

# Oxford Creek Capital Management, LLC

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BROCHURE DATE:  
SEPTEMBER 7, 2010

**This brochure provides information about the qualifications and business practices of Oxford Creek Capital Management, LLC. If you have any questions about the contents of this brochure, please contact us at 816-303-2365. 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 Oxford Creek Capital Management, LLC also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)**

<b>Material Changes</b>
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There are no material changes to report at this time.

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## Advisory Business

Oxford Creek Capital Management, LLC (the "Firm") is an investment adviser providing investment management services (the "Services") to individuals and institutions. The Firm, depending upon the engagement, offers its services on a fee basis which is charged based upon assets under management. Prior to engaging the Firm to provide any of the foregoing Services, the client will be required to enter into one or more written agreements setting forth the terms and conditions under which the Firm shall render its Services (collectively the "Agreement").

The Firm's operations began in December of 2008. Its principal owners are Oxford Companies, LLC (a company owned by the Firm's Chairman and CEO, James E. Stowers, III)

The Firm offers portfolio management based on individual advice to individual and institutional clients. The Firm offers advice on the following types of investments:

- Exchange Listed Securities
- Securities Traded Over the Counter
- Foreign Issuers
- Mutual Fund Shares
- United States Government Securities
- Futures Contracts
- Exchange Traded Funds

However, the Firm intends to primarily allocate its client's investment management assets, on a discretionary basis among individual debt and equity securities and/or options, mutual funds, and exchange traded funds in accordance with the investment objectives of the client.

The client may make additions to and withdrawals from the account at any time, subject to the Firm's right to terminate an account. Clients may withdraw account assets on notice to the Firm, subject to the usual and customary securities settlement procedures. However, the Firm designs its portfolios as long-term investments and assets withdrawals may impair the achievement of a client's investment objectives. For the initial month of investment management services, the first month's fees shall be calculated on a *pro rata* basis. The Agreement between the Firm and the client will continue in effect until terminated by either party pursuant to the terms of the Agreement. The Firm's annual fee shall be prorated through the date of termination and any remaining balance shall be charged or refunded to the client, as appropriate, in a timely manner. Additions may be in cash or securities provided that the Firm reserves the right to liquidate any transferred securities, or decline to accept particular securities into a client's account. The Firm may consult with its clients about the options and ramifications of transferring securities. However, clients are advised that when transferred securities are liquidated, they are subject to transaction fees, fees assessed at the mutual fund level (i.e. contingent deferred sales charge) and/or tax ramifications.

The Firm's clients are advised to promptly notify the Firm if there are ever any changes in their financial situation or investment objectives or if they wish to impose any reasonable restrictions upon the Firm's management services. Neither the Registrant nor the client may assign the Agreement without the consent of the other party. Transactions that do not result in a change of actual control or management of the Firm shall not be considered an assignment. A copy of the Firm's privacy policy notice and a written disclosure statement that meets the requirements of Rule 204-3 of the Investment Advisers Act of 1940, as amended ("Advisers Act"), shall be provided to each client prior to or contemporaneously with the execution of the Agreement. Any client who has not received a copy of this document at least forty eight (48) hours prior to executing the Agreement shall have five (5) business days subsequent to executing the agreement to terminate the Services without penalty.

As of the date of this brochure, the Firm's discretionary assets under management are: \$46,675,249.00

## Fees and Compensation

In the event the client determines to engage the Firm to provide investment management services, the Firm shall do so on a fee basis. If engaged, the Firm shall charge an annual fee based upon a percentage of the market value of the assets being managed by the Firm. The Firm's annual fee is exclusive of, and in addition to brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. However, the Firm shall not receive any portion of these commissions, fees, and costs. The Firm's annual fee shall be prorated and charged monthly, in arrears, based upon the average balance for the preceding month. The annual fee shall generally vary (between 0.75% and 1.25%) depending upon the market value of the assets under management as follows:

### PORTFOLIO VALUE ANNUAL FEE

Up to \$5,000,000 .....	1.25%
Next \$5,000,000 .....	1.00%
Remaining Balance .....	0.75%

### CASH & CASH EQUIVALENTS

Average Daily Balance .....	0.20%
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The Firm, in its sole discretion, may negotiate to charge a lesser management fee based upon certain criteria (i.e., anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing client, account retention, *pro bono* activities, etc.).

The Firm may only implement its investment management recommendations after the client has arranged for and furnished the Firm with all information and authorization regarding accounts with appropriate financial institutions. Financial institutions shall include, but are not limited to, Prime Broker, any other broker-dealer recommended by the Firm, broker-dealer directed by the client, trust companies, banks etc. (collectively referred to herein as the "Financial Institution(s)"). Clients may incur certain charges imposed by the Financial Institution(s) and other third parties such as custodial fees, charges imposed directly by a mutual fund or exchange traded fund in the account, which shall be disclosed in the fund's prospectus (e.g., fund management fees and other fund expenses), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Additionally, clients may incur brokerage commissions and transaction fees. Such charges, fees and commissions are exclusive of and in addition to the Firm's fee

The Firm's Agreement and/or the separate agreement with the Financial Institution(s) may authorize the Firm through the Financial Institution(s) to debit the client's account for the amount of the Firm's fee and to directly remit that management fee to the Firm in accordance with applicable custody rules. The Financial Institution(s) recommended by the Firm have agreed to send a statement to the client, at least quarterly, indicating all amounts disbursed from the account including the amount of management fees paid directly to the Firm.

Additionally, clients may choose to pay their fees from the monthly bill sent directly to them.

The Firm does not charge fees in advance.

## Performance Fees and Side-By-Side Management

The Firm does not accept performance fees – that is, fees based on a share of capital gains or capital appreciation of client assets.

The Firm does not currently have side-by-side management conflicts.

## Types of Clients

The Firm provides services to high net worth retail investors and various institutional clients.

The Firm's minimum account size for individuals is \$5 million and \$10 million for institutions. The Firm in its sole discretion reserves the right to negotiate lower account minimums.

## Methods of Analysis, Investment Strategies and Risk of Loss

The Firm has provided a brief description below outlining our Investment Philosophy, Investment Process, Key Elements of our process and risk factors.

### Investment Philosophy

**Revenue and Earnings Growth.** We believe long term, revenue and earnings growth are two of the principal factors in determining future common stock prices. We believe companies showing sustained and accelerating revenue and earnings growth, Price/Earnings multiples can expand, dividends may rise, and book values can increase. Although we monitor other factors, we use accelerating revenues and earnings growth rates as our primary fundamental criteria for identifying common stock candidates.

**Broad focus on Fundamentals.** We utilize a "bottom-up" approach to investing for our clients. In making buy or sell decisions, our portfolio managers monitor the investment environment for economic, political and social developments. We also embrace behavioral finance and the power of the collective thinking of the crowd in our decision-making process. We believe this approach allows us to identify attractive stocks before others have fully evaluated the stock price potential.

**Technical Trends and the Psychology of the Marketplace.** We constantly evaluate the technical trends of each security in our database. Proprietary tools are used to identify attractive trend characteristics and relative factor rankings and ultimately optimal buy/sell points. By emphasizing the recognition of both favorable fundamental trends and technical indicators, we strive to identify companies early in their price moves.

### Investment Process

Our *Buy* decisions are determined based on three main criteria. The securities that meet all three criteria become our most attractive investment opportunities (listed in order of emphasis and importance.)

#### **Fundamental Trends**

- Acceleration of Revenues and Earnings Growth
- Sustainable fundamental outlook
- Estimate revisions
- Earnings surprises

#### Technical Trends - Timeliness

- Price and Volume Trends
- Relative Strength to the Market and Sectors
- Other Proprietary Technical Elements
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#### Subjective Analysis

- Sustainable growth
- Understandable earnings quality and valuation
- General business outlook
- Industry and/or corporate conditions
- Other factors (such as same store sales, order backlogs, new product rollouts)

Our *Sell* decisions are based on the analysis of the same three criteria. Securities that have seen negative changes in any one of the three criteria can trigger a sell signal. In addition to those that don't meet our strict criteria, timely sell candidates are securities that fail to be our most attractive investment opportunities.

**Pig in the Trough.** Using the "Pig in the Trough" analogy, as new, more attractive ideas are identified, less attractive investments are pushed out. We continually monitor each holding with particular emphasis on any change in the factors that created the initial buy signal.

#### Key Elements of the Process

**Acceleration is core** - We start with a pool of securities that provide above average rates of acceleration.

**Free Range Investing** - No restrictions on Growth v. Value or Large Cap v. Small Cap (i.e. no style box constraints), and cash is a choice.

**Exploit opportunities** - Where the marketplace is anchored and/or overconfident.

**Avoid rear view mirror investing** - Money tends to flow into Last Year's winners - a bear trap for the investor.

**Emotion of the Crowds** - Have a passionate belief that behavioral aspects of the crowd can be identified with a high level of probability.

**Attempt to skate with the puck** - with a known lag. There is no attempt to go where we think the puck is going to be.

Cash Balances. The Firm may, from time to time, use a significant portion of cash or cash equivalents in its investment strategy based on its analysis of overall market factors.

\*\*\*\* THE MAJORITY OF THE INVESTMENT RECOMMENDATIONS MADE BY THE FIRM INVOLVE RISK, INCLUDING LOSS OF PRINCIPAL RISK. CLIENTS SHOULD BE PREPARED TO BEAR THE RISK OF LOSS WHEN INVESTING \*\*\*\*

#### **Disciplinary Information**

The Firm and its principals have no disciplinary history to report.

## **Other Financial Industry Activities and Affiliations**

The Firm does not have any financial industry activities or affiliations at this time.

## **Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

The Firm and persons associated with the Firm ("Associated Persons") are permitted to buy or sell securities that it also recommends to clients consistent with the Firm's policies and procedures. The Firm has adopted a Code of Ethics that sets forth the standards of conduct expected of its associated persons and requires compliance with applicable securities laws. In accordance with Section 204A of the Advisers Act, its Code of Ethics contains written policies reasonably designed to prevent the unlawful use of material non-public information by the Firm or any of its associated persons. The Code of Ethics also requires that certain of the Firm's personnel (called "Access Persons") report their personal securities holdings and transactions and obtain pre-approval of certain types of investments such as initial public offerings and limited offerings. Additionally, the Firm's Chief Compliance Officer is charged with the responsibility of reviewing all personal securities trades on a monthly basis to mitigate risk and address the associated conflicts of interest.

Clients may contact the Firm to request a copy of its Code of Ethics. Unless specifically permitted in the Firm's Code of Ethics, none of the Firm's Access Persons may effect for themselves or for their immediate family (i.e., spouse, minor children, and adults living in the same household as the Access Person) any transactions in a security which is being actively purchased or sold, or is being considered for purchase or sale, on behalf of any of the Firm's clients.

## **Brokerage Practices**

The Firm shall generally recommend that clients utilize the brokerage and clearing services of Goldman Sachs Execution & Clearing, L.P. and its affiliates (collectively referred to as "Prime Broker") for investment management accounts. The factors the Firm considers in selecting and recommending broker dealers for client transactions and custody services are:

- Execution capability
- Speed of execution
- Commission and execution costs
- Financial responsibility
- Other factors as described in our written procedures

At this time, the Firm does NOT engage in soft dollar arrangements.

At this time, the Firm does NOT receive client referrals from a broker/dealer or other third party.

At this time the Firm encourages its clients to execute transactions through its Prime Broker, Goldman Sachs Execution & Clearing, L.P. This practice is encouraged so the Firm may make use of block or aggregated trading for better price and execution. A client is by no means, obligated to execute transactions through our Prime Broker. Should a client request that the Firm direct brokerage outside of our Prime Broker, the client may not receive best execution and may cost more than what the client would otherwise pay. Additionally, if a client chooses to direct brokerage outside the Firm's Prime Broker, the client may receive less favorable prices.

The Firm aggregates the purchase and sale of securities for various client accounts to obtain reduced transaction costs and to receive an average price on the transaction. This is to ensure that each client who purchases or sells as security on the same day shall receive the same price. The Firm has in place aggregation/bunching procedures which are designed to promote fairness among the client accounts managed by the Firm and to conform to



applicable regulatory principles. Additionally, the Firm has in place allocation procedures to ensure fairness among client allocations.

#### **Review of Accounts**

For those clients to whom the Registrant provides investment management services, each client's asset allocation is developed in a client interview and after careful consideration of the client's risk tolerance, time horizon, liquidity needs and any social/ethical preferences. The Registrant monitors client portfolios as part of an ongoing process while regular account reviews are conducted on a monthly basis.

Reviews are conducted by the Registrant's compliance staff based on criteria outlined in the Registrant's Policies and Procedures. All investment advisory clients are encouraged to discuss their needs, goals, and objectives with the Registrant and to keep the Registrant informed of any changes thereto. The Registrant shall contact ongoing investment advisory clients at least annually to review its previous services and/or recommendations and to discuss the impact resulting from any changes in the client's financial situation and/or investment objectives.

Account Reviews may be documented or undocumented based on the nature of the review.

#### **Payment for Client Referrals**

At this time, the Firm does not compensate anyone who is not an employee for client referrals.

#### **Custody**

The Firm does NOT maintain custody of client assets. All assets are held at qualified custodians, other broker dealers, or mutual fund companies direct.

#### **Investment Discretion**

The Firm does accept authority to exercise discretion over client accounts with regard to purchases and sales of securities as defined in each client's investment management agreement. Each client has full authority to restrict the types of securities or specific securities that the Firm may trade.

#### **Voting Client Securities**

At this time, the Firm does NOT vote client securities.

#### **Financial Information**

At this time, the Firm does not accept prepayment of more than \$1,200 in fees per client, six months or more in advance, and is not required to disclose its balance sheet. Because the Firm has discretionary authority over client accounts, it is required to disclose ANY financial condition that is reasonably likely to impair the Firm's ability to meet contractual commitments to clients. At this time, the Firm has no such issue.