

**FORM ADV PART 2A
DISCLOSURE BROCHURE**



Main Office Address:
1030 Greystone Square
Jackson, TN 38305

Tel: 731-986-3445

Email: nathan@investorcoach.net

Website: www.investorcoach.net

January 8, 2025

This brochure provides information about the qualifications and business practices of O'Bryant & Associates, Inc. Being registered as an investment adviser does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact us at 731-986-3445. 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.
(CRD #149187) IS AVAILABLE ON THE SEC'S WEBSITE AT
WWW.ADVISERINFO.SEC.GOV**

Item 2: Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually or when material changes occur since the previous release of the Firm Brochure.

Material Changes since the Last Update

This update is in accordance with the required annual update for Investment Advisors. Since the last filing of this brochure on April 24, 2024, the following changes have been made:

- Item 4 has been amended to reflect an updated asset under management calculation.
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Full Brochure Available

This Firm Brochure being delivered is the complete brochure for the Firm.

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Item 4: Advisory Business

Firm Description

O'Bryant & Associates, Inc. ("O'Bryant & Associates") was founded in 2003 and became registered to offer investment advisory services in 2009 in the State of Tennessee. Nathan O'Bryant is 100% owner.

Types of Advisory Services

ASSET MANAGEMENT

O'Bryant & Associates offers discretionary asset management services to advisory Clients via the Buckingham Strategic Partners, LLC (BSP) Platform. O'Bryant & Associates will offer Clients ongoing asset management services through determining individual investment goals, time horizons, objectives, and risk tolerance. Investment strategies, investment selection, asset allocation, portfolio monitoring and the overall investment program will be based on the above factors. The Client will authorize O'Bryant & Associates discretionary authority to execute selected investment program transactions as stated within the Investment Advisory Agreement.

When deemed appropriate for the Client, O'Bryant & Associates may hire Sub-Advisors to manage all or a portion of the assets in the Client account. O'Bryant & Associates has full discretion to hire and fire Sub-Advisors as we deem suitable. Sub-Advisors will maintain the models or investment strategies agreed upon between Sub-Advisor and O'Bryant & Associates. Sub-Advisors execute trades on behalf of O'Bryant & Associates in Client accounts. O'Bryant & Associates will be responsible for the overall direct relationship with the Client. O'Bryant & Associates retains the authority to terminate the Sub-Advisor relationship at O'Bryant & Associates' discretion.

FINANCIAL PLANNING AND CONSULTING

O'Bryant & Associates offers two different services, a full financial plan and hourly consultation services as outlined below.

Full Financial Plan

Financial planning services include a comprehensive evaluation of an investor's current and future financial state and will be provided by using currently known variables to predict future cash flows, asset values and withdrawal plans. O'Bryant & Associates will use current net worth, tax liabilities, asset allocation, and future retirement and estate plans in developing financial plans.

Typical topics reviewed in a financial plan may include but are not limited to:

- **Financial goals:** Based on an individual's or a family's clearly defined financial goals, including funding a college education for the children, buying a larger home, starting a business, retiring on time or leaving a legacy. Financial goals should be quantified and set to milestones for tracking.
- **Personal net worth statement:** A snapshot of assets and liabilities serves as a benchmark for measuring progress towards financial goals.
- **Cash flow analysis:** An income and spending plan determines how much can be set aside for debt repayment, savings and investing each month.

- **Retirement strategy:** A strategy for achieving retirement independent of other financial priorities. Including a strategy for accumulating the required retirement capital and its planned lifetime distribution.
- **Comprehensive risk management plan:** Identify all risk exposures and provide the necessary coverage to protect the family and its assets against financial loss. The risk management plan includes a full review of life and disability insurance, personal liability coverage, property and casualty coverage, and catastrophic coverage.
- **Long-term investment plan:** Include a customized asset allocation strategy based on specific investment objectives and a risk profile. This investment plan sets guidelines for selecting, buying and selling investments and establishing benchmarks for performance review.
- **Tax reduction strategy:** Identify ways to minimize taxes on personal income to the extent permissible by the tax code. The strategy should include identification of tax-favored investment vehicles that can reduce taxation of investment income.
- **Estate preservation:** Help update accounts, review beneficiaries for retirement accounts and life insurance, provide a second look at your current estate planning documents, and prompt you to update your plan when the legal environment changes or you have major life events such as a marriage, death, or births.

Hourly Consultation Services

This service is appropriate for clients who need assistance with individual topics. This is not a detailed financial review and will not provide/result in a comprehensive financial plan. Client may select individual topics above, or other topics as may be deemed appropriate. The individual topics that will be included in this service will be outlined and agreed upon on the financial planning and consulting agreement.

If a conflict of interest exists between the interests of O'Bryant & Associates and the interests of the Client, the Client is under no obligation to act upon O'Bryant & Associate's recommendation. If the Client elects to act on any of the recommendations, the Client is under no obligation to effect the transaction through O'Bryant & Associates. Financial plans will be completed and delivered inside of sixty (60) days contingent upon timely delivery of all required documentation.

THIRD PARTY MANAGERS

When deemed appropriate for the Client, O'Bryant & Associates may recommend that Clients utilize the services of a Third Party Manager ("TPM") to manage a portion of, or your entire portfolio. All TPMs that O'Bryant & Associates recommends must either be registered as investment advisers with the Securities and Exchange Commission or with the appropriate state authority(ies).

After gathering information about your financial situation and objectives, an investment advisor representative of our firm will make recommendations regarding the suitability of a TPM or investment style based on, but not limited to, your financial needs, investment goals, tolerance for risk, and investment objectives. Upon selection of a TPM, O'Bryant & Associates will monitor the performance of the TPM to ensure their performance and investment style remains aligned with your investment goals and objectives.

In such circumstances, O'Bryant & Associates receives referral fees from the TPM. We act as the liaison between the Client and the TPM in return for an ongoing portion of the advisory

fees charged by the TPM. We help the Client complete the necessary paperwork of the TPM, and provide ongoing services to the Client. Ongoing services include but are not limited to:

1. Meet with the Client to discuss any changes in status, objectives, time horizon or suitability;
2. Update the TPM with any changes in Client status which is provided to O'Bryant & Associates by the Client;
3. Review the statements provided by the TPM; and
4. Deliver the Form ADV Part 2, Privacy Notice and Referral Disclosure Statement of the TPM to the Client.

Clients placed with TPM will be billed in accordance with the TPM's Fee Schedule which will be disclosed to the Client prior to signing an agreement. This is detailed in Item 10 of this brochure.

Client Tailored Services and Client Imposed Restrictions

The goals and objectives for each Client are documented in our Client files. Investment strategies are created that reflect the stated goals and objectives. Clients may impose restrictions on investing in certain securities or types of securities.

Agreements may not be assigned without written Client consent.

Wrap Fee Programs

O'Bryant & Associates does not sponsor any wrap fee programs.

Client Assets Under Management

O'Bryant & Associates has the following Client assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$1,750,000	\$0	December 31, 2024

Item 5: Fees and Compensation

Method of Compensation and Fee Schedule

ASSET MANAGEMENT

O'Bryant & Associates offers discretionary direct asset management services via the BSP Platform to advisory Clients. O'Bryant & Associates charges an annual investment advisory fee based on the total assets under management as follows:

Assets Under Management	Annual Fee	Quarterly Fee
\$0 to \$1,000,000	1.35%	0.3375%
\$1,000,000.01 to \$3,000,000	1.10%	0.2750%
Over \$3,000,000	0.80%	0.2000%

This is a flat rate/breakpoint fee schedule, the entire portfolio is charged the same asset management fee. For example, a Client with \$750,000 under management would pay \$10,125 on an annual basis. $\$750,000 \times 1.35\% = \$10,125$.

The annual fee is negotiable based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with

Clients, etc.). Fees are billed quarterly in advance based on the amount of assets managed as of the close of business on the last business day of the previous quarter.

Lower fees for comparable services may be available from other sources. Clients may terminate their account within five (5) business days of signing the Investment Advisory Agreement with no obligation and without penalty. After the initial five (5) business days, the agreement may be terminated by O'Bryant & Associates with thirty (30) days written notice to Client and by the Client at any time with written notice to O'Bryant & Associates. For accounts opened or closed mid-billing period, fees will be prorated based on the days services are provided during the given period. All unpaid earned fees will be due to O'Bryant & Associates. Additionally, all unearned fees will be refunded to the Client. Client shall be given thirty (30) days prior written notice of any increase in fees. Any increase in fees will be acknowledged in writing by both parties before any increase in said fees occurs. All fees are calculated and deducted by BSP. BSP will send O'Bryant & Associates their portion of the fee.

O'Bryant & Associates may also utilize the services of a Sub-Advisor to manage Clients' investment portfolios by executing a Sub-Advisor agreement with other registered investment advisor firms. When using Sub-Advisors, the Client will not pay additional fees. The Sub-Advisors fees are inclusive of the total fee disclosed by O'Bryant & Associates. Sub-Advisor directly deducts the fees and pays O'Bryant & Associates their portion of the fee.

FINANCIAL PLANNING AND CONSULTING

O'Bryant & Associates charges either an hourly fee or fixed fee based on complexity and unique Client needs for financial planning. Prior to the planning process the Client will be provided an estimated plan fee. Services are completed and delivered inside of sixty (60) days. Client may cancel within five (5) business days of signing Agreement with no obligation and without penalty. If the Client cancels after five (5) business days, any unearned fees will be refunded to the Client, or any unpaid earned fees will be due to O'Bryant & Associates. O'Bryant & Associates reserves the right to waive the fee should the Client implement the plan through O'Bryant & Associates.

Full Financial Plan

Full Financial Plan services are offered on a fixed fee basis up to \$2,500.

Hourly Consultation Services

Hourly Consultation Services are offered based on an hourly fee of \$300 per hour.

Fees for financial plans are:

Due upon delivery of the completed plan.

THIRD PARTY MANAGERS

O'Bryant & Associates has entered into a Referral Agreement with Efficient Advisors, LLC ("Efficient"). Efficient is a Registered Investment Advisor registered with the Securities and Exchange Commission that provides investment portfolio advice and supervisory services.

Efficient offers passively managed models consisting primarily of no-load mutual funds and/or exchange-traded funds ('ETFs'). The total fees will be disclosed to the Client in Efficient's Investment Management Agreement ('IMA'). O'Bryant & Associates receives a fee for these services that will be based on a percentage of assets under management as follows:

Assets Under Management	O'Bryant & Associates Annual Retention
Up to \$1,000,000	0.99%
\$1,000,000.01 - \$3,000,000	0.75%
Over \$3,000,000	0.50%

This is a flat fee/breakpoint fee schedule, the entire portfolio is charged the same asset management fee. For example, a Client with \$750,000 under management would pay \$7,425 on an annual basis. $\$750,000 \times 0.99\% = \$7,425$.

The above fees are negotiable. Fees are assessed monthly in advance based on the amount of the assets managed as of the end of the previous month. All management fees are withdrawn from the Client's account unless otherwise noted. Efficient will receive written authorization from the Client to deduct advisory fees from their account held by a qualified custodian. Efficient will pay O'Bryant & Associates their share of the fees. O'Bryant & Associates does not have access to deduct Client fees. Clients may terminate their account within five (5) business days of signing the investment advisory agreement without penalty or obligation. For terminations after the initial five business days, Efficient will be entitled to a pro-rata fee for the days service was provided in the final quarter. Efficient will pay O'Bryant & Associates their portion of the final fee. Additionally, all unearned fees will be refunded to the Client.

Client Payment of Fees

Fees for asset management services are:

- Deducted from a designated Client account. The Client must consent in advance to direct debiting of their investment account.

Fees for financial plans will be billed to the Client and paid directly to O'Bryant & Associates.

Fees for asset management services provided by TPM are deducted from a designated Client account by TPM to facilitate billing. The Client must consent in advance to direct debiting of their investment account.

Additional Client Fees Charged

Custodians may charge transaction fees and other related costs on the purchases or sales of mutual funds, equities, bonds, options and exchange-traded funds. Mutual funds, money market funds and exchange-traded funds also charge internal management fees, which are disclosed in the fund's prospectus. O'Bryant & Associates does not receive any compensation from these fees. All of these fees are in addition to the management fee you pay to O'Bryant & Associates. For more details on the brokerage practices, see Item 12 of this brochure.

Prepayment of Client Fees

O'Bryant & Associates does not require any prepayment of fees of more than \$500 per Client and six months or more in advance.

Investment management fees are billed quarterly in advance.

If the Client cancels after five (5) business days, any unearned fees will be refunded to the Client, or any unpaid earned fees will be due to O'Bryant & Associates.

External Compensation for the Sale of Securities to Clients

Investment Advisor Representatives of O'Bryant & Associates receive external compensation sales of investment related products such as insurance as licensed insurance agents. This represents a conflict of interest because it gives an incentive to recommend products based on the commission received. This conflict is mitigated by disclosures, procedures, and O'Bryant & Associates' fiduciary obligation to place the best interest of the Client first and Clients are not required to purchase any products or services. Clients have the option to purchase these products through another insurance agent of their choosing.

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

Sharing of Capital Gains

Fees are not based on a share of the capital gains or capital appreciation of managed securities.

O'Bryant & Associates does not use a performance-based fee structure because of the conflict of interest. Performance based compensation may create an incentive for O'Bryant & Associates to recommend an investment that may carry a higher degree of risk to the Client.

Item 7: Types of Clients

Description

O'Bryant & Associates generally provides investment advice to individuals.

Client relationships vary in scope and length of service.

Account Minimums

O'Bryant & Associates requires a minimum of \$300,000 to open an account. The minimum account size may be lowered or waived for family of existing clients.

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

Methods of Analysis

Security analysis methods may include fundamental analysis, technical analysis, charting, and cyclical analysis. Investing in securities involves risk of loss that Clients should be prepared to bear. Past performance is not a guarantee of future returns.

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Technical analysis attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.

Charting analysis strategy involves using and comparing various charts to predict long and short term performance or market trends. The risk involved in using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

Cyclical analysis assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are twofold: 1) the markets do not always repeat cyclical patterns; and 2) if too many investors begin to implement this strategy, then it changes the very cycles these investors are trying to exploit.

TPMs utilized by O'Bryant & Associates may use various methods of analysis to determine the proper strategy for the Client referred and these will be disclosed in the TPM's Form ADV Part 2. Investing in securities involves risk of loss that Clients should be prepared to bear. Past performance is not a guarantee of future returns. Other strategies utilized by TPMs may include long-term purchases, short-term purchases, trading, and option writing (including covered options, uncovered options or spreading strategies).

Investment Strategy

The investment strategy for a specific Client is based upon the objectives stated by the Client during consultations. The Client may change these objectives at any time. Each Client executes a Client profile form or similar form that documents their objectives and their desired investment strategy.

Security Specific Material Risks

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks and should discuss these risks with O'Bryant & Associates:

- *Market Risk:* The prices of securities in which clients invest may decline in response to certain events taking place around the world, including those directly involving the companies whose securities are owned by a fund; conditions affecting the general economy; overall market changes; local, regional or global political, social or economic instability; and currency, interest rate and commodity price fluctuations. Investors should have a long-term perspective and be able to tolerate potentially sharp declines in market value.
- *Interest-rate Risk:* Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- *Inflation Risk:* When any type of inflation is present, a dollar today will buy more than a dollar next year, because purchasing power is eroding at the rate of inflation.
- *Currency Risk:* Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

- *Reinvestment Risk:* This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- *Liquidity Risk:* Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- *Management Risk:* The advisor's investment approach may fail to produce the intended results. If the advisor's assumptions regarding the performance of a specific asset class or fund are not realized in the expected time frame, the overall performance of the client's portfolio may suffer.
- *Equity Risk:* Equity securities tend to be more volatile than other investment choices. The value of an individual mutual fund or ETF can be more volatile than the market as a whole. This volatility affects the value of the client's overall portfolio. Small- and mid-cap companies are subject to additional risks. Smaller companies may experience greater volatility, higher failure rates, more limited markets, product lines, financial resources, and less management experience than larger companies. Smaller companies may also have a lower trading volume, which may disproportionately affect their market price, tending to make them fall more in response to selling pressure than is the case with larger companies.
- *Fixed Income Risk:* The issuer of a fixed income security may not be able to make interest and principal payments when due. Generally, the lower the credit rating of a security, the greater the risk that the issuer will default on its obligation. If a rating agency gives a debt security a lower rating, the value of the debt security will decline because investors will demand a higher rate of return. As nominal interest rates rise, the value of fixed income securities held by a fund is likely to decrease. A nominal interest rate is the sum of a real interest rate and an expected inflation rate.
- *Investment Companies Risk:* When a client invests in open end mutual funds or ETFs, the client indirectly bears their proportionate share of any fees and expenses payable directly by those funds. Therefore, the client will incur higher expenses, which may be duplicative. In addition, the client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives). ETFs are also subject to the following risks: (i) an ETF's shares may trade at a market price that is above or below their net asset value or (ii) trading of an ETF's shares may be halted if the listing exchange's officials deem such action appropriate, the shares are de-listed from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. Adviser has no control over the risks taken by the underlying funds in which client invests.
- *Foreign Securities Risk:* Funds in which clients invest may invest in foreign securities. Foreign securities are subject to additional risks not typically associated with investments in domestic securities. These risks may include, among others, currency risk, country risks (political, diplomatic, regional conflicts, terrorism, war, social and economic instability, currency devaluations and policies that have the effect of limiting

or restricting foreign investment or the movement of assets), different trading practices, less government supervision, less publicly available information, limited trading markets and greater volatility. To the extent that underlying funds invest in issuers located in emerging markets, the risk may be heightened by political changes, changes in taxation, or currency controls that could adversely affect the values of these investments. Emerging markets have been more volatile than the markets of developed countries with more mature economies.

- *Long-term purchases:* Long-term investments are those vehicles purchased with the intention of being held for more than one year. Typically the expectation of the investment is to increase in value so that it can eventually be sold for a profit. In addition, there may be an expectation for the investment to provide income. One of the biggest risks associated with long-term investments is volatility, the fluctuations in the financial markets that can cause investments to lose value.
- *Trading risk:* Investing involves risk, including possible loss of principal. There is no assurance that the investment objective of any fund or investment will be achieved.
- *Foreign Investment Risk:* Investments in foreign securities may be riskier than U.S. investments because of factors such as, unstable international, political and economic conditions, currency fluctuations, foreign controls on investment and currency exchange, foreign governmental control of some issuers, potential confiscatory taxation or nationalization of companies by foreign governments, withholding taxes, a lack of adequate company information, less liquid and more volatile exchanges and/or markets, ineffective or detrimental government regulation, varying accounting standards, political or economic factors that may severely limit business activities, and legal systems or market practices that may permit inequitable treatment of minority and/or non-domestic investors. Investments in emerging markets may involve these and other significant risks such as less mature economic structures and less developed and more thinly-traded securities markets.

The risks associated with utilizing TPMs include:

- Manager Risk
 - TPM fails to execute the stated investment strategy
- Business Risk
 - TPM has financial or regulatory problems
- The specific risks associated with the portfolios of the TPM's which is disclosed in the TPM's Form ADV Part 2.
- The specific risks associated with the portfolios of the Sub-Advisor's which is disclosed in the Sub-Advisor's Form ADV Part 2.

Item 9: Disciplinary Information

Criminal or Civil Actions

O'Bryant & Associates and its management have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

O'Bryant & Associates and its management have not been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

O'Bryant & Associates and its management have not been involved in legal or disciplinary events that are material to a Client's or prospective Client's evaluation of O'Bryant & Associates or the integrity of its management.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer or Representative Registration

No affiliated representatives of O'Bryant & Associates are registered representatives of a broker-dealer.

Futures or Commodity Registration

Neither O'Bryant & Associates nor its affiliated representatives are registered or have an application pending to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

Material Relationships Maintained by this Advisory Business and Conflicts of Interest

Managing Member, Nathan O'Bryant is also a licensed independent insurance agent. Less than 5% of Nathan O'Bryant's time is spent in this practice. He will offer Clients services from this activity. Tanya O'Bryant has an active insurance license but does not engage in selling or recommending insurance products.

This practice represents a conflict of interest because it gives an incentive to recommend products based on the commission amount received. This conflict is mitigated disclosures, procedures and the firm's fiduciary obligation to place the best interest of the Client first and the Clients are not required to purchase any products. Clients have the option to purchase these products through another insurance agent of their choosing.

Recommendations or Selections of Other Investment Advisors and Conflicts of Interest

O'Bryant & Associates may also utilize the services of a Sub-Advisor to manage Clients' investment portfolios. Sub-Advisors will maintain the models or investment strategies agreed upon between Sub-Advisor and O'Bryant & Associates. Sub-Advisors execute all trades on behalf of O'Bryant & Associates in Client accounts. O'Bryant & Associates will be responsible for the overall direct relationship with the Client. O'Bryant & Associates retains the authority to terminate the Sub-Advisor relationship at O'Bryant & Associates' discretion.

In addition to the authority granted to O'Bryant & Associates, Clients will grant O'Bryant & Associates full discretionary authority and authorizes O'Bryant & Associates to select and appoint one or more independent investment advisors ("Advisors") to provide investment advisory services to Client without prior consultation with or the prior consent of Client. Such Advisors shall have all of the same authority relating to the management of Client's investment accounts as is granted to O'Bryant & Associates in the Agreement. O'Bryant & Associates ensures that before selecting other advisors for Client that the other advisors are properly licensed or registered as an investment advisor.

This practice represents a conflict of interest as O'Bryant & Associates may select Sub-Advisors who charge a lower fee for their services than other Sub-Advisors. This conflict is mitigated by disclosures, procedures, and by the fact that O'Bryant & Associates has a fiduciary duty to place the best interest of the Client first and will adhere to their code of ethics.

Clients placed with TPMs will be billed in accordance with the TPM's fee schedule which will be disclosed to the Client prior to signing an agreement. When referring Clients to a TPM, the Client's best interest will be the main determining factor of O'Bryant & Associates. O'Bryant & Associates ensures that before selecting other advisors for Client that the other advisors are properly licensed or registered as an investment advisor.

These practices represent conflicts of interest because O'Bryant & Associates is paid a Referral Fee for recommending the TPMs and may choose to recommend a particular TPM based on the fee O'Bryant & Associates is to receive. This conflict is mitigated by disclosures, procedures and the firm's fiduciary obligation to act in the best interest of his Clients. Clients are not required to accept any recommendation of TPMs given by O'Bryant & Associates and have the option to receive investment advice through other money managers of their choosing.

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

Code of Ethics Description

The affiliated persons (affiliated persons include employees and/or independent contractors) of O'Bryant & Associates have committed to a Code of Ethics ("Code"). The purpose of our Code is to set forth standards of conduct expected of O'Bryant & Associates affiliated persons and addresses conflicts that may arise. The Code defines acceptable behavior for affiliated persons of O'Bryant & Associates. The Code reflects O'Bryant & Associates and its supervised persons' responsibility to act in the best interest of their Client.

One area which the Code addresses is when affiliated persons buy or sell securities for their personal accounts and how to mitigate any conflict of interest with our Clients. We do not allow any affiliated persons to use non-public material information for their personal profit or to use internal research for their personal benefit in conflict with the benefit to our Clients.

O'Bryant & Associates' policy prohibits any person from acting upon or otherwise misusing non-public or inside information. No advisory representative or other employee, officer or director of O'Bryant & Associates may recommend any transaction in a security or its derivative to advisory Clients or engage in personal securities transactions for a security or its derivatives if the advisory representative possesses material, non-public information regarding the security.

O'Bryant & Associates' Code is based on the guiding principle that the interests of the Client are our top priority. O'Bryant & Associates' officers, directors, advisors, and other affiliated persons have a fiduciary duty to our Clients and must diligently perform that duty to maintain the complete trust and confidence of our Clients. When a conflict arises, it is our

obligation to put the Client's interests over the interests of either affiliated persons or the company.

The Code applies to "access" persons. "Access" persons are affiliated persons who have access to non-public information regarding any Clients' purchase or sale of securities, or non-public information regarding the portfolio holdings of any reportable fund, who are involved in making securities recommendations to Clients, or who have access to such recommendations that are non-public.

O'Bryant & Associates will provide a copy of the Code of Ethics to any Client or prospective Client upon request.

Investment Recommendations Involving a Material Financial Interest and Conflict of Interest

O'Bryant & Associates and its affiliated persons do not recommend to Clients securities in which we have a material financial interest.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

O'Bryant & Associates and its affiliated persons may buy or sell securities that are also held by Clients. In order to mitigate conflicts of interest such as trading ahead of Client transactions, affiliated persons are required to disclose all reportable securities transactions as well as provide O'Bryant & Associates with copies of their brokerage statements.

The Chief Compliance Officer of O'Bryant & Associates is Nathan O'Bryant. He reviews all trades of the affiliated persons each quarter. The personal trading reviews ensure that the personal trading of affiliated persons does not affect the markets and that Clients of the firm receive preferential treatment over affiliated persons' transactions.

Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest

O'Bryant & Associates does not have a material financial interest in any securities being recommended. However, affiliated persons may buy or sell securities at the same time they buy or sell securities for Clients. In order to mitigate conflicts of interest such as front running, affiliated persons are required to disclose all reportable securities transactions as well as provide O'Bryant & Associates with copies of their brokerage statements.

The Chief Compliance Officer of O'Bryant & Associates is Nathan O'Bryant. He reviews all trades of the affiliated persons each quarter. The personal trading reviews ensure that the personal trading of affiliated persons does not affect the markets and that Clients of the firm receive preferential treatment over associated persons' transactions.

Item 12: Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

- O'Bryant & Associates utilizes the Buckingham Strategic Partners, LLC (BSP) Platform– SEC# 801-67641/CRD# 143319, they are required to use BSP's custodian. O'Bryant & Associates is relying on BSP's due diligence process regarding transaction fees, best execution, and reporting abilities. Lower fees for comparable

services may be available from other sources. Clients pay for any and all custodial fees in addition to the advisory fee charged by O'Bryant & Associates.

- *Research and Other Soft Dollar Benefits*

The Securities and Exchange Commission defines soft dollar practices as arrangement under which products or services other than execution services are obtained by O'Bryant & Associates from or through a broker-dealer in exchange for directing Client transactions to the broker-dealer. Although O'Bryant & Associates has no formal soft dollar arrangements, O'Bryant & Associates may receive products, research and/or other services from custodians or broker-dealers connected to client transactions or "soft dollar benefits". As permitted by Section 28(e) of the Securities Exchange Act of 1934, O'Bryant & Associates receives economic benefits as a result of commissions generated from securities transactions by the custodian or broker-dealer from the accounts of O'Bryant & Associates. O'Bryant & Associates cannot ensure that a particular client will benefit from soft dollars or the client's transactions paid for the soft dollar benefits. O'Bryant & Associates does not seek to proportionately allocate benefits to client accounts to any soft dollar benefits generated by the accounts.

O'Bryant & Associates does not receive any soft dollar benefits.

- *Brokerage for Client Referrals*

O'Bryant & Associates does not receive client referrals from a custodian.

- *Directed Brokerage*

O'Bryant & Associates does not allow directed brokerage accounts. Not all advisors require their clients to direct brokerage.

Aggregating Securities Transactions for Client Accounts

O'Bryant & Associates is authorized in its discretion to aggregate purchases and sales and other transactions made for the account with purchases and sales and transactions in the same securities for other Clients of O'Bryant & Associates. All Clients participating in the aggregated order shall receive an average share price with all other transaction costs shared on a pro-rated basis. If aggregation is not allowed or infeasible and individual transactions occur (e.g., withdrawal or liquidation requests, odd-lot trades, etc.) an account may potentially be assessed higher costs or less favorable prices than those where aggregation has occurred.

Item 13: Review of Accounts

Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory

Persons Involved

Account reviews are performed quarterly by the Chief Compliance Officer of O'Bryant & Associates, Nathan O'Bryant. Account reviews are performed more frequently when market conditions dictate. Reviews of Client accounts include, but are not limited to, a review of Client documented risk tolerance, adherence to account objectives, investment time horizon, and suitability criteria, reviewing target allocations of each asset class to identify if there is an opportunity for rebalancing, and reviewing accounts for tax loss harvesting opportunities.

Accounts managed by TPM's are reviewed on an annual basis by investment advisor representatives of O'Bryant & Associates. Account reviews are performed more frequently when market conditions dictate.

Financial plans generated are updated as requested by the Client and pursuant to a new or amended agreement, O'Bryant & Associates suggests updating at least annually.

Review of Client Accounts on Non-Periodic Basis

Other conditions that may trigger a review of Clients' accounts are changes in the tax laws, new investment information, and changes in a Client's own situation.

Content of Client Provided Reports and Frequency

Clients receive written account statements no less than quarterly for managed accounts.

Account statements are issued by the third party money manager's custodian. Client receives confirmations of each transaction in account from Custodian and an additional statement during any month in which a transaction occurs. O'Bryant & Associates does not provide additional reports to Clients.

Item 14: Client Referrals and Other Compensation

Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest

O'Bryant & Associates receives a portion of the annual management fees collected by the TPM(s) to whom O'Bryant & Associates refers Clients.

This situation creates a conflict of interest because O'Bryant & Associates and/or its Investment Advisor Representative have an incentive to decide what TPMs to use because of the higher referral fees to be received by O'Bryant & Associates. However, when referring Clients to a TPM, the Client's best interest will be the main determining factor of O'Bryant & Associates.

Advisory Firm Payments for Client Referrals

O'Bryant & Associates does not compensate for Client referrals.

Item 15: Custody

Account Statements

All assets are held at qualified custodians, which means the custodians provide account statements directly to Clients at their address of record at least quarterly. Clients are urged to carefully compare the account statements received directly from their custodians to any documentation or reports prepared by O'Bryant & Associates.

Item 16: Investment Discretion

Discretionary Authority for Trading

O'Bryant & Associates requires discretionary authority to manage securities accounts on behalf of Clients. O'Bryant & Associates has the authority to determine, without obtaining specific Client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. O'Bryant & Associates discretionary authority stated within the Investment Advisory Agreement.

O'Bryant & Associates allows Clients to place certain restrictions, as outlined in the Client's Investment Policy Statement or similar document. These restrictions must be provided to O'Bryant & Associates in writing.

The Client approves the custodian to be used and the commission rates paid to the custodian. O'Bryant & Associates does not receive any portion of the transaction fees or commissions paid by the Client to the custodian.

Item 17: Voting Client Securities

Proxy Votes

O'Bryant & Associates does not vote proxies on securities. Clients are expected to vote their own proxies. The Client will receive their proxies directly from the custodian of their account or from a transfer agent.

When assistance on voting proxies is requested, O'Bryant & Associates will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client.

Item 18: Financial Information

Balance Sheet

A balance sheet is not required to be provided to Clients because O'Bryant & Associates does not serve as a custodian for Client funds or securities and O'Bryant & Associates does not require prepayment of fees of more than \$500 per Client and six months or more in advance.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

O'Bryant & Associates has no condition that is reasonably likely to impair our ability to meet contractual commitments to our Clients.

Bankruptcy Petitions during the Past Ten Years

O'Bryant & Associates has not had any bankruptcy petitions in the last ten years.

Item 19: Requirements for State Registered Advisors

Principal Executive Officer – Tanya O'Bryant

- Year of birth: 1971

Educational Background and Business Experience

Educational Background:

- No post-secondary education

Business Experience:

- O'Bryant & Associates, Inc.; Secretary/Insurance Agent; 04/2003-Present

Outside Business Activities

Tanya O'Bryant has an active insurance license but does not engage in selling or recommending insurance products.

This practice represents a conflict of interest because it gives an incentive to recommend products based on the commission amount received. This conflict is mitigated disclosures, procedures and the firm's fiduciary obligation to place the best interest of the Client first and the Clients are not required to purchase any products. Clients have the option to purchase these products through another insurance agent of their choosing.

Performance Based Fee Description

Neither O'Bryant & Associates nor its management receive performance based fees. Please see Item 6 of the ADV 2A for more information.

Disclosure of Material Facts Related to Arbitration or Disciplinary Actions Involving Management Persons

Neither O'Bryant & Associates nor its management have been involved in any of the following:

1. An award or otherwise been found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
 - a) An investment or an investment-related business or activity;
 - b) Fraud, false statement(s) or omissions;
 - c) Theft, embezzlement or other wrongful taking of property;
 - d) Bribery, forgery, counterfeiting, or extortion;
 - e) Dishonest, unfair or unethical practices.
 2. An award or otherwise been found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - a) An investment or an investment-related business or activity;
 - b) Fraud, false statement(s) or omissions;
 - c) Theft, embezzlement or other wrongful taking of property;
 - d) Bribery, forgery, counterfeiting, or extortion;
 - e) Dishonest, unfair or unethical practices.
-

Material Relationship Maintained by this Advisory Business or Management Persons with Issuers of Securities

There are no material relationships with issuers of securities to disclose.

SUPERVISED PERSON BROCHURE
FORM ADV PART 2B

Nathan O'Bryant, CRPC®



Main Office Address:
1030 Greystone Square
Jackson, TN 38305

Tel: 731-986-3445

Email: nathan@investorcoach.net

Website: www.investorcoach.net

January 8, 2025

This brochure supplement provides information about Nathan O'Bryant and supplements the O'Bryant & Associates, Inc. brochure. You should have received a copy of that brochure. Please contact Nathan O'Bryant if you did not receive the brochure or if you have any questions about the contents of this supplement.

**ADDITIONAL INFORMATION ABOUT NATHAN O'BRYANT (CRD
#5305954) IS AVAILABLE ON THE SEC'S WEBSITE AT
WWW.AVISERINFO.SEC.GOV.**

Brochure Supplement (Part 2B of Form ADV) Supervised Person Brochure

Principal Executive Officer – Nathan O’Bryant, CRPC®

- Year of birth: 1978
-

Item 2 - Educational Background and Business Experience

Educational Background:

- Freed-Hardeman University; Bachelor of Business Administration – Business Management; 2000

Business Experience:

- O’Bryant & Associates, Inc.; Chief Compliance Officer; 01/2009-Present
- O’Bryant & Associates, Inc.; President/ Insurance Agent; 04/2003-Present
- Nathan O’Bryant, Sole Proprietor; Insurance Agent; 11/2001-04/2003

Professional Certifications

Nathan O’Bryant has earned certifications and credentials that are required to be explained in further detail.

Chartered Retirement Planning CounselorSM (CRPC®): Chartered Retirement Planning Counselor is a designation granted by the College for Financial Planning. CRPC® certification requirements:

- Successfully complete the program.
 - Pass the final exam.
 - Comply with the Code of Ethics.
 - When you achieve your CRPC® designation, you must complete 16 hours of continuing education.
 - Reaffirm to abide by the Standards of Professional Conduct.
 - Pay a biennial renewal fee.
-

Item 3 - Disciplinary Information

A. Mr. O’Bryant has never been involved in a criminal or civil action in a domestic, foreign or military court of competent jurisdiction for which he:

1. Was convicted of, or pled guilty or nolo contendere (“no contest”) to (a) any felony; (b) misdemeanor that involved investments or an investment-related business, fraud, false statement or omissions, wrongful taking of property, bribery, perjury, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;
2. Is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;
3. Was found to have been involved in a violation of an investment-related statute or regulation; or
4. Was the subject of any order, judgement or decree permanently or temporarily enjoining, or otherwise limiting, him from engaging in any investment related activity, or from violating any investment-related statute, rule, or order.

- B. Mr. O'Bryant never had an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which he:
1. Was found to have caused an investment-related business to lose its authorization to do business; or the subject of an order by the agency or authority;
 2. Was found to have been involved in a violation of an investment-related statute or regulation or was the subject of an order by the agency or authority;
(a) denying, suspending or revoking the authorization of the supervised person to act in an investment-related business; (b) barring or suspending his association with an investment-related business; (c) otherwise significantly limiting his investment-related activities; or (d) imposing a civil money penalty of more than \$2,500 on him.
- C. Mr. O'Bryant has never been the subject of a self-regulatory organization (SRO) proceeding in which he:
1. Was found to have caused an investment-related business to lose its authorization to do business; or
 2. Was found to have been involved in a violation of the SRO's rules and was: (a) barred or suspended from membership or from association with other members, or was expelled from membership; (b) otherwise significantly limited from investment-related activities; or (c) fined more than \$2,500.
- D. Mr. O'Bryant has not been involved in any other hearing or formal adjudication in which a professional attainment, designation, or license of the supervised person was revoked or suspended because of a violation of rules relating to professional conduct.

Item 4 - Other Business Activities

Managing Member, Nathan O'Bryant is also a licensed independent insurance agent. Less than 5% of Nathan O'Bryant's time is spent in this practice. He will offer Clients services from this activity.

This practice represents a conflict of interest because it gives an incentive to recommend products based on the commission amount received. This conflict is mitigated disclosures, procedures and the firm's fiduciary obligation to place the best interest of the Client first and the Clients are not required to purchase any products. Clients have the option to purchase these products through another insurance agent of their choosing.

Item 5 - Additional Compensation

Mr. O'Bryant receives commissions on the insurance products he sells. He does not receive any performance-based fees and does not receive any additional compensation for performing advisory services other than what is disclosed in Item 5 of Part 2A.

Item 6 - Supervision

Since Mr. O'Bryant is the sole owner and investment adviser representative of O'Bryant & Associates and is solely responsible for all supervision and formulation and monitoring of investment advice offered to Clients. He will adhere to the policies and procedures as described in the firm's Compliance Manual. He can be reached at nathan@investorcoach.net or 731-986-3445.

Item 7 - Requirements for State-Registered Advisors

- A. Mr. O'Bryant has not been involved in any of the following:
1. An award or otherwise been found liable in an arbitration claim alleging damages in excess of \$2,500 involving any of the following:
 - a) An investment or an investment-related business or activity;
 - b) Fraud, false statement(s) or omissions;
 - c) Theft, embezzlement or other wrongful taking of property;
 - d) Bribery, forgery, counterfeiting, or extortion;
 - e) Dishonest, unfair or unethical practices.
 2. An award or otherwise been found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - a) An investment or an investment-related business or activity;
 - b) Fraud, false statement(s) or omissions;
 - c) Theft, embezzlement or other wrongful taking of property;
 - d) Bribery, forgery, counterfeiting, or extortion;
 - e) Dishonest, unfair or unethical practices.
- B. Mr. O'Bryant has never been the subject of a bankruptcy petition.