

FORM ADV**Uniform Application for Investment Adviser Registration****Part II - Page 1****OMB APPROVAL**

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| | | | | | |
|---|---------------------|--------|---------|------------|------------------------------|
| Name of Investment Adviser: EGI FINANCIAL, INC. | | | | | |
| Address: | (Number and Street) | (City) | (State) | (Zip Code) | Area Code: Telephone Number: |
| 655 WEST MARKET STREET | AKRON | OH | 44303 | 330 | 535-0881 |

**This part of FORM ADV gives information about the investment adviser and its business for the use of clients.
The information has not been approved or verified by any government authority.**

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(Schedule A, B, C, D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients.)

Potential persons who are to respond to the collection of information contained in this form
are not required to respond unless the form displays a currently valid OMB control number.

Applicant: EGI FINANCIAL, INC.

SEC File Number:

801- 69583

Date:

08/05/2009

1. A. Advisory Services and Fees. (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)

Applicant:

- | | | | |
|-------------------------------------|---|-----|---|
| <input checked="" type="checkbox"/> | (1) Provides investment supervisory services | 100 | % |
| <input type="checkbox"/> | (2) Manages investment advisory accounts not involving investment supervisory services..... | | % |
| <input type="checkbox"/> | (3) Furnishes investment advice through consultations not included in either service described above... | | % |
| <input type="checkbox"/> | (4) Issues periodicals about securities by subscription | | % |
| <input type="checkbox"/> | (5) Issues special reports about securities not included in any service described above..... | | % |
| <input type="checkbox"/> | (6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities..... | | % |
| <input type="checkbox"/> | (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities... | | % |
| <input type="checkbox"/> | (8) Provides a timing service | | % |
| <input type="checkbox"/> | (9) Furnishes advice about securities in any manner not described above..... | | % |

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)

B. Does applicant call any of the services it checked above financial planning or some similar term?

| | |
|--------------------------|-------------------------------------|
| Yes | No |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> |

C. Applicant offers investment advisory services for: (check all that apply)

- | | |
|---|--|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management | <input type="checkbox"/> (4) Subscription fees |
| <input type="checkbox"/> (2) Hourly charges | <input type="checkbox"/> (5) Commissions |
| <input type="checkbox"/> (3) Fixed fees (not including subscription fees) | <input type="checkbox"/> (6) Other |

D. For each checked box in A above, describe on Schedule F:

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

2. Types of clients - Applicant generally provides investment advice to: (check those that apply)

- | | |
|---|--|
| <input checked="" type="checkbox"/> A. Individuals | <input checked="" type="checkbox"/> E Trusts, estates, or charitable organizations |
| <input type="checkbox"/> B. Banks or thrift institutions | <input checked="" type="checkbox"/> F. Corporations or business entities other than those listed above |
| <input type="checkbox"/> C. Investment companies | <input type="checkbox"/> G. Other (describe on Schedule F) |
| <input checked="" type="checkbox"/> D. Pension and profit sharing plans | |

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1)

3. Types of Investments. Applicant offers advice on the following: (check those that apply)

- | | |
|--|--|
| <input checked="" type="checkbox"/> A. Equity securities | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities | <input checked="" type="checkbox"/> I. Options contracts on: |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input type="checkbox"/> (1) securities |
| <input checked="" type="checkbox"/> (3) Foreign issuers | <input type="checkbox"/> (2) commodities |
| <input checked="" type="checkbox"/> B. Warrants | <input type="checkbox"/> J. Futures contracts on: |
| <input checked="" type="checkbox"/> C. Corporate debt securities (other than commercial paper) | <input type="checkbox"/> (1) tangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | <input type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (1) real estate |
| <input type="checkbox"/> G. Investment company securities: | <input type="checkbox"/> (2) oil and gas interests |
| <input type="checkbox"/> (1) variable life insurance | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (2) variable annuities | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

4. Methods of Analysis, Sources of Information, and Investment Strategies.

A. Applicant's security analysis methods include: (check those that apply)

- | | |
|---|--|
| (1) <input type="checkbox"/> Charting | (4) <input type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical | |

B. The main sources of information applicant uses include: (check those that apply)

- | | |
|---|--|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines | (5) <input type="checkbox"/> Timing services |
| (2) <input checked="" type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | Securities and Exchange Commission |
| (4) <input checked="" type="checkbox"/> Corporate rating services | (7) <input checked="" type="checkbox"/> Company press releases |
| | (8) <input type="checkbox"/> Other (explain on Schedule F) |

C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)

- | | |
|--|---|
| (1) <input checked="" type="checkbox"/> Long term purchases (securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases (securities sold within a year) | (6) <input checked="" type="checkbox"/> Option writing, including covered options, uncovered options or spreading strategies |
| (3) <input type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

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5. Education and Business Standards.

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients? Yes No
☒ ☐

(If yes, please describe these standards on Schedule F)

6. Education and Business Background.

For:

- each member of the investment committee or group that determines general investment advice to be given to clients, or
- if the applicant has no investment committee or group, each individual who determines general investment advice clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- name
- year of birth
- formal education after high school
- business background for the preceding five years

7. Other Business Activities. (check those that apply)

- ☐ A. Applicant is actively engaged in a business other than giving investment advice.
- ☒ B. Applicant sells products or services other than investment advice to clients.
- ☐ C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(For each checked box describe the other activities, including the time spent on them, on Schedule F.)

8. Other Financial Industry Activities or Affiliations. (check those that apply)

- ☐ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- ☒ C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- | | |
|--|--|
| <input checked="" type="checkbox"/> (1) broker-dealer | <input type="checkbox"/> (7) accounting firm |
| <input type="checkbox"/> (2) investment company | <input type="checkbox"/> (8) law firm |
| <input type="checkbox"/> (3) other investment adviser | <input type="checkbox"/> (9) insurance company or agency |
| <input type="checkbox"/> (4) financial planning firm | <input type="checkbox"/> (10) pension consultant |
| <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer |
| <input type="checkbox"/> (6) banking or thrift institution | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?.. Yes No
☐ ☒

(If yes, describe on Schedule F the partnerships and what they invest in.)

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9. Participation or Interest in Client Transactions.

Applicant or a related person: (check those that apply)

- ☐ A. As principal, buys securities for itself from or sells securities it owns to any client.
- ☒ B. As broker or agent effects securities transactions for compensation for any client.
- ☐ C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- ☐ D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- ☒ E. Buys or sell for itself securities it also recommended to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)

Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.

- 10. Conditions for Managing Accounts.** Does the applicant provide investment advisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services *and* impose a minimum dollar value of assets or other condition for starting or maintaining an account?

Yes No
☒ ☐

(If yes, describe on Schedule F)

- 11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory account, or holds itself out as providing financial planning or some similarly termed services:

- A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

Reviews: 1. Accounts are reviewed a minimum of once each 30 days.

2. Transactions are reviewed when posted to the account.

3. Security prices are reviewed at a minimum of once per week to monitor price activity.

Reviewers: Edgar G Ingraham, Investment Advisor Rep and firm principal reviews assigned clients and supervises firm activity. Investment Advisor Representatives who review assigned clients: Michael D Prescott, Brian K. Weinreich, and James A. Wynne. Max 150 clients assigned per reviewer.

- B. Describe below the nature and frequency of regular reports to clients on their accounts.

1. Monthly: Statement of account is provided by the custodian firm.

2. Quarterly: EGI Financial, Inc. provides client with a personal Investment Update, including:

a) Report on Investment Performance

b) Analysis of Asset Allocation

c) Market Commentary

The quarterly Investment Update is provided in writing and a personal review is provided as needed..

12. Investment or Brokerage Discretion.

A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:

- | | | |
|--|-------------------------------------|-------------------------------------|
| | Yes | No |
| (1) securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (2) amount of securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (3) broker or dealer to be used? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (4) commission rates paid? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

B. Does applicant or a related person suggest brokers to clients?

| | |
|-------------------------------------|--------------------------|
| Yes | No |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> |

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for product and research services received.

13. Additional Compensation.

Does the applicant or a related person have any arrangements, oral or in writing, where it:

- | | | |
|---|--------------------------|-------------------------------------|
| A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? | Yes | No |
| | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| B. directly or indirectly compensates any person for client referrals? | Yes | No |
| | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

(For each yes, describe the arrangements on Schedule F.)

14. Balance Sheet. Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

- has custody of client funds or securities (unless applicant is registered or registering only with the Securities and Exchange Commission); or
- requires prepayment of more than \$500 in fees per client and 6 or more months in advance

Has applicant provided a Schedule G balance sheet?.....

| | |
|--------------------------|-------------------------------------|
| Yes | No |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> |

**Schedule F of
FORM ADV
Continuation Sheet for Form ADV Part II**

Applicant:
EGI FINANCIAL, INC.

SEC File Number:
801- 69583

Date:
08/05/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:

EGI FINANCIAL, INC.

IRS Empl. Ident. No.:

34-1716188

| Item of Form (identify) | Answer |
|----------------------------|---|
| #1.A(1), C(1) | Investment advisory services are provided. Fees range are from .50% to 1.25% per year on assets under management. Fees are negotiable. Minimum annual fee is \$600.00. Fees are assessed quarterly, based on the assets under management at the beginning of the quarter. Services terminated before the end of a quarter will have fees refunded on a prorated basis for the time remaining in the quarter. Services may be terminated by the client at any time. Standard rates are: 1.25% on the first \$100,00 under management 1.00% on assets from 100,001 to \$250,000 0.80% on assets from \$250,001 to \$500,000 0.50% on assets of \$500,001 and above. |
| #5 | Must hold a current FINRA General Securities License (Series 7) and Series 66. |
| #6 | Edgar G. Ingraham: President, Chief Compliance Officer and and Investment Advisor Representative. DOB 9/27/1946. Education: B.S./Finance, Ohio State University. Background: April 1992 to present, Owner & President of American Heritage Securities, Inc., a FINRA member broker/dealer. Allocation of time is 50% to American Heritage Securities and 50% to providing investment advisory services through EGI Financial, Inc. Michael D. Prescott: Investment Advisor Representative. DOB 10/20/1950. Education: B.B.A./Finance, University of Akron, 2000. Attended University of Wisconsin. Background: August 2002 to present, Registered Representative at American Heritage Securities, Inc., a FINRA member broker/dealer. Allocation of time is 1% to American Heritage Securities and 99% to providing investment advisory services through EGI Financial, Inc. Owner of nonfinancial business from 1980 to present. Brian K. Weinreich: Investment Advisor Representative. DOB 9/9/1973. Education: B.A./General Studies, Kent State University, 1997. Background: January 1999 to May 2009, Registered Representative at national brokerage firm. May 2009 to present, Registered Representative at American Heritage Securities, Inc., a FINRA member broker/dealer. Allocation of time is 50% to American Heritage Securities and 50% to providing investment advisory services through EGI Financial, Inc. James A. Wynne: Investment Advisor Representative. DOB 10/18/1964. Education: B.S/B.A. Accounting, The Ohio State University. Professional Designations: Certified Public Accountant (inactive). Background: January 2000 to July 2009, Registered Representative at national brokerage firm. May 2009 to present, Registered Representative at American Heritage Securities, Inc., a FINRA member broker/dealer. Allocation of time is 50% to American Heritage Securities and 50% to providing investment advisory services through EGI Financial, Inc. |

(Complete amended pages in full, circle amended items and file with execution page (page 1).)

**Schedule F of
FORM ADV
Continuation Sheet for Form ADV Part II**

Applicant:
EGI FINANCIAL, INC.

SEC File Number:
801- 69583

Date:
08/05/2009

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:

EGI FINANCIAL, INC.

IRS Empl. Ident. No.:

34-1716188

| Item of Form (identify) | Answer |
|----------------------------|---|
| #7. B | EGI Financial, Inc. is licensed as an insurance agent and sells insurance products on an occasional basis. |
| #8.C(1) | EGI Financial, Inc. (EGI) is affiliated with American Heritage Securities, Inc. (AHS), a FINRA member broker/dealer. Both firms are owned by Edgar G. Ingraham, who is president and principal of each firm. The firms are affiliated in that AHS provides office space, support and advisors/brokers for both firms. EGI pays a portion of its revenue to AHS for services received. The potential for a conflict of interest arises if a client of EGI is advised to transact securities which could generate income to AHS. The affiliation is structured to prevent any conflict of interest for clients receiving either brokerage and/or advisory services. AHS does not receive compensation for transactions with EGI clients. Should any securities transaction be effected between AHS and an EGI client, the potential conflict of interest must be fully disclosed to the client prior to completion of the transaction. All clients are fully advised of this potential conflict of interests prior to entering into an investment advisory agreement. |
| #9 | EGI Financial has adopted a Code of Ethics that sets forth ethical standards and principles for the firm and its employees. EGI Financial's primary guiding policy is to maintain the highest standards of integrity. A copy of the firm's Ethics Policy is available upon request. |
| #9 B, E. | EGI Financial, Inc. or its employees may hold, and transact in, securities held in client accounts. In the event that securities transactions for EGI or its employees are done on the same day that the same transactions are done for clients, the transactions for EGI or its employees must be done as part of a "block" trade with the clients' orders, or done after the clients' orders are complete. EGI and its employees are required to insure they do not receive favorable treatment over clients in the execution of orders |
| #10 | Minimum account size is \$250,000. Smaller accounts can be accepted at the discretion of EGI Financial, Inc. |
| #12 A(1), (2) | Security selection and dollar amount of investment is determined by the investment advisor representative within the guidelines established in the client's Investment Policy. Advisors have full discretion in managing client accounts in a manner consistent with the individual client's risk and objective profile as identified in the client Investment Policy. |
| #12. B | TD Ameritrade is suggested for brokerage and custodial services due to their quality reporting system, low, competitive commissions , and national stature. No compensation, research, or services are received from, or paid to, TD Ameritrade |

(Complete amended pages in full, circle amended items and file with execution page (page 1).)