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COVER PAGE

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01/30/2017

This brochure provides information about the qualifications and business practices of O'Bryant & Associates, Inc. If you have any questions about the contents of this brochure, please contact us at (731) 986-3445 or nathan@investorcoach.net. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any State securities authority.

Additional Information about O'Bryant & Associates, Inc. also is available on the SEC's website at www.adviserinfo.sec.gov.

O'Bryant & Associates, Inc. is a Registered Investment Advisor in the State of Tennessee. Please note that registration does not imply a certain level of skill or training.

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MATERIAL CHANGES

There were no material changes.

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ITEM 4 ADVISORY BUSINESS

A. Description of our business. O'Bryant & Associates, Inc ("O'Bryant") has been a Registered Investment Advisor in Tennessee since 2009. Nathan O'Bryant owns it 100%.

B. Description of advisory services we offer. O'Bryant offers personalized investment advisory services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, and other business entities.

Financial Coaching and Consulting Services

O'Bryant provides financial coaching and consulting services to individuals. Financial coaching will typically involve providing a variety of services, mainly advisory in nature, to clients regarding the management of their financial resources based upon an analysis of their individual needs. O'Bryant will first conduct a complimentary initial consultation. After the initial consultation, if the client decides to engage the Firm for financial coaching, pertinent information about the client's financial circumstances and objectives is collected and such information will be reviewed and analyzed. O'Bryant will use the collected information to provide the client with a financial plan designed to achieve the client's stated goals and objectives. Financial coaching will also involve the client's attendance at a financial workshop provided by O'Bryant. The primary objective of this process is to allow O'Bryant to assist the client in developing a strategy for the successful management of income, assets, and liabilities in meeting the client's financial goals and objectives.

The fee for our investment analysis is \$500- \$1,000 which includes an educational workshop and one-on-one meetings to determine appropriate changes to the client's investment strategy and who will carry out such changes. The fee is payable after services are rendered.

Workshops

O'Bryant provides educational financial workshops to corporate groups, individuals, and business owners. Presentations may focus on issues relating to asset management, qualified plans (such as IRA, 401(k), 403b), financial planning, and success coaching. Referrals from existing clients will be allowed to attend workshops in the Investor Coaching Series without charge.

Some clients may only require advice on a single aspect of the management of their financial resources, including a review/recommendation as to the participant's investments in a 401(k) plan. For these clients, the Firm offers hourly consulting services that address only those specific areas of concern.

C. If, or how we tailor our advisory services to your individual needs. All of our clients are different, so we tailor our services to meet your needs by consultations to discover your individual hopes, goals and dreams. Then we analyze your current investments and make suggestions on how to meet your individual hopes, goals and dreams.

D. Wrap fee programs. O'Bryant does not participate in wrap-fee programs.

E. Amount of assets we manage. O'Bryant does not manage assets, but uses unaffiliated third party money managers with model portfolios for client accounts.

ITEM 5 FEES & COMPENSATION

A. How we are compensated. O'Bryant's fees have 2 components. The non-negotiable hourly fee is up to \$150/hour and is paid after the consultations. Written financial planning fees are from \$500-\$1,000 and are non-negotiable. This fee is to be paid after the services are rendered.

If we help you select other money managers and we monitor them for you, the other money managers (registered or notice filed in Tennessee) pay us a portion of the fees generated by you. (For an explanation of the other money managers' fee and services, please refer to their Form ADVs and other materials, available from us.)

B. How our fees are paid. With your signed permission on a Limited Power of Attorney, we can have your custodian withdraw your third party management fees at the end of each quarter. We recommend that method. Or you may choose to have us bill you at the end of each quarter. It's your choice. Hourly fees are to be paid after services are rendered. For written financial plans, the fee is also to be paid after services are rendered.

C. Other types of fees. Our fees do not include transaction fees, brokerage commissions and other related costs and expenses, which you will pay. You may also pay fees charged by your custodian, mutual funds and other money managers, including: management fees, custodial fees, mutual fund fees, taxes and transfer fees. We do not receive a portion of any of these fees. Simply put, they are a necessary part of doing business in the securities industry. Please remember that by not charging securities sales commissions, we are keeping your out-of-pocket expenses as low as we possibly can.

D. Do we charge in advance. We do not charge in advance for our fees.

E. Do we get compensated (*commissions*) for the sale of securities. No one at O'Bryant accepts commissions or any other form of compensation for *selling* you securities or other investment products. No one at O'Bryant has a securities license. We can & do earn insurance commissions, however.

ITEM 6
PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

Inapplicable

ITEM 7
TYPES OF CLIENTS

Most of our clients are individuals; some are high net worth individuals. We also have business, charities and small pension clients.

ITEM 8
METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

A. Our analysis & strategies. As mentioned in item 4(e) we do not manage assets. O'Bryant offers management services to you through unaffiliated third party portfolio managers. O'Bryant will refer clients to third party advisers who will provide advice to clients in accordance with the relevant program provided by the third party adviser. O'Bryant will assist clients in selecting third party advisers whose investment programs and strategies have been reviewed by O'Bryant and determined appropriate for O'Bryant's clients based on their individual circumstances and goals. Services are provided primarily to individuals for individual accounts, individually owned retirement plans, and other types of individual account arrangement. (For an explanation of the other money managers' analysis and strategies, please refer to their Form ADVs and other materials, available from us.)

YOU SHOULD BE AWARE THAT INVESTING IN SECURITIES INVOLVES RISK OF LOSS THAT YOU SHOULD BE PREPARED TO BEAR. THIS RISK CAN INCLUDE LOSS OF YOUR PRINCIPAL INVESTMENT.

B. Material risks involved in our analysis or strategies. (For an explanation of the other money manager's risk, please refer to their Form ADVs and other materials, available from us.)

C. Do we recommend primarily a particular type of security. NO. The third party money managers we use place client accounts in mutual funds and government securities, none of which are customarily considered to involve significant or unusual risk. But, as noted above, investing in securities ALWAYS INVOLVES RISK.

ITEM 9
DISCIPLINARY INFORMATION

A. Criminal or civil actions. Inapplicable

B. Administrative proceeding before The SEC or any other government agency.

Inapplicable

C. Any self- regulatory organization (SRO) proceedings. Inapplicable

ITEM 10
OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

A. Are we registered representatives of a securities broker/dealer. No one at O'Bryant is or will ever be a securities broker/dealer or a securities registered representative.

B. Are we a futures commission merchant, commodity pool operator or a commodity trading advisor. No one at O'Bryant is or ever will be a futures commission merchant, a commodity pool operator or a commodity trading advisor or an associated person of the above-mentioned 3 entities.

C. Do we have any other financial relationships or arrangements that are material to our business. Yes. Both Nathan O'Bryant and Tanya O'Bryant, his wife, are licensed insurance agents in the State of Tennessee. They sell insurance products for sales commissions, but not variable products such as variable annuities. Accordingly, you should be aware that a conflict exists between your interests and our interests; and you are under no obligation to act upon any of our recommendations; and if you elect to act upon any of the recommendations, you are under no obligation to affect the insurance transactions through us.

D. Do we recommend other registered investment advisors and receive compensation. As noted before, O'Bryant recommends other money managers to our clients. They are firms that manage money based on Modern Portfolio Theory and the Efficient Market Theory. This helps diversify your investments which can potentially provide less risk. We have chosen the other money managers based on their relative costs, skills, reputation, dependability and compatibility with our clients, and NOT upon any financial arrangement between O'Bryant or Nathan & Tanya O'Bryant, other than they split the fee they charge you with us. It is basically a referral fee.

ITEM 11
CODE OF ETHICS, PARTICIPATION OR INTEREST IN *CLIENT*
TRANSACTIONS AND PERSONAL TRADING

A. Describe our Code Of Ethics. Our Code of Ethics establishes ideas for ethical conduct based upon fundamental principles of openness, integrity & trust. It ensures that we always put your interests first. We hold ourselves to high standards and diligence. Taken as a whole, our Code of Ethics is our promise to work hard in your interests, with complete confidentiality and honesty. We will quickly provide a copy of our Code of Ethics to any client or prospective client upon request.

B. Do we have any material financial interests in investments we recommend. We will not recommend an investment to you in which we have a material financial interest. We do not act as a principal and buy securities from, or sell securities to clients. We are not general partners in a partnership so we will not solicit your investments for such. We are not investment advisors to any investment company, so we will not solicit your investments for such. Our only financial affiliation is that we both have insurance licenses, as disclosed before.

C. Do we invest in securities we recommend to you. Yes. We do hold the securities that we will recommend to you. We have found over the years that clients like to invest in the same investments we do. That makes sense. If we like it for ourselves, why shouldn't our clients like it too, always depending on their investment goals, objectives and time-frame. When we recommend investments we hold ourselves, we'll always disclose to you what we own and how much we own. We feel that there is a tiny conflict of interest in owning the same securities as we recommend to you because the securities we recommend are widely held and publicly traded and we are too small advisors/investors to affect the market in widely held and publicly traded securities.

D. Do we buy or sell securities about the same time as you. No. In addition, we do not allow "front running" (buying or selling before you), or buying or selling securities contemporaneously with you. And since the fees the other money managers charge vary somewhat, we cannot detail them here. Their fees will be fully disclosed when we describe money managers we feel would be appropriate for you.

ITEM 12
BROKERAGE PRACTICES

A. Describe the factors we used in selecting a custodian for you. We have selected a custodian based on its:

- Costs: Among the best in the world of custodians
- Skills: Very few mistakes so far
- Reputation: Other RIAs that use them have sworn by them. That's real important.
- Dependability: Rarely a problem

- **Compatibility with you:** This custodian deals mainly with small RIAs like us.

1. Soft dollars. We don't do "soft dollars". It is difficult to define, but a good example would be if a custodian offered us research or other benefits to place our clients with them.

2. Brokerage for client referrals. We don't do "brokerage for client referrals". By that we mean we haven't selected our custodian on the basis that it will send us other client referrals in exchange for your custodial business.

3. Directed brokerage. We don't do "directed brokerage". That means we don't recommend, request or require that you direct us to execute transactions through a specified broker/dealer or custodian. If we did it, we may be unable to achieve favorable execution of trades and it would cost you money.

B. Aggregating client accounts. We rarely have the opportunity to "aggregate" the purchase or sale of securities for you. More importantly, all our clients are different in age, size of portfolio, wants & needs and risk taking, so there is very little overlap in our client portfolios.

ITEM 13 REVIEW OF ACCOUNTS

A. Frequency & nature of reviews. For clients using a third party money manager, Nathan O'Bryant will periodically monitor underlying fund returns used in client accounts and no less than annually review client individual needs relative to asset allocation.

B. Reviews on an other than periodic basis. On occasions, such as retirement, loss of a job, or any other life event, we review client accounts to ascertain if we need to make appropriate changes to your account.

C. Client reports. We do not prepare regular client reports. You get statements from your custodian, and other money managers, as appropriate. Account activity, positions, and account balance may be available for viewing 24 hours a day on websites maintained by third party portfolio managers, custodians, broker/dealers, and mutual fund managers.

ITEM 14

CLIENT REFERRALS AND OTHER COMPENSATION

A. Do we get economic benefits from a non-client for providing certain advice to you.
No. In addition, we do not accept sales awards or other prizes, such as trips. We pay for our own trips.

B. Do we pay for client referrals. We do not *pay* for client referrals. We do *get paid* for client referrals, when we recommend other money managers to you. (See item 10-D)

ITEM 15 CUSTODY

Inapplicable

ITEM 16 INVESTMENT DISCRETION

We do not have discretion on your account because we do not manage your portfolio. We use a third party manager as listed in item 10(d) above. (For an explanation of the other money managers' investment discretion, please refer to their Form ADVs and other materials, available from us.)

ITEM 17 VOTING *CLIENT* SECURITIES

A. Do we accept authority to vote client securities. We do not vote client's securities

B. If we do not have that authority, disclose that fact. We do not have the authority to vote client's securities.

ITEM 18 FINANCIAL INFORMATION

A. Do we require prepayment of fees of more than \$500/ more than 6 months in advance
No, we never charge in advance.

B. If we require such prepayment, or have custody or discretion, is there any impairment for us to make a refund, if necessary. We do not require prepayment or have custody or discretion on your account. Therefore, we have no impairment for us to make a refund. You only pay us after services are rendered.

C. Bankruptcy. Neither Nathan O'Bryant, nor Tanya O'Bryant nor O'Bryant & Associates, Inc. has ever filed for bankruptcy.

ITEM 19
REQUIREMENTS FOR STATE REGISTERED ADVISORS

A. Our education & business backgrounds. Principal Officers of O’Bryant & Associates, Inc. are Nathan O’Bryant and his wife, Tanya O’Bryant.

Nathan O’Bryant - our president - was born in 1978. He has a Bachelors degree in Business Management from Freed-Hardeman University (2000). During the past 14 years has been president of O’Bryant & Associates, Inc. (2003 to present). He is also an independent insurance agent (2001 to present). Nathan has never had any legal or disciplinary events.

Tanya O’Bryant - our secretary - was born in 1971. She graduated from Huntingdon High School (1989). No formal education after high school. During the past 14 years she has been secretary of O’Bryant & Associates, Inc. (2003 to present). She also is an independent insurance agent (2003 to present). Tanya has never had any legal or disciplinary events.

B. Any other business activities. Both Nathan and Tanya O’Bryant have other business activities:

Nathan sells insurance products for sales commissions. That profession takes up about 5% of his workweek.

Tanya also sells insurance products for sales commissions. That profession takes up about 1% of her workweek.

C. Performance-based fees. O’Bryant does not charge performance-based fees.

D-1. Arbitration. Neither Nathan O’Bryant nor Tanya O’Bryant, have ever been involved in *arbitration* of any kind.

D-2. Civil or administrative proceedings. Neither Nathan O’Bryant nor Tanya O’Bryant, have been found liable in a *civil, self-regulatory organization, or administrative proceeding* of any kind.

E. Relationship with issuer of securities. We do not have any relationships with issuers of securities