

Disclosure Brochure

(Form ADV Part II)

Sharp Investments, Inc.

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This brochure provides information about the qualifications and business practices of Sharp Investments, Inc. If you have any questions about the contents of this brochure, please contact us. 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 Sharp Investments, Inc. also is available on the SEC's website at **www.adviserinfo.sec.gov**.

Please retain a copy of this brochure for your records.

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Item 2 Material Changes

This is the original IARD disclosure; there are no material changes as of February 2011.

Item 4 Advisory Business

Sharp Investments is an independent, non-custodial, Registered Investment Advisor. We use long-term investing in common stock for creating wealth, and fixed income investing for preserving wealth. We invest directly in publicly traded, nationally listed, corporate and government securities. IRA's, Roth's, SEP's, SIMPLE's, 401k's and other retirement and pension plans are our specialty. Sharp Investments is a fee-based, family-owned firm that provides personalized portfolio management. Our style of direct advisor contact results in efficient, convenient communication and reporting to the client.

We are compensated by the client for choosing and managing their investment portfolio according to specific goals and risk tolerances. Investment assets are held at TD Ameritrade Institutional Services, one of the largest deep-discount brokers in the world. Our management tightly controls investment decisions and makes only well-researched moves that fit our strategy of outperforming the market over the long-run.

We sell no particular investment product such as mutual funds or insurance annuities. We represent no particular broker/dealer. We receive no commissions or fees on investments. We do not invest in mutual funds, IPO's, partnerships, commodities, real estate, uncovered derivatives, or emerging markets. We narrowly focus on the best vehicle for creating long-term wealth: direct investing in stocks. Sharp Investments has been managing investment portfolios since 1995 and is currently managing over \$30,000,000 in client assets.

Management

Daniel R. Sharp, President, Principal Owner, and Chief Portfolio Manager of Sharp Investments, Inc., a Registered Investment Advisor, has been investing in common stock for over 30 years, 16 years professionally. Mr. Sharp has taught investment courses in the MBA program at Portland State University and Lewis and Clark College, and has conducted extensive research in value investing strategies for Portland State University. Mr. Sharp holds a BS degree in Electrical Engineering from Washington State University, an MBA in Finance from Seattle University and a Ph.D. in Finance, Economics and Statistics from Portland State University. Mr. Sharp was a telecommunications engineer, from 5/86 to 1/89, for U S West, in Seattle, Washington, and then held the same position from 1/89 to 9/92 for ADC Kentrox in Portland, Oregon. From 9/92 to 3/95 Mr. Sharp was a full time doctoral student at Portland State University in Portland, OR. Mr. Sharp has been a portfolio manager for Sharp Investments from 4/95 to the present, in Beaverton, Oregon.

Item 5 Fees and Compensation

Sharp Investments does not have the ability to access client funds, write checks, or otherwise control client funds. Buying and selling stocks, and debiting the account once per quarter for the management fee are the extent of the limited power of attorney. The custodial broker will also charge a small transactional fee on security trades. Sharp Investments management fee is based on the amount of the assets under management on the last day of the quarter. The assets are multiplied by the number of days in the quarter divided by 365 (approximately 1/4th of the annual fee listed below):

first \$50,000	2.00 %
next \$100,000	1.75 %
next \$100,000	1.50 %
next \$250,000	1.25 %
next \$500,000	1.00 %
over 1 Million	negotiable

Item 6 Performance-Based Fees

Sharp Investments does not charge any performance-based fees.

Item 7 Types of Clients

Sharp Investments provides investment advice to individuals, trusts, businesses and pension plans. There is no minimum account size for opening or maintaining an account.

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

Sharp Investments security analysis methods include fundamental analysis and quantitative analysis based on proprietary econometric models. Sharp Investments obtain information on securities from inspections of corporate activities, research materials prepared by others, annual report, prospectuses and filings with the Securities and Exchange Commission, and raw data of time series and cross sectional nature obtained for both securities and economic factors. Investment strategies used to implement advice include long-term purchases, short-term purchases, trading, short sales, margin transactions and options writing.

Clients of Sharp Investments usually have an IRA, 401k, 403b, or other long-term investment portfolio that requires management. Sharp Investments portfolio manager meets with each client to determine the management style that best fits the client based on their investment goals and risk tolerances. For example, a client getting ready to retire will be concerned with dividends and income and maintaining a stable but growing portfolio. A client with twenty years until retirement will be more concerned with creating wealth and willing to take on more risk in order to meet their long-term retirement goals.

Sharp Investments utilizes long-term historically successful strategies to provide superior returns. Value investing criteria are used to select securities. Value stocks are those that are trading at less than their apparent economic value, and are often temporarily out of favor. Sharp Investments concentrates on two types of value: Aggressive Value (AV) and Low Risk Value (LRV). Aggressive Value stocks are generally smaller capitalization stocks that pay little or no dividend. Low Risk Value stocks are generally large, well-known, stable, dividend paying companies. Aggressive Value is geared towards higher capital gains, while Low Risk Value provides a stable source of dividends plus above average capital gains. Typically, a blend of LRV and AV stocks will best fit client needs. Portfolio management techniques such as dollar cost averaging, use of limit orders and optimal diversification are also used to enhance portfolio returns.

At Sharp Investments, investors must take long term views of their portfolios, which is not for everyone. Providing superior returns in the long run occasionally means providing poor returns in the short run. Investors are encouraged to view their investments as businesses, not as stocks that fluctuate daily in price. Most stocks will be held across an entire economic cycle (as long as seven years). Investing in securities means taking the risk of loss, a certain percentage of securities will suffer losses and clients should be prepared to accept the risk that is associated with investing in securities that will fluctuate with markets.

Item 9 Disciplinary Information

Sharp Investments has never had any disciplinary event.

Item 10 Other Financial Industry Activities and Affiliations

Sharp Investments management has no other financial affiliations and is not compensated by any part of the financial services industry, and does not recommend other investment advisors.

Item 11 Code of Ethics

Sharp Investments adopted a code of ethics as of January 31st, 2005, pursuant to SEC rule 204A-1 under the Investment Advisor Act of 1940. The Code is based on the principal that clients' interests come first. The Code requires Sharp Investments personnel to adhere to the highest standards of honest and ethical conduct and, to comply with various reporting and approval requirements. Copies of the Code are available to clients and prospective clients upon request.

Item 12 Brokerage Practices

Sharp Investments receives no soft dollar benefits or client referrals from brokers and no interests other than the clients are considered in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

Item 13 Review of Accounts

All accounts are reviewed by Daniel R. Sharp, daily for securities price changes, quarterly for proper diversification, as needed for large cash inflows/outflow. Clients are provided with a quarterly statement containing lists of securities owned, portfolio performance statistics, and descriptions of changes, if any, since the last quarterly statement. In addition, clients receive monthly statements from custodial broker/dealer.

Item 14 Client Referrals and Other Compensation

Sharp Investments receives no economic benefits from anyone for providing investment advice or other advisory services, other than the fees paid by clients – there is no conflict of interest.

Item 15 Custody

Sharp Investments is a non-custodial investment advisor and does not have custody of client funds or securities.

Item 16 Investment Discretion

Sharp Investments accepts discretionary authority to manage securities accounts on behalf of clients, and enters clients into the custodian's Limited Power of Attorney document and the Sharp Investments Investment Advisory agreement to obtain discretionary authority from the client. Clients always have veto power over purchase or sale of any security for any reason.

Item 17 Voting Client Securities

Sharp Investments does not accept authority for voting rights for client funds or securities.

Item 18 Financial Information

Sharp Investments does not require any pre-payment of fees, and is not required to provide a balance sheet statement. Sharp Investments does have discretionary authority but does not have any financial condition that would impair ability to meet contractual commitments to clients.