



Principal Office

413 N. Center St.
Statesville, NC 28677

Mailing Address

3498 Governors Island Dr.
Denver, NC 28037

www.sparkamg.com

704.883.5321

Firm Brochure
(Part 2A of Form ADV)

This Brochure provides information about the qualifications and business practices of Spark Asset Management Group, LLC. If you have any questions about the contents of this Brochure, please contact us at 704.883.5321 or by e-mail at: tbain@sparkamg.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Spark Asset Management Group, LLC is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about Spark Asset Management Group, LLC (CRD# 132154) also is available on the SEC's website at www.adviserinfo.sec.gov.

February 25, 2026

Item 2 - Material Changes

Since the filing of Spark's last annual updating amendment dated March 26, 2025, the following material changes have taken place:

- Spark no longer serves as a sub-advisor for another Registered Investment Advisor. Item 4 of the Form ADV has been amended accordingly.
- Item 4 of Form ADV Part 2A has been amended to clarify that non-discretionary services are only offered under certain circumstances.
- The written acknowledgement of Fiduciary Status due to IRA Rollover Recommendations has been added to Item 4 of Form ADV Part 2A.
- Spark no longer has an arrangement in place with Pontera. Items 4, 5, 8 & 13 of the Form ADV have been amended accordingly.
- Item 5 and Item 15 of Form ADV Part 2A have been amended to reflect clients that reside in the state of Colorado, Spark will send an invoice specifying and itemizing the fee in addition to receiving a statement from the custodian.
- Spark currently does not charge separately for Financial Planning & Other Consultative Services. Item 5 of the Form ADV Part 2A has been amended accordingly.
- Item 5 of Form ADV Part 2A has been amended to clarify the Compensation for the Sale of Securities or Other Investment Products of Persons providing investment advice on behalf of Spark.
- Item 7 of Form ADV Part 2A has been amended to clarify that Spark does not require a minimum dollar amount to open and maintain an advisory account.
- Prior, Item 15 of Form ADV Part 2A indicated Spark may act pursuant to client standing letters of authorization to instruct third-party disbursements. Spark has since removed that disclosure because the firm does not currently have that arrangement in place.
- Item 19 of Form ADV Part 2A has been amended and now includes responses to Requirements for State-Registered Advisers, which are asked for in Form ADV Part 2 instructions.
- Minor corrections were made to item numbering for clarity throughout Form ADV Part 2A.

Full Brochure Available

Currently, our Brochure may be requested by contacting us at 704.883.5321 or by e-mail at: tbain@sparkamg.com. Additional information about Spark Asset Management Group is also available via the SEC's web site www.adviserinfo.sec.gov. The SEC's web site also provides information about any persons affiliated with Spark who are registered, or are required to be registered, as investment adviser representatives of Spark

Item 3 - Table of Contents

Contents

Item 2 - Material Changes.....	2
Item 3 - Table of Contents.....	3
Item 4 - Advisory Business.....	5
Item 5 - Fees and Compensation.....	7
Item 6 - Performance-Based Fees and Side-By-Side Management.....	10
Item 7 - Types of Clients.....	10
Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss.....	10
Item 9 - Disciplinary Information.....	13
Item 10 - Other Financial Industry Activities and Affiliations.....	13
Item 11 - Code of Ethics.....	13
Item 12 - Brokerage Practices.....	15
Item 13 - Review of Accounts.....	15
Item 14 - Client Referrals and Other Compensation.....	16
Item 15 - Custody.....	16
Item 16 - Investment Discretion.....	17
Item 17 - Voting Client Securities.....	17
Item 18 - Financial Information.....	17

Item 19 - Requirements for State-Registered Advisers17

Brochure Supplement (Part 2B of Form ADV)19

Item 4 - Advisory Business

Firm Description

Spark Asset Management Group, LLC (“Spark”), founded in June 2004, is a North Carolina Registered Investment Advisory that provides clients with asset management, retirement and financial planning services as described in this brochure. Spark makes these services available to individuals, trusts, estates, charitable organizations, corporations, and others. As of December 31, 2025, Spark provides continuous management services for \$12,780,914 in client assets on a discretionary basis, and \$766,298 in client assets on a non-discretionary basis.

Having discretionary authority over the client's account does not preclude transactions initiated by the client. Assets under management of Spark are held by independent custodians, including StoneX Financial, Inc., Interactive Brokers, ProFunds, Nationwide and Lincoln Financial.

Principal Owners

Timothy J Bain is a 50% owner of Spark Asset Management Group. Heather Bain is also a 50% owner.

Types of Advisory Services

Investment Management Services

Spark offers discretionary asset management services based on a client’s individual needs. Spark provides this service through the use of three types of programs – 1) Trends Model Portfolios 2) Strategic Asset Allocation Models and 3) Special Situations.

When a client engages Spark for discretionary asset management services, Spark gathers information about the client’s investment goals, risk tolerance, and financial circumstances. Based on this information, Spark determines the appropriate investment program or combination of programs consistent with the client’s objectives. Spark then constructs or selects a portfolio designed to meet those objectives. Once the appropriate portfolio has been determined, the portfolio will be continuously managed based on that program's goal, rather than on each client's individual needs. However, each client will have an opportunity to place reasonable restrictions on the types of investments to be held in their portfolio. Current programs range from a traditional “buy-and-hold- with-quarterly-rebalancing” approach utilizing individual securities, exchange traded and mutual funds managed in a relatively tax efficient manner to a more active approach utilizing individual securities, exchange traded funds and mutual funds managed under a tactical asset allocation approach. The latter are reviewed at least monthly and may be rebalanced frequently. Spark will contact the client periodically to determine whether there have been any changes regarding client's financial situation, investment objectives, or other relevant information.

Spark will be reasonably available to consult with the client, and each client will be provided with a quarterly account statement from either Spark or client's custodian containing a description of all activity in the client's account. For clients that reside in states that require it, Spark will send an invoice specifying and itemizing the advisory fee in addition to receiving a statement from the custodian.

Spark Trends Model Portfolios

The majority of Spark's assets are managed according to tactical asset allocation and trend following models that primarily utilize ETFs. These models combine various trends following algorithms with other technical and fundamental research to determine when to allocate funds to different asset classes. Spark combines a variety of strategies to build an overall portfolio designed to meet each client's objective.

Spark Asset Allocation Models

Spark offers strategic allocation model portfolios based on the Allocation models published by various institutions. Spark endeavors to maintain these portfolios to be highly correlated to the target allocations but the portfolio may vary from time to time due to the availability of certain securities at the client's custodian or due to Spark's investment management discretion.

Spark Special Situations

Spark also manages specialty portfolios specific to individual clients' needs and objectives. These portfolios generally invest in individual securities and ETFs.

Investment Advice/Financial Planning Services

Spark offers investment advice and basic financial planning services for no additional fee to clients with assets under Spark's discretionary management. This service includes basic financial planning, implementation, and ongoing asset management/monitoring services.

IRA Rollover Recommendations

When Spark provides investment advice to the client regarding their retirement plan account or individual retirement account, Spark is a fiduciary within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts.

The way Spark makes money creates some conflicts with the client's interests, so Spark operates under a special rule that requires the Firm to act in the client's best interest and not put Spark's interest ahead of the client. Under this special rule's provisions, Spark must:

- Meet a professional standard of care when making investment recommendations (give prudent advice);
- Never put the Firm's financial interests ahead of the client when making recommendations (give loyal advice);
- Avoid misleading statements about conflicts of interest, fees, and investments;

- Follow policies and procedures designed to ensure that Spark gives advice that is in the client's best interest;
- Charge no more than is reasonable for the Firm's services; and
- Give the client basic information about conflicts of interest.

Spark benefits financially from the rollover of the client's assets from a retirement account to an account that the Firm manages or provides investment advice, because the assets increase the Firm's assets under management and, in turn, the Firm's advisory fees. As a fiduciary, Spark only recommends a rollover when Spark believes it is in the client's best interest.

Spark does not offer wrap fee programs.

Item 5 - Fees and Compensation

Investment Management Services

The specific manner in which fees are charged by Spark is established in a client's written agreement with Spark. Fees are generally negotiable. Fees for assets held at one of Spark's approved custodians are deducted from clients' accounts on a monthly basis and in advance, in accordance with the agreement signed by the client.

For some legacy clients, fees for assets held at one of Spark's approved custodians are deducted from clients' accounts on a monthly basis and in arrears, as specified in the applicable client agreement.

Clients can choose to have the fees deducted from the account, from another account, or invoiced.

The client Agreement provides Spark with limited authority to withdraw the contractually agreed upon advisory fees from the client's account. At a minimum, clients will receive a statement from the custodian at least quarterly, indicating all the amounts disbursed from the account including the amount of advisory fees paid directly to Spark. For clients who reside in a state where this requirement applies, Spark will send an invoice specifying and itemizing the fee, in addition to the statement provided by the custodian.

A client may terminate the investment management agreement upon 30 days' written notice. Upon termination, the client will be charged a pro rata fee for services provided up to the termination date. If you have paid fees in advance for services not yet provided, you will receive a prorated refund.

Spark charges fees according to the following schedule taken from the firm's Schedule A of its client agreement:

Schedule A - Fees

These rates may be negotiable. The services provided by Spark Asset Management Group, may be available from other providers at greater or lesser expense.

Investment Management Services

- Maximum advisory fee is 2% annually (including any per transaction fee charged by the custodian)
- In addition to the advisory fee set forth above, clients whose accounts are held at StoneX Financial Inc. will also pay a transaction charge of \$8.95 per transaction while accounts at Interactive Brokers do not pay a transaction charge. Clients with assets held at Lincoln, Nationwide and ProFunds will also pay the operating expenses of the funds or sub-accounts they are invested in.

Financial Planning & Other Consultative Services

Spark will provide basic financial planning services at no additional charge to its investment management clients using RightCapital or other third-party planning software.

401k Plan advice Fees

Clients who have entered into a client agreement directly with Spark will pay a quarterly advisory fee as described above in the "Investment Management Services" paragraph in Section 5 above.

Clients using the Plan Confidence service are charged a reoccurring flat monthly fee of \$25 per account. Spark Asset Management Group, LLC is solely responsible in the determination of the fees we charge for this service. Under the Co-Adviser agreement with Plan Confidence Corporation, Plan Confidence will retain \$12.70 of the monthly fee for either of the two custom options and Spark is paid the balance of the monthly fee charged to clients.

This service Includes:

- a. Risk assessment
- b. Online and app access to monthly updates and custom portfolios using available funds. Choice of static or tactical models
- c. Real time emails of any changes
- d. Annual review call with personal advisor

Other Fees

Spark's advisory fee is exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus.

Such charges, fees and commissions are exclusive of and in addition to Spark's fee, and Spark shall not receive any portion of these commissions, fees, and costs.

The section "Brokerage Practices" further describes the factors that Spark considers in selecting or recommending broker-dealers for *client* transactions and determining the reasonableness of their compensation (*e.g.*, commissions).

Past Due Accounts and Termination of Agreements

Refer to Section 8.C. of the "Administration and Termination Fees" and Section 15 "Termination" of Spark's Investment Advisory Services Agreement for more information.

Compensation for the Sale of Securities or Other Investment Products

Persons providing investment advice on behalf of Spark are registered representatives with StoneX Securities Inc., a securities broker-dealer, and a member of the Financial Industry Regulatory Authority and the Securities Investor Protection Corporation. In their capacity as registered representatives, these persons will receive compensation in connection with the purchase, sale, or holding, of securities or other investment products. Compensation earned by these persons in their capacities as registered representatives is separate and in addition to Spark's advisory fees.

This practice presents a conflict of interest because persons providing investment advice to advisory clients on behalf of Spark who are registered representatives have an incentive to recommend investment products based on the compensation received rather than solely based on clients' needs. Advisors have a fiduciary duty to put client interests ahead of their own. Clients are under no obligation, contractually or otherwise, to purchase investment products through any person affiliated with Spark.

Persons providing investment advice on behalf of Spark are licensed as independent insurance agents. These persons will earn commission-based compensation for selling insurance products, including insurance products they sell to clients. Insurance commissions earned by these persons are separate and in addition to our advisory fees. This practice presents a conflict of interest because persons providing investment advice on behalf of Spark who are insurance agents have an incentive to recommend insurance products to you for the purpose of generating commissions rather than solely based on clients' needs.

Clients always have the right to act on the recommendation, if they choose to act, have the right to do so through the representative of their choosing.

Item 6 - Performance-Based Fees and Side-By-Side Management

Spark does not charge performance-based fees, nor does the Firm engage in side-by-side management.

Item 7 - Types of Clients

Spark Asset Management Group provides investment supervisory services and manages investment advisory accounts. Spark makes these services available to individuals, trusts, estates, charitable organizations, corporations, and others.

In general, Spark does not require a minimum dollar amount to open and maintain an advisory account; however, the firm has the right to terminate the client's account if it falls below a minimum size which, in Spark's sole opinion, is too small to manage effectively.

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

Spark Trends Models

Spark's will manage assets according to tactical asset allocation models that primarily utilize ETFs, Mutual Funds and sub-accounts (when account is invested in a variable annuity).

Investment Objective

The Spark Trends models seek competitive total returns over time. The models also seek to minimize significant drawdowns. No guarantees can be made that Spark will be successful in achieving either goal.

Investment Approach

These models employ various trends following algorithms combined with other technical and fundamental research to determine when to allocate funds to a pool of certain identified asset classes. Through the use of tactical asset allocation, Spark attempts to capture the upside of trending market segments while avoiding segments in extended downward trends. The Spark Trends model utilizes investment vehicles such as exchange traded funds (ETFs), mutual funds, sub-accounts, closed end funds, and other broadly diversified securities from various sources as required to provide multiple asset class exposures in a single portfolio that does not utilize leverage.

Due to the absence of leverage and focus on minimizing downside volatility, this strategy is suitable for taxable accounts as well as tax-deferred and tax-exempt accounts. However, these strategies/models are typically rebalanced on a frequent basis (some as often as semi-monthly). Frequent rebalancing can have negative effects in taxable accounts.

A subset of these models is managed with ProFunds and Nationwide as the custodian. The ProFunds series of mutual funds and some of the sub-accounts offered by Nationwide utilize leverage, which can greatly increase the volatility of the portfolio. These accounts are typically rebalanced on a semi-monthly or monthly basis to minimize the compounding effect of negative returns. While accounts at Nationwide are tax deferred, the frequent rebalancing at ProFunds can have negative effects in taxable accounts.

Investment Risks

The strategies may experience periods of increased transaction volumes when asset classes repeatedly change directions (commonly referred to as whipsaw activity). Investing in alternative asset classes or strategies can present unique risks not normally associated with traditional asset classes. Individual positions may possess a high degree of volatility, but when combined in a broader portfolio context the complementary characteristics of alternative investments may potentially work to reduce overall portfolio volatility while enhancing total return over the long term. However, neither diversification, asset allocation, nor a tactical approach can ensure a profit or protect against a loss. There can be no assurance that the Spark Trends models will achieve their investment objectives. Investing in securities involves risk of loss that clients should be prepared to bear.

Specialty Portfolios

While the majority of Spark's assets under management are managed according to one of Spark's Trends models, Spark does manage some specialty portfolios specific to clients' needs and objectives. These portfolios are typically more aggressive and more flexible in their mandate and generally require that clients' investment objectives and risk profile allow for higher risk. These portfolios can be invested in leveraged and/or inverse ETFs, individual securities, options, open-end and closed-end mutual funds, and currencies.

Investment Objective

Specialty portfolios managed by Spark generally seek higher returns with greater risk.

Investment Approach

These portfolios employ a “go-anywhere” strategy and allow the manager to make country, sector, industry, or company specific investments. While the manager has discretion according to the client agreement, in many instances clients are heavily involved with decisions. The portfolios generally hold 10-20 positions, but each client has the ability to guide the manager to a number of positions (more or less) that they are comfortable with. These portfolios are managed using both fundamental and technical analysis as well as outside third-party research. Due to the potential existence of leverage and potential concentration, these portfolios are generally suitable for accounts wishing to take more risk. However, some of Spark’s specialty portfolios may be designed to minimize risk in accordance with a client’s specific investment objective.

Investment Risks

The strategies may experience periods of increased transaction volumes when asset classes repeatedly change directions. Investing in alternative asset classes or strategies can present unique risks not normally associated with traditional asset classes. Individual positions may possess a high degree of volatility. Neither diversification, asset allocation, nor a technical approach can ensure a profit or protect against a loss. There can be no assurance that any of Spark’s specialty portfolios will achieve its investment objectives. Investing in securities involves risk of loss that clients should be prepared to bear.

General statement about risk associated with Spark’s Asset Management Capabilities

CLIENTS’ INVESTMENTS ARE SUBJECT TO RISKS ASSOCIATED WITH INVESTING IN SECURITIES, INCLUDING BUT NOT LIMITED TO VARIOUS MARKET, INTEREST RATE, CURRENCY, ECONOMIC, SOVEREIGN, POLITICAL, AND BUSINESS RISKS. ADVISOR’S ACTIONS TAKEN ON CLIENT’S BEHALF MAY NOT BE PROFITABLE. THE ADVISOR DOES NOT GUARANTEE THE PERFORMANCE OF THE CLIENT’S INVESTMENTS OR GUARANTEE THAT THE ADVISOR’S ADVICE OR STRATEGIES WILL BE SUCCESSFUL OR THAT THE CLIENT’S INVESTMENT OBJECTIVES WILL BE MET. ADVISOR DOES NOT GUARANTEE THE FUTURE PERFORMANCE OF THE ACCOUNT(S) NOR ANY SPECIFIC LEVEL OF PERFORMANCE NOR THE SUCCESS OF ANY INVESTMENT DECISIONS NOR STRATEGIES THAT ADVISOR MAY USE. INDEED, THE CLIENT MAY LOSE MONEY AND EXPERIENCE VOLATILITY AND SUFFER LOSS.

Item 9 - Disciplinary Information

Legal and Disciplinary

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Spark or the integrity of Spark's management. Spark, including its associated persons, does not have any information applicable to this Item. Information regarding any of Spark's advisors can be found at <http://www.adviserinfo.sec.gov/>.

Item 10 - Other Financial Industry Activities and Affiliations

Certain associated persons of Spark are also registered representatives of a broker - dealer. Timothy Bain, the firm's Member, Chief Compliance Officer, Chief Investment Officer & Investment Adviser Representative, is associated with StoneX Securities Inc., a Broker/Dealer registered with the SEC, FINRA and various state regulatory bodies. In their capacity as registered representatives, associated persons of Spark will be involved in the sale of various types of securities, including, but not limited to, stocks, bonds and mutual funds. This practice presents a conflict of interest because persons providing investment advice to advisory clients on behalf of Spark who are registered representatives have an incentive to recommend investment products based on the compensation received rather than solely based on clients' needs. Advisors have a fiduciary duty to put client interests ahead of their own. Clients are under no obligation, contractually or otherwise, to purchase investment products through any person affiliated with Spark.

In addition, certain associated persons of Spark are also associated with General Insurance Agencies. Timothy Bain is associated with Elledge, Bain, Sides, LLC. In their capacity as insurance agents, associated persons of Spark will be involved in the sale of various types of insurance, including, but not limited to, fixed annuities, fixed index annuities, life insurance and long-term care insurance. This practice presents a conflict of interest because persons providing investment advice on behalf of Spark who are insurance agents have an incentive to recommend insurance products to you for the purpose of generating commissions rather than solely based on clients' needs. Clients always have the right to act on the recommendation, if they choose to act have the right to do so through the representative of their choosing.

Item 11 - Code of Ethics

Although Spark is state registered and not SEC-registered, the firm has adopted a Code of Ethics pursuant to SEC rule 204a-1 for all supervised persons of the firm. A copy of Spark's code of ethics is maintained in its compliance manual and will be provided to any client or prospective client upon request. Spark's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting the firm's Chief Compliance Officer at the telephone number on the cover page of this brochure. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at Spark must acknowledge the terms of the Code of Ethics annually, or as amended.

Spark anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which Spark has management authority to effect and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which Spark, its affiliates and/or clients, directly or indirectly, have a position of interest. Spark's employees and persons associated with Spark are required to follow Spark's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of Spark and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for Spark's clients.

The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of Spark will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest in their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of Spark's clients.

Since the Code of Ethics permits employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. If an affiliated account intends to trade in the same security as a client, the client's trade shall either be placed simultaneously, or the trades shall be aggregated as defined below. Employee trading is monitored under the Code of Ethics to reasonably prevent conflicts of interest between Spark and its clients. As a hybrid advisor, Mr. Bain's transactions are also reviewed by the compliance department of his broker-dealer, StoneX Securities, Inc., as part of their requirement to supervise the business of outside RIA's.

Certain affiliated accounts, which are held by StoneX Financial Inc., may trade in the same securities with client accounts also held at StoneX Financial, Inc. on an aggregated basis when consistent with Spark's obligation of best execution. In such circumstances, the affiliated and client accounts will each pay the same transaction charge. On buy transactions, affiliated accounts and client accounts receive securities at a total average price. Partially filled orders will be allocated on a pro-rate basis. On sell transactions, trades are placed at the same time through the "position trade" feature. These trades may be filled at slightly different times and prices due to way the custodian processes the trades.

It is Spark's policy that the firm will not affect any principal or agency cross securities transactions for client accounts. Spark will also not cross trades between client accounts. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer

Item 12 - Brokerage Practices

Client grants Advisor full authorization to issue instructions to and engage in transactions with Custodian in connection with the management of client's Account(s) as outlined in this Limited Power of Attorney and as Advisor in its sole discretion shall deem advisable.

Advisors may select brokers/dealers that provide it with research or other transaction-related services. Consistent with obtaining best execution, transactions for clients may be directed to brokers who provide Advisor with research or other transaction-related services. Such research or service will generally be used to service all of Advisor's clients, but brokerage commissions paid by client may be used to pay for research that is not used in managing client's Account(s). Advisor may, in its discretion, cause the client to pay brokers a commission greater than another qualified broker might charge to effect the same transaction where Advisor determines in good faith that the commission is reasonable in relation to the value of the brokerage and research services received.

During the past year, all transactions that involved transaction charges were effected through Stone X Financial Inc. or Interactive Brokers at an average cost of less than \$8.95 per transaction. Advisor receives research, marketing support, office space, supplies, and other services, which significantly lower its cost of doing business. Without this support, Advisor would have to significantly raise its prices; therefore, Advisor believes that clients derive substantial benefit from the current arrangement. Soft dollar benefits are not limited to those clients who may have generated a particular benefit although certain soft dollar allocations are connected to particular clients or groups of clients.

Item 13 - Review of Accounts

Periodic Reviews

The Spark Trends models are reviewed on a monthly basis at a minimum. Individual accounts are reviewed when external, economic, or political events suggest the need for a strategy change. Individual accounts are reviewed in depth when Advisor conducts random reviews, upon client requests, or an operational item brings the specific client or account to Advisors attention. Such a review may include cash history, security movements, trade history, paperwork, goals and objectives, life-changes, etc.

Annual, semi-annual, or quarterly reviews (time period dictated by client) may be conducted with the individual advisor and the client.

Reviewers: The Chief Investment Officer is the sole reviewer. Upon account opening and at anytime thereafter, client(s) may provide Advisor with instructions regarding their account(s), which are then incorporated into account reviews.

Nature and Frequency of Reports

Clients may receive an electronic billing notification upon request detailing the account value at the end of the billing period, the period covering the fee, and the method of calculation. In addition, no less than quarterly the client will receive from the qualified custodian a report that lists individual holdings, values, fee deductions and transactions during the quarter. Clients may also view account values, holdings, and transactions at any time via the internet on those accounts where the custodian provides access. Clients can also view account information for accounts held at StoneX, Profunds, Nationwide, and Lincoln Financial at www.mainaccount.com/safs. At this website, clients can access holdings, historical transactions, performance, and other reports such as realized and unrealized gains. Clients can request to receive billing statements through the mail at any time.

Item 14 - Client Referrals and Other Compensation

Spark has received referrals from existing clients but does not compensate clients for referrals. Spark may enter into solicitor arrangements in the future. In such cases, Spark will ensure compliance with SEC Rule 206(4)-1, including providing clients with required disclosures and acknowledgments. Solicitor fees, if applicable, will be disclosed separately and clearly, and will not exceed Spark's maximum advisory fee of 2.00%. In addition, solicitors must comply with the requirements of the jurisdictions in which they operate prior to receiving a cash referral from Spark.

Item 15 - Custody

In most of our Investment Management accounts, we have the authorization to directly debit for the payment of our investment advisory fees. This ability to deduct our advisory fees from your accounts causes our firm to exercise limited custody over those clients' funds or securities. As such, we comply with current State regulations regarding bonding and financial reporting. We do not have physical custody of any clients' funds and/or securities. Client funds and securities will be held with a broker-dealer, or other independent, qualified custodian and clients will receive account statements from the independent, qualified custodian(s) holding your funds and securities at least quarterly. The account statements from the custodian(s) will indicate the amount of our advisory fees deducted from the account(s) each billing period. We may provide clients with additional, customized reporting from time to time and upon request. We urge clients to carefully review statements from the custodian and compare such official custodial records to the reporting we may provide. These additional reports may vary from the custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities. This additional reporting does not take the place of the official statements received from the custodian.

For clients who reside in a state where this requirement applies, Spark will send an invoice specifying and itemizing the fee, in addition to the statement provided by the custodian.

Spark is not affiliated with the custodian.

Item 16 - Investment Discretion

Spark typically receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client's account.

When selecting securities and determining amounts, Spark observes the investment policies, limitations and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to Spark in writing.

Item 17 - Voting Client Securities

Proxy Votes

As a matter of firm policy and practice, Spark does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Spark may provide advice to clients regarding the clients' voting of proxies.

Item 18 - Financial Information

Financial Condition

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about the firm's financial condition. Spark has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding. A balance sheet is not required to be provided because Spark does not serve as a custodian for client funds or securities and does not require prepayment of fees of more than \$500 per client, six months or more in advance.

Item 19 - Requirements for State-Registered Advisers

The background information about Spark's principal executive officers, management persons and those giving advice on behalf of the firm can be found in Form ADV Part 2B.

Spark is solely engaged in providing investment advisory services and does not conduct any other business activities beyond those already disclosed in Item 10 above and Form ADV Part 2B.

Neither Spark nor any individuals associated with it receive compensation based on performance-based fees for advisory services.

Spark and management persons have not been involved in any arbitration awards, found liable in any civil, self-regulatory organization or administrative proceedings.

Brochure Supplement (Part 2B of Form ADV)

Timothy J. Bain, AAMS®

SPARK ASSET MANAGEMENT GROUP

413 N. Center St. Suite 202
Statesville, NC 28677

704.883.5321

February 25, 2026

This Brochure Supplement provides information about Timothy J. Bain that supplements the Spark Asset Management Group, LLC Brochure. You should have received a copy of that Brochure. Please contact Spark Asset Management Group at 704.883.5321 or by e-mail at: tbain@sparkamg.com if you did not receive Spark's Brochure or if you have any questions about the contents of this supplement.

Additional information about Timothy Bain (CRD# 2330992) is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2: Educational Background and Business Experience

Timothy J. Bain, AAMS®

Year of Birth: 1972

Educational Background:

- B.S. in Economics from North Carolina State University, 1994
- B.A. in Business Management from North Carolina State University, 1994

Business Background:

2010-Present	Spark Asset Management Group, Statesville NC, Member, Chief Investment Officer, Chief Compliance Officer and Investment Adviser Representative
2010-Present	StoneX Securities Inc. (formerly SA Stone Wealth Management), Financial Advisor (Operated as Elledge, Bain, Sides, LLC)
1999-2010	Synergy Investment Group, LLC, Charlotte, NC, Chief Financial Officer, Chief Operations Officer, Registered Representative
1997-1999	Linsco Private Ledger, Kannapolis, NC, Financial Advisor
1994-1997	Edward Jones, Charlotte, NC, Investment Representative

Professional Designations:

Accredited Asset Management Specialist (AAMS®)

Mr. Timothy J. Bain holds the Accredited Asset Management Specialist (AAMS®). Individuals who hold the AAMS® designation have completed a course of study through the College for Financial Planning covering topics such as investments, insurance, tax, retirement, and estate planning. They must pass a comprehensive examination that tests their ability to apply these concepts in real-life situations. Designees agree to adhere to a Code of Ethics and are subject to a disciplinary process. To maintain the designation, they must complete 16 hours of continuing education every two years and reaffirm adherence to ethical standards.

Item 3: Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4: Other Business Activities

Timothy Bain, the firm's Member, Chief Compliance Officer, Chief Investment Officer & Investment Adviser Representative, is associated with StoneX Securities Inc., a Broker/Dealer registered with the SEC, FINRA and various state regulatory bodies. In their capacity as registered representatives, associated persons of Spark will be involved in the sale of various types of securities, including, but not limited to, stocks, bonds and mutual funds.

This practice presents a conflict of interest because persons providing investment advice to advisory clients on behalf of Spark who are registered representatives have an incentive to recommend investment products based on the compensation received rather than solely based on clients' needs. Advisors have a fiduciary duty to put client interests ahead of their own. Clients are under no obligation, contractually or otherwise, to purchase investment products through any person affiliated with Spark.

In addition, certain associated persons of Spark are also associated with General Insurance Agencies. Timothy Bain is associated with Elledge, Bain, Sides, LLC. In their capacity as insurance agents, associated persons of Spark will be involved in the sale of various types of insurance, including, but not limited to, fixed annuities, fixed index annuities, life insurance and long-term care insurance. This practice presents a conflict of interest because persons providing investment advice on behalf of Spark who are insurance agents have an incentive to recommend insurance products to you for the purpose of generating commissions rather than solely based on clients' needs. Clients always have the right to act on the recommendation, if they choose to act have the right to do so through the representative of their choosing.

He also serves on the Board of Synergy Holding Group, Inc.

Item 5: Additional Compensation

Mr. Bain does not receive any additional compensation other than what is disclosed above in Item 4.

Item 6: Supervision

In his capacity as Chief Compliance Officer and the only registered person in the firm's management, Mr. Bain will adhere to all applicable industry rules and regulations, in addition to the firm's written supervisory procedures and code of ethics.

Item 7: Requirements for State-Registered Advisers

Mr. Bain has not been involved in any arbitration claims alleging damages in excess of \$2,500. Furthermore, he has neither been involved in nor found liable in any civil, self-regulatory organization, or administrative proceeding nor has been the subject of any bankruptcy petitions in the last ten years.