered in this Disclosure Brochure. In those cases, M3 shall generally seek to ensure that proxy votes are made in the best economic interest of M3's clients, and that proxy votes are determined in a manner free from unwarranted or inappropriate influences.

Item 18 – Financial Information

Neither M3, nor its management have any adverse financial situations that would reasonably impair the ability of M3 to meet all obligations to its Clients. Neither M3, nor any of its Advisory Persons, have been subject to a bankruptcy or financial compromise. M3 is not required to deliver a balance sheet along with this Disclosure Brochure as the firm does not collect fees of \$500 or more for services to be performed six months or more in advance.

Item 19 – Requirements for State Registered Advisors

A. Background of Principal Officer

M3 primarily owned and operated by Managing Director and Chief Compliance Officer, John D. Jeffries. Information regarding the formal education and background of Mr. Jeffries is included in his Form ADV Part 2B below.

B. Other Business Activities of Principal Officer

Insurance Affiliations

Mr. Jeffries is also a licensed insurance professional. Implementations of insurance recommendations are separate and apart from his role with M3. As an insurance professional, Mr. Jeffries will receive customary commissions and other related revenues from the various insurance companies whose products are sold. Mr. Jeffries is not obligated to offer the products of any particular insurance company. Commissions generated by insurance sales do not offset regular advisory fees. This practice presents a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by Mr. Jeffries or the Advisor.

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C. Performance Fee Calculations

M3 does not charge performance-based fees for its investment advisory services. The fees charged by M3 are as described in Item 5 – Fees and Compensation above and are not based upon the capital appreciation of the funds or securities held by any Client.

D. Disciplinary Information

There are no legal or disciplinary events to disclose regarding M3 or Mr. Jeffries. Neither M3 nor Mr. Jeffries have ever been involved in any regulatory, civil or criminal action. There have been no Client complaints, lawsuits, arbitration claims or administrative proceedings against M3 or either of its advisory persons. However, the Advisor does encourage Clients to independently view the background of M3's Advisory Persons on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 1332202.

E. Material Relationships with Issuers of Securities

Neither M3 nor Mr. Jeffries have any relationships or arrangements with issuers of securities.

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Form ADV Part 2B – Individual Disclosure Brochure

for

John D. Jeffries, CLU®
Founder, Managing Director and Chief Compliance Officer

Effective: March 19, 2020

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of John D. Jeffries, CLU® (CRD# **1332202**) in addition to the information contained in the M3 Advisory Group, LLC (“M3” or the “Advisor” CRD #156208) Disclosure Brochure. If you have not received a copy of this Brochure Supplement or if you have any questions about the content of this Brochure Supplement or M3’s Disclosure Brochure, please contact the Advisor at (781) 371-2670.

Additional information about John D. Jeffries is available on the SEC’s Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 1332202.

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Item 2 – Educational Background and Business Experience

Mr. Jeffries, born in 1961, serves as a Founder and Managing Director of M3. John has been serving Clients with investment and insurance needs for over 26 years. Prior to establishing the registered investment advisory practice, John served as a Financial Advisor with LPL Financial. John earned an MBA from Boston College - Wallace E. Carroll Graduate School of Management. John is a graduate of University of Massachusetts Amherst with a BA in Economics and Political Science. John has also earned the Chartered Life Underwriter (“CLU”) designation from the American College in Bryn Mawr, PA.

Mr. Jeffries is a co-founder, and Director of the following companies and organizations: U.S. Seafood Corp, Plymouth Street Partners, Selective Technology Sales, and the Wellesley Community Center. He served two terms as a Member of the Finance and Budget Committee in the Town of Wellesley, Massachusetts.

Recent Employment History:

| | |
|--|--------------------|
| Founder, Managing Director and Chief Compliance Officer, M3 Advisory Group, LLC | 02/2011 to Present |
| Registered Representative, Fusion Analytics Securities LLC | 05/2015 to 12/2016 |
| Registered Representative, Hebert J. Sims & Co., Inc. | 09/2012 to 06/2014 |
| Registered Representative, Mutual Securities Corp. | 07/2011 to 08/2012 |
| Registered Representative, Purshe Kaplan Sterling Investments | 03/2011 to 07/2011 |
| Registered Representative and Investment Advisor Representative, Linsco Private Ledger | 12/2006 to 03/2011 |
| M3 Equity Advisors, LLC | 02/2003 to 12/2006 |

The Chartered Life Underwriter (“CLU®”)

The Chartered Life Underwriter® (CLU®) is a designation of insurance expertise, helping gain a significant advantage in a competitive market. This course of study helps by providing in-depth knowledge on the insurance needs of individuals, business owners and professional clients.

Program Learning Objectives:

- Provide guidance to clients on types and amounts of life insurance needed
- Make recommendations on aspects of risk management, including personal and business uses of a variety of insurance solutions
- Provide guidance to clients on legal aspects of life insurance contracts and beneficiaries
- Assist clients in making decisions about estate planning, including proper holding of assets and title to assets, as well as the implications of various wills and trust arrangements on financial, retirement and succession planning issues

Provide a holistic and comprehensive approach to addressing the insurance planning needs of their clients

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events to disclose regarding Mr. Jeffries. Mr. Jeffries has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Jeffries.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Jeffries.***

However, the Advisor does encourage you to independently view the background of Mr. Jeffries on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 1332202.

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Item 4 – Other Business Activities

Insurance Affiliations

Mr. Jeffries is also a licensed insurance professional. Implementations of insurance recommendations are separate and apart from his role with M3. As an insurance professional, Mr. Jeffries will receive customary commissions and other related revenues from the various insurance companies whose products are sold. Mr. Jeffries is not obligated to offer the products of any particular insurance company. Commissions generated by insurance sales do not offset regular advisory fees. This practice presents a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by Mr. Jeffries or the Advisor.

Town of Dover

Mr. Jeffries also serves as a Selectman for the Town of Dover, MA. Mr. Jeffries spends less than 10% of his time in this capacity. He is not compensated.

Item 5 – Additional Compensation

Mr. Jeffries has additional business activities where compensation is received. These business activities are detailed in Item 4 above.

Item 6 – Supervision

Mr. Jeffries serves as the Founder, Managing Director and Chief Compliance Officer of M3. Mr. Jeffries can be reached at (781) 820-3616.

M3 has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of M3. Further, M3 is subject to regulatory oversight by various agencies. These agencies require registration by M3 and its Supervised Persons. As a registered entity, M3 is subject to examinations by regulators, which may be announced or unannounced. M3 is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

Item 7 – Requirements for State Registered Advisors

A. Arbitrations and Regulatory Proceedings

State regulations require disclosure if any Supervised Person of the Advisor is subject to:

1. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
 - a. an investment or an investment-related business or activity;
 - b. fraud, false statement(s), or omissions;
 - c. theft, embezzlement, or other wrongful taking of property;
 - d. bribery, forgery, counterfeiting, or extortion; or
 - e. dishonest, unfair, or unethical practices.

2. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - a. an investment or an investment-related business or activity;
 - b. fraud, false statement(s), or omissions;
 - c. theft, embezzlement, or other wrongful taking of property;
 - d. bribery, forgery, counterfeiting, or extortion; or
 - e. dishonest, unfair, or unethical practices.

Mr. Jeffries does not have any disclosures to make regarding this Item.

B. Bankruptcy

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If a Supervised Person has been the subject of a bankruptcy petition, that fact and the details must be disclosed.

Mr. Jeffries does not have any disclosures to make regarding this Item.

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Form ADV Part 2B – Brochure Supplement

for

**Mark W. Scionti
Managing Director**

Effective: March 19, 2020

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of Mark W. Scionti (CRD# 1425426) in addition to the information contained in the M3 Advisory Group, LLC (“M3 Advisory” or the “Advisor”, CRD# 156208) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the M3 Advisory Disclosure Brochure or this Brochure Supplement, please contact the Advisor at (781) 371-2670.

Additional information about Mr. Scionti is available on the SEC’s Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 1425426.

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Item 2 – Educational Background and Business Experience

Mark W. Scionti, born in 1962, is dedicated to advising Clients of M3 Advisory as a Managing Director. Mr. Scionti earned a MA in Economics from Boston University in 1987. Mr. Scionti also earned a BS in Economics from Boston University in 1985. Additional information regarding Mr. Scionti's employment history is included below.

Employment History:

| | |
|--|--------------------|
| Managing Director, M3 Advisory Group, LLC | 02/2020 to Present |
| Investment Advisor Representative, Intergrated Wealth Concepts LLC | 09/2018 to Present |
| Investment Advisor Representative, M3 Advisory Group, LLC | 02/2015 to 11/2018 |
| Managing Director, M3 Capital Advisors, LLC | 07/2002 to 01/2016 |

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events to disclose regarding Mr. Scionti. Mr. Scionti has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Scionti.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Scionti.***

However, the Advisor does encourage you to independently view the background of Mr. Scionti on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 1425426.

Item 4 – Other Business Activities

Insurance Agency Affiliations

Mr. Scionti is also a licensed insurance professional. Implementations of insurance recommendations are separate and apart from Mr. Scionti's role with M3 Advisory. As an insurance professional, Mr. Scionti will receive customary commissions and other related revenues from the various insurance companies whose products are sold. Mr. Scionti is not required to offer the products of any particular insurance company. Commissions generated by insurance sales do not offset regular advisory fees. This practice presents a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by Mr. Scionti or the Advisor. Mr. Scionti spends approximately 10% of his time per month in this capacity.

Other Investment Advisor

Mr. Scionti also serves as an investment advisor representative of Intergrated Wealth Concepts LLC ("IWC"). Mr. Scionti is maintaining a dual registration with IWC while he transitions his to M3 Advisory.

Item 5 – Additional Compensation

Mr. Scionti has additional business activities where compensation is received that are detailed in Item 4 above.

Item 6 – Supervision

Mr. Scionti serves as a Managing Director of M3 Advisory and is supervised by John Jeffries, the Chief Compliance Officer. Mr. Jeffries can be reached at (781) 371-2670.

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M3 Advisory has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of M3 Advisory. Further, M3 Advisory is subject to regulatory oversight by various agencies. These agencies require registration by M3 Advisory and its Supervised Persons. As a registered entity, M3 Advisory is subject to examinations by regulators, which may be announced or unannounced. M3 Advisory is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

Item 7 – Requirements for State Registered Advisors

A. Arbitrations and Regulatory Proceedings

State regulations require disclosure if any Supervised Person of the Advisor is subject to:

3. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
 - a. an investment or an investment-related business or activity;
 - b. fraud, false statement(s), or omissions;
 - c. theft, embezzlement, or other wrongful taking of property;
 - d. bribery, forgery, counterfeiting, or extortion; or
 - e. dishonest, unfair, or unethical practices.

4. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - a. an investment or an investment-related business or activity;
 - b. fraud, false statement(s), or omissions;
 - c. theft, embezzlement, or other wrongful taking of property;
 - d. bribery, forgery, counterfeiting, or extortion; or
 - e. dishonest, unfair, or unethical practices.

Mr. Scionti does not have any disclosures to make regarding this Item.

B. Bankruptcy

If a Supervised Person has been the subject of a bankruptcy petition, that fact and the details must be disclosed.

Mr. Scionti does not have any disclosures to make regarding this Item.

M3 Advisory Group, LLC

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Phone: (781) 371-2670 * Fax: (781) 371-2690

www.m3aq.com

Privacy Policy

Effective: March 19, 2020

Our Commitment to You

M3 Advisory Group, LLC ("M3" or the "Advisor") is committed to safeguarding the use of your personal information that we have as your Investment Advisor.

M3 (also referred to as "we", "our" and "us" throughout this notice) protects the security and confidentiality of the personal information we have and implements controls to ensure that such information is used for proper business purposes in connection with the management or servicing of our relationship with you. Our relationship with you is our most important asset. We understand that you have entrusted us with your private information, and we do everything that we can to maintain that trust.

M3 does not sell your non-public personal information to anyone. Nor do we provide such information to others except for discrete and proper business purposes in connection with the servicing and management of our relationship with you, as discussed below.

Details of our approach to privacy and how your personal non-public information is collected and used are set forth in this Privacy Policy.

Why you need to know?

Registered investment advisors ("RIAs") share some of your personal information. Federal and State laws give you the right to limit some of this sharing. Federal and State laws require RIAs to disclose how we collect, share, and protect your personal information.

What information do we collect from you?

| | |
|--|---------------------------------|
| Social security or taxpayer identification number | Assets and liabilities |
| Name, address and phone number[s] | Income and expenses |
| E-mail address[es] | Investment activity |
| Account information (including other institutions) | Investment experience and goals |

What sources do we collect information from in addition to you?

| | |
|---|---|
| Custody, brokerage and advisory agreements | Account applications and forms |
| Other advisory agreements and legal documents | Investment questionnaires and suitability documents |
| Transactional information with us or others | Other information needed to service account |

How do we protect your information?

To safeguard your personal information from unauthorized access and use, we maintain physical, procedural and electronic safeguards. These include computer safeguards such as passwords, as well as secured files and buildings. Our employees are advised about M3's need to respect the confidentiality of each client's non-public personal information. We train our employees on their responsibilities. We require third parties that assist in providing our services to you to protect the personal information they receive. This includes contractual language

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in our third-party agreements.

How we share your information?

RIAs do need to share personal information regarding its clients to effectively implement the RIA's services. In the section below, we list some reasons we may share your personal information.

| Basis For Sharing | Sharing | Limitations |
|---|---|--|
| Servicing our Clients We may share non-public personal information with non-affiliated third parties (such as brokers, custodians, regulators, credit agencies, other financial institutions) as necessary for us to provide agreed upon services to you, consistent with applicable law, including but not limited to: processing transactions; general account maintenance; responding to regulators or legal investigations; and credit reporting. | M3 may share this information. | Clients cannot limit the Advisor's ability to share. |
| Administrators We may disclose your non-public personal information to companies we hire to help administer our business. Companies that we hire to provide services of this nature are not allowed to use your personal information for their own purposes and are contractually obligated to maintain strict confidentiality. We limit their use of your personal information to the performance of the specific service we have requested. | M3 may share this information. | Clients cannot limit the Advisor's ability to share. |
| Marketing Purposes M3 does not disclose, and does not intend to disclose, personal information with non-affiliated third parties to offer you services. Certain laws may give us the right to share your personal information with financial institutions where you are a customer and where M3 or the client has a formal agreement with the financial institution. We will only share information for purposes of servicing your accounts, not for marketing purposes. | M3 does not share personal information. | Clients cannot limit the Advisor's ability to share. |
| Authorized Users In addition, your non-public personal information may also be disclosed to you and persons that we believe to be your authorized agent or representative. | M3 does share personal information. | Clients can limit the Advisor's ability to share. |
| Information About Former Clients M3 does not disclose, and does not intend to disclose, non-public personal information to non-affiliated third parties with respect to persons who are no longer our clients. | M3 does not share personal information regarding former clients | Clients can limit the Advisor's ability to share. |

State-specific Regulations

| | |
|---------------|---|
| Massachusetts | In response to a Massachusetts law, clients must "opt-in" to share non-public personal information with non-affiliated third parties before any personal information is disclosed. We may disclose non-public personal information to other financial institutions with whom we have joint business arrangements for proper business purposes in connection with the management or servicing of your account. |
|---------------|---|

Changes to our Privacy Policy

We will send you a notice of our Privacy Policy annually for as long as you maintain an ongoing relationship with us. Periodically we may revise our Privacy Policy, and will provide you with a revised Policy if the changes materially alter the previous Privacy Policy. We will not, however, revise our Privacy Policy to permit the sharing of non-public personal information other than as described in this notice unless we first notify you and provide you with an opportunity to prevent the information sharing.

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Any Questions?

You may ask questions or voice any concerns, as well as obtain a copy of our current Privacy Policy by contacting us at (781) 371-2670.

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