Client Brochure

MARCH 31, 2024

P3 Wealth Management, Inc. is a registered investment adviser. This brochure provides information about the qualifications and business practices of P3 Wealth Management, Inc. If you have any questions about the contents of this brochure, contact us at 901-209-4015. 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. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Additional information about P3 Wealth Management, Inc. is available on the SEC's website at www.adviserinfo.sec.gov.

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Item 2 Material Changes

We will review and update our brochure, as needed, at least annually to make sure that it remains current. The purpose of this page is to inform you of any material changes since the previous annual updating amendment of this disclosure brochure submitted to regulators on March 30, 2023.

On March 31, 2024, we submitted an amendment filing for fiscal year 2023. We have made the following changes to our Form ADV Part 2A Disclosure Brochure ("Client Brochure"):

- We have updated Item 4 to reflect that as of March 28, 2024, we had approximately $21,906,566 in discretionary assets under management and no assets under management on a non-discretionary basis.

In addition to the changes noted above, we encourage you to carefully review our full brochure. If you have any questions or if you would like to receive a copy of our current brochure free of charge at any time, contact us at 901-209-4015.

Item 3 Table of Contents

BROCHURE

BROCHURE SUPPLEMENT FOR REGINALD D. CLARK

BROCHURE SUPPLEMENT FOR MAHOGHANY M. JORDAN

Item 4 Advisory Business

P3 Wealth Management, Inc. is a registered investment adviser based in Cordova, Tennessee. We are a corporation formed under the laws of the State of Tennessee in January 2019. The principal owner of P3 Wealth Management, Inc. is Reginald D. Clark, CEO.

ADVISORY SERVICES

P3 Wealth Management, Inc.'s ("P3" or "Advisor") principal service is providing fee-based investment advisory services and financial planning services. The Advisor practices custom management of portfolios, on a discretionary basis, according to the client's objectives. The Advisor's primary approach is to use a tactical allocation strategy aimed at reducing risk and increasing performance. The Advisor may use exchange listed securities, over-the-counter securities, corporate debt securities, CDs, municipal securities, mutual funds, and options in securities to accomplish this objective. The Advisor measures and selects mutual funds by using various criteria, such as the fund manager's tenure, and/or overall career performance. The Advisor may recommend, on occasion, redistributing investment allocations to diversify the portfolio in an effort to reduce risk and increase performance. The Advisor may recommend specific stocks to increase sector weighting and/or dividend potential. The Advisor may recommend employing cash positions as a possible hedge against market movement which may adversely affect the portfolio. The Advisor 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.

FINANCIAL PLANNING

In addition to investment supervisory services, P3 may provide Financial Planning Services to some of its clients. The Advisor's Financial Planning services may include recommendations for portfolio customization based on their client's investment objectives, goals and financial situation, recommendations relating to investment strategies as well as tailored investment advice. Financial planning may also include developing strategies to achieve goals such as retirement, tax optimization, cash flow and budgeting, financing education, estate planning, and asset protection.

P3 will tailor its advisory services to its client's individual needs based on meetings and conversations with the client. If clients wish to impose certain restrictions on investing in certain securities or types of securities, the Advisor will address those restrictions with the client to have a clear understanding of the client's requirements.

P3 does not provide portfolio management services to wrap fee programs.

As of March 22, 2023, we had approximately $21,906,566 in discretionary assets under management and no assets under management on a non-discretionary basis.

Item 5 Fees and Compensation

ASSET MANAGEMENT FEES

Pursuant to an Investment Advisory contract signed by each client, the client will pay P3 an annual management fee, payable quarterly in arrears, based on the fair market value of portfolio assets under management in the account at the end of the preceding quarter or based on the average daily balance in the account during the previous quarter. The management fee may be adjusted to account for significant contributions or withdrawals made to the account during the quarter. New account fees will be prorated from the inception of the account to the end of the first quarter.

Detailed fees and billing terms for each type of account is set forth in the advisory agreement between the client and P3.

Management fees range up to 2.0% per annum depending on the type and complexity of the investment management strategy employed as well as other factors such as the size of the account or overall client relationship. These fees may be negotiated by P3 at its sole discretion. The client will give written authorization permitting the Advisor to be paid directly from their account held by the custodian. The custodian will send a statement at least quarterly to the client and the Advisor will also send an invoice to the client outlining the fee calculation and the amount withdrawn from the client account. Where it is impractical to directly deduct fees from client accounts, Client will be sent an invoice on a quarterly basis for any outstanding advisory fees due.

Billing on Cash Positions: The firm treats cash and cash equivalents as an asset class. Accordingly, unless otherwise agreed in writing, all cash and cash equivalent positions (e.g., money market funds, etc.) are included as part of assets under management for purposes of calculating the firm's advisory fee. At any specific point in time, depending upon perceived or anticipated market conditions/events (there being no guarantee that such anticipated market conditions/events will occur), the firm may maintain cash and/or cash equivalent positions for defensive, liquidity, or other purposes. While assets are maintained in cash or cash equivalents, such amounts could miss market advances and, depending upon current yields, at any point in time, the firm's advisory fee could exceed the interest paid by the client's cash or cash equivalent positions.

Periods of Portfolio Inactivity: The firm has a fiduciary duty to provide services consistent with the client's best interest. As part of its investment advisory services, the firm will review client portfolios on an ongoing basis to determine if any changes are necessary based upon various factors, including but not limited to investment performance, fund manager tenure, style drift, account additions/withdrawals, the client's financial circumstances, and changes in the client's investment objectives. Based upon these and other factors, there may be extended periods of time when the firm determines that changes to a client's portfolio are neither necessary nor prudent. Notwithstanding, unless otherwise agreed in writing, the firm's annual investment advisory fee will continue to apply during these periods, and there can be no assurance that investment decisions made by the firm will be profitable or equal any specific performance level(s).

HOURLY FEE

Some clients will contract to have investment advisory advice and/or financial planning advice provided based on an hourly fee rather than based on the assets under management. The Advisors hourly fee will be billed at a rate of $250 per hour but may be negotiated in advance at the sole discretion of the Advisor. Hourly fee-based clients are billed on a monthly basis upon completion of work performed.

For each of the Advisor's services described above, the Client may terminate these services within five business days of the effective date of an Agreement signed with the Advisor without any payment of the Advisor's fee.

All fees paid to P3 for investment advisory services are separate and distinct from the expenses charged by mutual funds to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee and other fund expenses.

At no time will P3 accept or maintain custody of a client's funds or securities except for authorized fee deduction. Client is responsible for all custodial and securities execution fees charged by the custodian and executing broker-dealer. The Advisor's fee is separate and distinct from the custodian and execution fees.

Neither P3 nor its supervised persons accept compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds.

IRA Rollover Considerations

As a normal extension of financial advice, we provide education or recommendations related to the rollover of an employer-sponsored retirement plan. A plan participant leaving employment has several options. Each choice offers advantages and disadvantages, depending on desired investment options and services, fees and expenses, withdrawal options, required minimum distributions, tax treatment, and the investor's unique financial needs and retirement plans. The complexity of these choices may lead an investor to seek assistance from us.

An Associated Person who recommends an investor roll over plan assets into an Individual Retirement Account ("IRA") may earn an asset-based fee as a result, but no compensation if assets are retained in the plan. Thus, we have an economic incentive to encourage an investor to roll plan assets into an IRA. In most cases, fees and expenses will increase for the investor as a result because the above-described fees will apply to assets rolled over to an IRA, and outlined ongoing services will be extended to these assets.

We are fiduciaries under the Investment Advisers Act of 1940 and when we provide investment advice to you regarding your retirement plan account or individual retirement account, we are also fiduciaries 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. We have to act in your best interests and not put our interests ahead of yours. At the same time, the way we make money creates some conflicts with your interests.

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

P3 does not charge performance-based fees.

Item 7 Types of Clients

The Advisor will offer its services to individuals, trusts, estates, charitable organizations, corporations, and other business entities.

The Advisor does not have any minimum requirements for opening or maintaining an account.

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

Investing in securities involves risk of loss that clients should be prepared to bear. The Advisor may utilize fundamental, technical, or cyclical analysis techniques in formulating investment advice or managing assets for clients.

Fundamental analysis of businesses involves analyzing its financial statements and health, its management and competitive advantages and its competitors and markets. Fundamental analysis is performed on historical and present data but with the goal of making financial forecasts. There are several possible objectives; to conduct a company stock valuation and predict its probable price evolution; to make a projection on its business performance; to evaluate its management and make internal business decisions and to calculate its credit risk.

Technical analysis is a method of evaluating securities by relying on the assumption that market data, such as charts of price, volume and open interest can help predict future (usually short-term) market trends. Technical analysis assumes that market psychology influences trading in a way that enables predicting when a stock will rise or fall.

Cyclical analysis of economic cycles is used to determine how these cycles affect the returns of an investment, an asset class, or an individual company's profits. Cyclical risks exist because the broad economy has been shown to move in cycles, from periods of peak performance followed by a downturn, then a trough of low activity. Between the peak and trough of a business or other economic cycle, investments may fall in value to reflect the uncertainty surrounding future returns as compared with the recent past.

The investment strategies the Advisor will implement may include long-term purchases of securities held at least for one-year, short-term purchases for securities sold within a year, trading of securities sold within 30 days, short sales, and option writing, including covered options, uncovered options or spreading strategies. Clients need to be aware that investing in securities involves risk of loss that clients need to be prepared to bear.

The methods of analysis and investment strategies followed by the Advisor are utilized across all of the Advisors clients, as applicable. One method of analysis or investment strategy is not more significant than the other as the Advisor is considering the client's portfolio, risk tolerance, time horizon, and individual goals. However, the client should be aware that with any trading that occurs in the client account, the client will incur transaction and administrative costs.

Investing includes the risk that the value of an investment can be negatively affected by factors specifically related to the investment (e.g., capability of management, competition, new inventions by other companies, lawsuits against the company, labor issues, patent expiration, etc.), or to factors related to investing and the markets in general (e.g., the economy, wars, civil unrest or terrorism around the world, concern about oil prices or unemployment, etc.).

Risks of fundamental analysis may include risks that market actions, natural disasters, government actions, world political events, or other events not directly related to the price or valuation of a specific company's fundamental analysis can adversely impact the stock price of a company causing a portfolio containing that security to lose value. Risks may also include that the historical data and projections on which the fundamental analysis is performed may not continue to be relevant to the operations of a company going forward, or that management changes or the business direction of management of the company may not permit the company to continue to produce metrics that are consistent with the prior company data utilized in the fundamental analysis, which may negatively affect the Advisor's estimate of the valuation of the company.

In cyclical analysis, economic or business cycles may not be predictable and may have many fluctuations between long-term expansions and contractions. Also, the lengths of the economic cycles may be difficult to predict with accuracy. Therefore, the risk of cyclical analysis is the difficulty in predicting economic trends and consequently the changing value of securities that would be affected by these changing trends.

The primary risks in technical analysis are that the factors used to analyze the price, trends and volatility of a security may not be replicated, or the outcomes of such analysis will not be the same as in past periods where similar combinations existed. Because of the reliance on trends, technical analysis can signal buying at market peaks and selling at market troughs.

All investments involve some degree of risk. In finance, risk refers to the degree of uncertainty and/or potential financial loss inherent in an investment decision. In general, as investment risks rise, investors seek higher returns to compensate themselves for taking such risks.

Every saving and investment product has different risks and returns. Differences include how readily investors can get their money when they need it, how fast their money will grow, and how safe their money will be. The primary risks faced by investors include:

BUSINESS RISK

With a stock, you are purchasing a piece of ownership in a company. With a bond, you are loaning money to a company. Returns from both of these investments require that that the company stays in business. If a company goes bankrupt and its assets are liquidated, common stockholders are the last in line to share in the proceeds. If there are assets, the company's bondholders will be paid first, then holders of preferred stock. If you are a common stockholder, you get whatever is left, which may be nothing.

The business risk in purchasing an annuity is that the financial strength of the insurance company issuing the annuity may decline and not be able to pay out the annuity obligation.

VOLATILITY RISK

Even when companies are not in danger of failing, their stock price may fluctuate up or down. Large company stocks as a group, for example, have lost money on average about one out of every three years. A stock's price can be affected by factors inside the company, such as a faulty product, or by events the company has no control over, such as political or market events.

INFLATION RISK

Inflation is a general upward movement of prices. Inflation reduces purchasing power, which is a risk for investors receiving a fixed rate of interest. The principal concern for individuals investing in cash equivalents is that inflation will erode returns.

INTEREST RATE RISK

Interest rate changes can affect a bond's value. If bonds are held to maturity the investor will receive the face value, plus interest. If sold before maturity, the bond may be worth more or less than the face value. Rising interest rates will make newly issued bonds more appealing to investors because the newer bonds will have a higher rate of interest than older ones. To sell an older bond with a lower interest rate, you might have to sell it at a discount.

LIQUIDITY RISK

This refers to the risk that investors will not find a market for their securities, potentially preventing them from buying or selling when they want. This can be the case with the more complicated investment products. It may also be the case with products that charge a penalty for early withdrawal or liquidation such as a certificate of deposit (CD).

The Advisor does not primarily recommend a particular type of security. However, clients are advised that many unexpected broad environmental factors can negatively impact the value of portfolio securities causing the loss of some or all of the investment, including changes in interest rates, political events, natural disasters, and acts of war or terrorism. Further, factors relevant to specific securities may have negative effects on their value, such as competition or government regulation. Also, the factors for which the company was selected for inclusion in a client portfolio may change, for example, due to changes in management, new product introductions, or lawsuits.

CYBERSECURITY RISK

Our firm and our service providers are subject to risks associated with a breach in cybersecurity. Cybersecurity is a generic term used to describe the technology, processes, and practices designed to protect networks, systems, computers, programs, and data from cyber-attacks and hacking by other computer users, and to avoid the resulting damage and disruption of hardware and software systems, loss or corruption of data, and/or misappropriation of confidential information. In general, cyber-attacks are deliberate; however, unintentional events may have similar effects. Cyber-attacks may cause losses to clients by interfering with the processing of transactions, affecting the ability to calculate net asset value or impeding or sabotaging trading. Clients may also incur substantial costs as the result of a cybersecurity breach, including those associated with forensic analysis of the origin and scope of the breach, increased and upgraded cybersecurity, identity theft, unauthorized use of proprietary information, litigation, and the dissemination of confidential and proprietary information. Any such breach could expose our firm to civil liability as well as regulatory inquiry and/or action. In addition, clients could be exposed to additional losses as a result of unauthorized use of their personal information. While our firm has established a business continuity plan and systems designed to prevent cyber-attacks, there are inherent limitations in such plans and systems, including the possibility that certain risks have not been identified. Similar types of cyber security risks are also present for issuers of securities, investment companies and other investment advisers in which we invest, which could result in material adverse consequences for such entities and may cause a client's investment in such entities to lose value.

CRYPTOCURRENCY RISK

Cryptocurrency (e.g., bitcoin and ether), often referred to as "virtual currency," "digital currency," or "digital assets," is designed to act as a medium of exchange. Cryptocurrency is an emerging asset class. There are thousands of cryptocurrencies, the most well-known of which is bitcoin. Certain of the firm's clients may have exposure to bitcoin or another cryptocurrency, directly or indirectly through an investment such as an ETF or other investment vehicles. Cryptocurrency operates without central authority or banks and is not backed by any government. Cryptocurrencies may experience very high volatility and related investment vehicles may be affected by such volatility. As a result of holding cryptocurrency, certain of the firm's clients may also trade at a significant premium or discount to NAV. Cryptocurrency is also not legal tender. Federal, state, or foreign governments may restrict the use and exchange of cryptocurrency, and regulation in the U.S. is still developing. The market price of many cryptocurrencies, including bitcoin, has been subject to extreme fluctuations. If cryptocurrency markets continue to be subject to sharp fluctuations, investors may experience losses if the value of the client's investments decline. Similar to fiat currencies (i.e., a currency that is backed by a central bank or a national, supra-national or quasi-national organization), cryptocurrencies are susceptible to theft, loss and destruction. Cryptocurrency exchanges and other trading venues on which cryptocurrencies trade are relatively new and, in most cases, largely unregulated and may therefore be more exposed to fraud and failure than established, regulated exchanges for securities, derivatives and other currencies. The SEC has issued a public report stating U.S. federal securities laws require treating some digital assets as securities.

Cryptocurrency exchanges may stop operating or permanently shut down due to fraud, technical glitches, hackers, or malware. Due to relatively recent launches, most cryptocurrencies have a limited trading history, making it difficult for investors to evaluate investments. Generally, cryptocurrency transactions are irreversible such that an improper transfer can only be undone by the receiver of the cryptocurrency agreeing to return the cryptocurrency to the original sender. Digital assets are highly dependent on their developers and there is no guarantee that development will continue or that developers will not abandon a project with little or no notice. Third parties may assert intellectual property claims relating to the holding and transfer of digital assets, including cryptocurrencies, and their source code. Any threatened action that reduces confidence in a network's long-term ability to hold and transfer cryptocurrency may affect investments in cryptocurrencies.

Many significant aspects of the U.S. federal income tax treatment of investments in cryptocurrency are uncertain and an investment in cryptocurrency may produce income that is not treated as qualifying income for purposes of the income test applicable to regulated investment companies. Certain cryptocurrency investments may be treated as a grantor trust for U.S. federal income tax purposes, and an investment by the firm's clients in such a vehicle will generally be treated as a direct investment in cryptocurrency for tax purposes and "flow-through" to the underlying investors.

ENVIRONMENTAL, SOCIAL, AND GOVERNANCE INVESTMENT CRITERIA RISK

If a portfolio is subject to certain environmental, social, and governance (ESG) investment criteria it may avoid purchasing certain securities for ESG reasons when it is otherwise economically advantageous to purchase those securities, or may sell certain securities for ESG reasons when it is otherwise economically advantageous to hold those securities. In general, the application of the portfolio's ESG investment criteria may affect the portfolio's exposure to certain issuers, industries, sectors, and geographic areas, which may affect the financial performance of the portfolio, positively or negatively, depending on whether these issuers, industries, sectors or geographic areas are in or out of favor. An adviser can vary materially from other advisers with respect to its methodology for constructing ESG portfolios or screens, including with respect to the factors and data that it collects and evaluates as part of its process. As a result, an adviser's ESG portfolio or screen may materially differ from or contradict the conclusions reached by other ESG advisers concerning the same issuers. Further, ESG criteria are dependent on data and are subject to the risk that such data reported by issuers or received from third-party sources may be subjective, or it may be objective in principle but not verified or reliable.

INVERSE AND LEVERAGED FUNDS

Leveraged mutual funds and ETFs generally seek to deliver multiples of the daily performance of the index or benchmark that they track. Inverse mutual funds and ETFs generally seek to deliver the opposite of the daily performance of the index or benchmark that they track. Inverse funds often are marketed as a way for investors to profit from, or at least hedge their exposure to, downward-moving markets. Some Inverse funds are both inverse and leveraged, meaning that they seek a return that is a multiple of the inverse performance of the underlying index. To accomplish their objectives, leveraged and inverse funds use a range of investment strategies, including swaps, futures contracts, and other derivative instruments. Leveraged, inverse, and leveraged inverse funds are more volatile and riskier than traditional funds due to their exposure to leverage and derivatives, particularly total return swaps and futures. At times, we will recommend leveraged and/or inversed funds, which may amplify gains and losses.

Most leveraged funds are typically designed to achieve their desired exposure on a daily (in a few cases, monthly) basis, and reset their leverage daily. A "single day" is measured from the time the leveraged fund calculates its net asset value ("NAV") to the time of the leveraged fund's next NAV calculation. The return of the leveraged fund for periods longer than a single day will be the result of each day's returns compounded over the period. Due to the effect of this mathematical compounding, their performance over longer periods of time can differ significantly from the performance (or inverse performance) of their underlying index or benchmark during the same period of time. For periods longer than a single day, the leveraged fund will lose money when the level of the Index is flat, and the leveraged fund may lose money even if the level of the Index rises. Longer holding periods, higher index volatility, and greater leverage all exacerbate the impact of compounding on an investor's returns. During periods of higher Index volatility, the volatility of the Index may affect the leveraged fund's return as much as or more than the return of the Index itself. Therefore, holding leveraged, inverse, and leveraged inverse funds for longer periods of time increases their risk due to the effects of compounding and the inherent difficulty in market timing. Leveraged funds are riskier than similarly benchmarked funds that do not use leverage. Non-traditional funds are highly volatile and not suitable for all investors. They provide the potential for significant losses.

Item 9 Disciplinary Information

Neither P3 nor its management persons have had any legal or disciplinary events, currently or in the past.

Item 10 Other Financial Industry Activities and Affiliations

Neither P3 nor any of its management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer. Neither P3 nor any of its management persons are registered or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

P3 does not currently have any relationships or arrangements that are material to its advisory business or clients with either a broker-dealer, municipal securities dealer, or government securities dealer or broker, investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund" and offshore fund), other investment advisor or financial planner, futures commission merchant, commodity pool operator, or commodity trading advisor, banking or thrift institution, lawyer or law firm, pension consultant, real estate broker or dealer or sponsor of syndicator of limited partnerships.

Reginald D. Clark, CEO, and other advisory staff and/or investment adviser representatives are also licensed and registered as an insurance agent to sell life, accident and other lines of insurance for various insurance companies. Therefore, he will be able to purchase insurance products for any client in need of such services and will receive separate, yet typical compensation in the form of commissions for the purchase of insurance products. Mr. Clark's insurance business is conducted through two other entities, P3 Financial Group, Inc. (life and disability insurance) and P3 Insurance Group, Inc. (property and casualty insurance), both of which are owned by Mr. Clark. All insurance sales for P3 Wealth Management, Inc. clients will be conducted through these affiliated entities. This creates a conflict of interest because of the receipt of additional compensation by P3 affiliates and Mr. Clark. Clients are not obligated to use P3 Wealth Management, Inc., its affiliates, or Mr. Clark for insurance products services. However, in such instances, there is no advisory fee associated with these insurance products. Mr. Clark estimates spending approximately 35% of his professional time providing insurance related services. Please see relevant Part 2B brochure supplements for insurance activities conducted by other investment adviser representatives.

Additionally, tax preparation, bookkeeping, and payroll services are offered through P3 Financial Group, Inc. Tax and accounting related fees are separate and in addition to advisory fees charged by P3 Wealth Management, Inc. for advisory services. Persons associated with P3 Wealth Management have a financial incentive to offer tax and accounting related services to advisory clients. However, clients are not obligated to use P3 Wealth Management, Inc. or its affiliates for tax and accounting related services. Some advisory staff members dedicate the majority of their professional time to providing tax and accounting related services through P3 Financial Group, Inc.

P3 does not recommend or select other investment advisers for clients.

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

P3 has adopted as an industry best practice a Code of Ethics that sets forth the basic policies of ethical conduct for all managers, officers, and employees of the adviser. In addition, the Code of Ethics governs personal trading by each employee of P3 deemed to be an Access Person and is intended to ensure that securities transactions effected by Access Persons of P3 are conducted in a manner that avoids any conflict of interest between such persons and clients of the adviser or its affiliates. P3 collects and maintains records of securities holdings and securities transactions effected by Access Persons. These records are reviewed to identify and resolve conflicts of interest. P3 will provide a copy of the Code of Ethics to any client or prospective client upon request.

P3 and/or its investment advisory representatives may from time-to-time purchase or sell products that they may recommend to clients. P3 and/or its investment advisory representatives have a fiduciary duty to put the interests of their clients ahead of their own.

P3 requires that its investment advisory representatives follow its basic policies and ethical standards as set forth in its Code of Ethics.

Item 12 Brokerage Practices

P3 recommends brokers or dealers to be used based on execution and custodial services offered, cost, quality of service and industry reputation. All recommended firms are independent and unaffiliated SEC-registered broker-dealers and members of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investor Protection Corporation ("SIPC"). These firms offer services which include custody of securities, trade execution, clearance, and settlement of transactions. We are not affiliated with recommended custodians. Our investment adviser representatives are not registered representatives of these firms; and, they do not receive commissions or other compensation from recommending the brokerage or custodial services offered by these firms.

P3 will consider factors such as commission price, speed, and quality of execution, client management tools, and convenience of access for both the Advisor and client in making its suggestion.

Research and Other Soft Dollar Benefits

P3 receives some economic benefits from recommended broker-dealers in the form of access to its institutional brokerage, trading, custody, reporting and related services, many of which are not typically available to retail customers. Recommended broker-dealers also make available various support services. Some of those services help us manage or administer our clients' accounts while others help us manage and grow our business. Some support services are available to us at no charge to us or at a discounted rate. When we obtain research or other products or services, we receive a benefit because we do not have to produce or pay for the research, products or services provided by the recommended broker-dealers. Therefore, we may have an incentive to recommend a particular broker-dealer based on our interest in receiving research or other products or services, rather than based on clients' interest in receiving most favorable execution.

P3 does not receive client referrals from any broker-dealer or third party as a result of the firm selecting or recommending that broker-dealer to clients.

P3 routinely recommends that all clients use Charles Schwab & Company, Inc., a division of The Charles Schwab Corporation ("Schwab"), an unaffiliated SEC-registered broker-dealer and member of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investor Protection Corporation ("SIPC") for execution and/or custodial services. For certain types of accounts, such as defined benefit or defined contribution plan accounts, P3 may recommend clients use the services of American Funds Distributors, Inc., an unaffiliated SEC-registered broker-dealer and FINRA member firm and its clearing firm, Pershing LLC, an unaffiliated SEC-registered broker-dealer and FINRA member. The broker-dealer is recommended based on criteria such as, but not limited to, reasonableness of commissions charged to the client, tools and services made available to the client and the Advisor, and convenience of access to the account trading and reporting. The client will provide authority to P3 to direct all transactions through that broker-dealer in the investment advisory agreement. Not all advisers require their clients to direct brokerage to a particular broker-dealer. Higher or lower costs may be available through other broker-dealers/custodians.

As an investment advisory firm, P3 has a fiduciary duty to seek best execution for client transactions. While best execution is difficult to define and challenging to measure, there is some consensus that it does not solely mean the achievement of the best price on a given transaction. Rather, it appears to be a collective consideration of factors concerning the trade in question. Such factors include the security being traded, the price of the trade, the speed of the execution, apparent conditions in the market, and the specific needs of the client. P3's primary objectives when 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 order, 3) difficulty of execution, 4) confidentiality and 5) skill required of the broker. P3 may not necessarily pay the lowest commission or commission equivalent as specific transactions may involve specialized services on the part of the broker.

P3 does not permit clients to direct brokerage.

P3 may combine orders into block trades when more than one account is participating in the trade. This blocking or bunching technique must be equitable and potentially advantageous for each such account (e.g., for the purposes of reducing brokerage commissions or obtaining a more favorable execution price). Block trading is performed when it is consistent with the duty to seek best execution and is consistent with the terms of P3's investment advisory agreements. Equity trades are blocked based upon fairness to client, both in the participation of their account, and in the allocation of orders for the accounts of more than one client. Allocations of all orders are performed in a timely and efficient manner. All managed accounts participating in a block execution receive the same execution price (average share price) for the securities purchased or sold in a trading day. Any portion of an order that remains unfilled at the end of a given day will be rewritten on the following day as a new order with a new daily average price to be determined at the end of the following day. Due to the low liquidity of certain securities, broker availability may be limited. Open orders are worked until they are completely filled, which may span the course of several days. If an order is filled in its entirety, securities purchased in the aggregated transaction will be allocated among the accounts participating in the trade in accordance with the allocation statement. If an order is partially filled, the securities will be allocated pro rata based on the allocation statement. P3 may allocate trades in a different manner than indicated on the allocation statement (non-pro rata) only if all managed accounts receive fair and equitable treatment.

Item 13 Review of Accounts

The firm reviews client accounts on an annual basis, or when conditions would warrant a review based on market conditions or changes in client circumstances. Financial plans are only reviewed if the client requests an update to the plan. Triggering factors may include P3 becoming aware of a change in client's investment objective, a change in market conditions, change of employment, or a change in recommended asset allocation weightings in the account that exceed a predefined guideline. Client accounts and financial plans are reviewed by Reginald D. Clark, CEO. The nature of the review is to determine if the client account is still in line with the client's stated objectives.

The client is encouraged to notify the Advisor and Investment Advisor Representative if changes occur in his/her personal financial situation that might materially affect his/her investment plan.

The client will receive written statements no less than quarterly from the custodian. In addition, the client will receive other supporting reports from mutual funds, asset managers, trust companies or other custodians, insurance companies, broker-dealers and others who are involved with client accounts. P3 does not deliver separate client statements.

Item 14 Client Referrals and Other Compensation

P3 is not compensated by anyone for providing investment advice or other advisory services except as previously disclosed in this Brochure. P3 does not directly or indirectly compensate any person who is not a supervised person for client referrals.

Item 15 Custody

P3 does not have custody of client funds or securities, except for the withdrawal of advisory fees directly from client accounts. However, as noted in Item 13 above, clients will receive statements not less than quarterly from the qualified custodian, and we encourage you to review those statements carefully. Any discrepancies should be immediately brought to the firm's attention.

Item 16 Investment Discretion

P3 generally has discretion over the selection and amount of securities to be bought or sold in client accounts, and the broker-dealer to be used without obtaining prior consent or approval from the client for each transaction. 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 P3.

Discretionary authority will only be provided 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 P3 will be in accordance with each client's investment objectives and goals.

Item 17 Voting Client Securities

P3 will not vote, nor advise clients how to vote, proxies for securities held in client accounts. The client clearly keeps the authority and responsibility for the voting of these proxies. Also, P3 cannot give any advice or take any action with respect to the voting of these proxies. The client and P3 agree to this by contract. Clients will receive proxy solicitations from their custodian and/or transfer agent.

Item 18 Financial Information

P3 does not require or solicit prepayment of more than $500 in fees per client, six months or more in advance, and is not required to include a balance sheet with this brochure.

P3 has discretionary authority over client accounts and is not aware of any financial condition that will likely impair its ability to meet contractual commitments to clients. If P3 does become aware of any such financial condition, this brochure will be updated, and clients will be notified.

P3 has never been subject to a bankruptcy petition.

Item 19 Requirements for State-Registered Advisers

Reginald D. Clark, CEO of P3 Wealth Management since it was formed in January 2019, was born in 1974. Mr. Clark earned a Bachelor of Business Administration degree in Finance from the Fogelman College of Business at the University of Memphis, and an Executive Certificate in Financial Planning from Christian Brothers University.

Mr. Clark is also CEO of P3 Financial Group, Inc. (since 2004). Previously, Mr. Clark was an Agent for Ohio National Financial Services (August 2015 to February 2019), and a registered representative for The O.N. Equity Sales Company (September 2016 to February 2019). Mr. Clark was also a registered representative of H.D. Vest Investment Services (August 2009 to September 2016).

Except as previously noted in this Brochure, P3 is not engaged in any other business other than giving investment advice.

Management persons of P3 have not been found liable in any arbitration, civil or disciplinary actions, or administrative proceedings.

Except as disclosed in this Brochure, there are no material relationships maintained by P3 or its management persons with any issuers of securities.

ITEM 1 COVER PAGE FOR BROCHURE SUPPLEMENT

Reginald D. Clark, CFP®, CEO

P3 Wealth Management, Inc.

1316 Hardwood Trail

Cordova, TN 38016

(901) 209-4015

March 31, 2024

This brochure supplement provides information about Reginald D. Clark that supplements the P3 Wealth Management, Inc. brochure. You should have received a copy of that brochure. Please contact Reginald D. Clark if you did not receive P3 Wealth Management, Inc.'s brochure or if you have any questions about the contents of this supplement.

Additional information about Reginald D. Clark is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Educational Background and Business Experience

Reginald D. Clark, CFP®, CEO of P3 Wealth Management since it was formed in January 2019, was born in 1974. Mr. Clark earned a Bachelor of Business Administration degree in Finance from the Fogelman College of Business at the University of Memphis, and an Executive Certificate in Financial Planning from Christian Brothers University.

Mr. Clark is also CEO of P3 Financial Group, Inc. (since 2004) and P3 Insurance Group, Inc. (since 2016). Previously, Mr. Clark was an Agent for Ohio National Financial Services (August 2015 to February 2019), and a registered representative for The O.N. Equity Sales Company (September 2016 to February 2019). Mr. Clark was also a registered representative of H.D. Vest Investment Services (August 2009 to September 2016).

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the "CFP® marks") are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. ("CFP Board").

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

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

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board's Standards of Professional Conduct, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the Code of Ethics and other parts of the Standards of Professional Conduct, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the Standards of Professional Conduct. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Item 3 Disciplinary Information

There are no legal or disciplinary events or proceedings to report concerning Mr. Clark.

Item 4 Other Business Activities

Reginald D. Clark, CEO, is also licensed and registered as an insurance agent to sell life, accident and other lines of insurance for various insurance companies. Therefore, he will be able to purchase insurance products for any client in need of such services and will receive separate, yet typical compensation in the form of commissions for the purchase of insurance products. Mr. Clark's insurance business is conducted through two other entities, P3 Financial Group, Inc. (life and disability insurance) and P3 Insurance Group, Inc. (property and casualty insurance), both of which are owned by Mr. Clark. All insurance sales for P3 Wealth Management, Inc. clients will be conducted through these affiliated entities. This creates a conflict of interest because of the receipt of additional compensation by P3 affiliates and Mr. Clark. The receipt of commissions for selling insurance or securities products gives Mr. Clark an incentive to recommend investment products based on the compensation received, rather than on the client's needs. Clients are not obligated to use P3, its affiliates or Mr. Clark for insurance products services. However, in such instances, there is no advisory fee associated with these insurance products.

Additionally, tax preparation, bookkeeping, and payroll services are provided through P3 Financial Group, Inc. Fees for these services are separate from and in addition to any advisory fees paid to P3 Wealth Management, Inc. As an owner of P3 Financial Group, Inc., Mr. Clark has a financial incentive to recommend services through P3 Financial Group, Inc. Clients are not obligated to utilize these services and may use any service provider they choose.

Mr. Clark anticipates spending approximately 35% of his time on these outside business activities.

Item 5 Additional Compensation

Mr. Clark does not receive compensation or other economic benefit from anyone who is not a client for providing advisory services.

Item 6 Supervision

Reginald D. Clark is the CEO and Chief Compliance Officer of P3 Wealth Management, Inc. and can be reached at (901) 209-4015. Reginald D. Clark and Mahoghany Jordan are the only individuals who provide investment advice to clients.

Item 7 Requirements for State-Registered Advisers

Mr. Clark has not been involved in an award or found liable in an arbitration claim, civil or self-regulatory organization event, or administrative proceeding, or been the subject of a bankruptcy petition.

ITEM 1 COVER PAGE FOR BROCHURE SUPPLEMENT

Mahoghany M. Jordan

P3 Wealth Management, Inc.

1316 Hardwood Trail

Cordova, TN 38016

(901) 209-4015

March 31, 2024

This brochure supplement provides information about Mahoghany M. Jordan that supplements the P3 Wealth Management, Inc. brochure. You should have received a copy of that brochure. Please contact Reginald D. Clark if you did not receive P3 Wealth Management, Inc.'s brochure or if you have any questions about the contents of this supplement.

Additional information about Mahoghany M. Jordan is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Educational Background and Business Experience

Mahogany M. Jordan was born in 1995. She has been with P3 Wealth Management since October of 2020. Ms. Jordan earned a Bachelor of Arts degree in Computer Science from the University of Mississippi.

Ms. Jordan is an Investment Advisor Representative for P3 Wealth Management.

To attain the right to be an Investment Advisor Representative, an individual must satisfactorily fulfill the following requirements:

- Education – The Series 65 license, known as the Uniform Investment Adviser Law Examination, qualifies individuals to provide investing and general financial advice to clients. Passing the Series 65 exam qualifies individuals as Investment Advisor Representatives (IARs).

- Examination – Pass the Series 65 exam. The exam consists of 130 multiple-choice questions, and you have 3 hours to complete it. To pass the exam, you must get at least 94 out of 130 scored questions correct.

- Experience – There are no prerequisites or prior experience needed for an individual to take the Series 65 examination.

- Ethics – Agree to be bound by Rule 204A-1 under the Investment Advisers Act of 1940, a set of documents outlining the ethical and practice standards for "Access Persons".

Item 3 Disciplinary Information

There are no legal or disciplinary events or proceedings to report concerning Ms. Jordan.

Item 4 Other Business Activities

Mahoghany M. Jordan is licensed and registered as an insurance agent to sell life and health insurance, for various insurance companies. Therefore, she will be able to purchase insurance products for any client in need of such services and will receive separate, yet typical compensation in the form of commissions for the purchase of insurance products. Insurance business is conducted through two other entities, P3 Financial Group, Inc. (life and disability insurance) and P3 Insurance Group, Inc. (property and casualty insurance), both of which are affiliated with P3 Investment Management, Inc. through common control and ownership. All insurance sales for P3 Wealth Management, Inc. clients will be conducted through these affiliated entities. This creates a conflict of interest because of the receipt of additional compensation by P3 affiliates and Ms. Jordan. The receipt of commissions for selling insurance or securities products gives Ms. Jordan an incentive to recommend investment products based on the compensation received, rather than on the client's needs. Clients are not obligated to use P3, its affiliates or Ms. Jordan for insurance products services. However, in such instances, there is no advisory fee associated with these insurance products. She anticipates spending 35% of her time on these outside business activities.

Item 5 Additional Compensation

Ms. Jordan does not receive compensation or other economic benefit from anyone who is not a client for providing advisory services.

Item 6 Supervision

Mahoghany M. Jordan is under the supervision of Reginald D. Clark, the CEO and Chief Compliance Officer of P3 Wealth Management, Inc. and can be reached at (901) 209-4015. Reginald D. Clark and Mahoghany M. Jordan are the only individuals who provide investment advice to clients.

Item 7 Requirements for State-Registered Advisers

Mahoghany M. Jordan has not been involved in an award or found liable in an arbitration claim, civil or self-regulatory organization event, or administrative proceeding, or been the subject of a bankruptcy petition.