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FORM ADV PART 2 BROCHURE

This brochure provides information about the qualifications and business practices of Roffman Miller Associates Inc. If you have any questions about the contents of this brochure, please contact us at 215-981-1030 or info@roffmanmiller.com. 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 Roffman Miller Associates, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for Roffman Miller Associates Inc. is 106019.

Roffman Miller Associates Inc. is a Registered Investment Adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Table of Contents

| | |
|---|------------------|
| <i>Advisory Business.....</i> | <i>1</i> |
| <i>Fees and Compensation</i> | <i>2</i> |
| <i>Performance-Based Fees and Side-By-Side Management.....</i> | <i>4</i> |
| <i>Types of Clients.....</i> | <i>4</i> |
| <i>Methods of Analysis, Investment Strategies and Risk of Loss</i> | <i>4</i> |
| <i>Disciplinary Information</i> | <i>6</i> |
| <i>Other Financial Industry Activities and Affiliations</i> | <i>6</i> |
| <i>Code of Ethics, Participation or Interest in Client Transactions and Personal Trading</i> | <i>6</i> |
| <i>Brokerage Practices</i> | <i>7</i> |
| <i>Review of Accounts.....</i> | <i>10</i> |
| <i>Client Referrals and Other Compensation</i> | <i>10</i> |
| <i>Custody.....</i> | <i>12</i> |
| <i>Investment Discretion</i> | <i>12</i> |
| <i>Voting Client Securities</i> | <i>12</i> |
| <i>Financial Information.....</i> | <i>13</i> |

Advisory Business

Form ADV Part 2A, Item 4

Principals and Incorporation

Roffman Miller was incorporated in 1990 and opened its doors to its first client in July of 1991. Our principal owners are R. Peters Miller and Marvin B. Roffman. Peter Miller is a full-time employee at Roffman Miller Associates.

Today we are headquartered in Philadelphia, PA and led by a team of investment professionals who share a vision of personalized portfolio management and sound financial disciplines.

Advisory Services

Our primary business is to provide investment management for our clients. We follow an investment strategy that focuses on meeting long-term goals and reducing volatility of returns. This is achieved by identifying client objectives, adhering to value-oriented investment selection process, and diversification of securities and asset classes. As each individual has varying goals, obligations and risk factors, our team listens and takes a customized approach to our clients' portfolios.

We typically utilize individual stocks, bonds, mutual funds and ETFs in our portfolios. While our investments are generally purchases for the long-term (three to five years), we will, in appropriate circumstances, engage in short-term purchases (securities sold within one year) and trading (securities sold within 30 days).

We maintain model portfolios labeled, %Income+, %Balanced+, and %Growth+ to be used as starting points. We will take the framework of the model and tailor it to the individual client.(see Item 8)

We will allow clients to hold legacy positions or certain self-directed securities. This will be part of the interview and building of the investment plan.

Account Management

We see outstanding customer service as our priority and we take pride in providing personalized service and extensive client communication. We conduct an in-depth client interview as a means of building a comprehensive profile looking at a number of factors, including a goals, history, need for income and risk threshold. Members of the Investment Committee discuss the profile and evaluate the optimum investment strategy on an individual basis.

Portfolios are managed by the 8 members of the Investment Committee. Investment Managers are assigned to each client and are responsible for placing trades and conducting reviews.

With a combination of meetings, written reports and informal discussions, we continually keep clients apprised of their portfolio. At the same time, such on-going communication allows us to monitor changing client needs and circumstances so we may make any appropriate adjustments.

In addition to traditional money management, our team acts as a partner and counsels our clients on any financial questions or concerns.

Sub Advisors

We occasionally use separately managed accounts on a limited basis, where deemed appropriate, in our management process. Currently we have a sub-advisory agreement with Blue Bell Private Wealth Management LLC (entered into in 2007). In 2008 we signed up for the Managed Account Platform with Charles Schwab where we have access to managers of different styles.

Blue Bell is a full-service fee only investment management firm. Blue Bell will manage a portion of certain client assets by utilizing their structured product approach. Two of the Managing Partners of Blue Bell, Scott Miller and Scott Miller Jr., are related to Peter Miller, President and Co-Founder of Roffman Miller.

We will still be the primary advisor on any assets using a sub-advisor. As with any other investment offers, this product remains faithful to our original philosophy. More information on any of the sub-advisors can be provided on request.

Assets Under Management

As of December 31, 2011 Roffman Miller managed \$484,658,895.77 in assets.

- \$475,111,185.5 in discretionary assets
- \$9,547,710.23 in non-discretionary assets

See Item 16 for an explanation of discretionary and non-discretionary management.

Fees and Compensation

Form ADV Part 2A, Item 5

Fee Schedule

For our services as an investment advisor we charge a percentage of the assets under management. The annual fees will be based on the market value of the Portfolio at the end of each quarter; March, June, September and December. Pricing of assets is done through reputable broker/dealer(s). All fees are subject to review and revision at any time. All fees are negotiable on an individual basis.

All management fees are paid three months in advance. Clients may end their contracts at any time. The client will get a pro-rated refund. We do reserve the right to charge additional fees for any work completed after the termination date. Fees will be applied daily as per the original fee schedule. Such services include, but are not limited to: executing trades, facilitating transfers, and calculating and providing cost basis and tax information. The fee will be the same as the original contract and charged daily.

Existing clients opening new accounts will be billed using the fee schedule agreed upon at the beginning of the relationship.

As of November 1st 2006 management fees will be computed in accordance with the following schedules:

| <u>Equities & Structured Products</u> | | |
|---|-----------------------|---------------|
| 1.00% | First | \$2.0 Million |
| 0.75% | Next | \$5.0 Million |
| | Negotiable Thereafter | |

| | | |
|------------------------------------|-----------------------|---------------|
| <u>Fixed Income</u> | | |
| 0.50% | First | \$5.0 Million |
| | Negotiable Thereafter | |
| <u>Mutual Funds</u> | | |
| 0.75% | First | \$5.0 Million |
| | Negotiable Thereafter | |
| <u>Separately Managed Accounts</u> | | |
| 1.25-1.50% | First | \$5.0 Million |
| | Negotiable Thereafter | |

Management fees for accounts opened from August 1st, 2005 until October 31st, 2006 are computed in accordance with the following schedules.

| | | |
|-------------------------------|-----------------------|---------------|
| <u>Equities/Balanced</u> | | |
| 1.00% | First | \$1.0 Million |
| 0.75% | Next | \$1.5 Million |
| 0.50% | Next | \$5.0 Million |
| | Negotiable Thereafter | |
| <u>Taxable Fixed Income</u> | | |
| 0.50% | First | \$5.0 Million |
| | Negotiable Thereafter | |
| <u>Municipal Fixed Income</u> | | |
| 0.35% | First | \$5.0 Million |
| | Negotiable Thereafter | |
| <u>Mutual Funds</u> | | |
| 0.50% | First | \$5.0 Million |
| | Negotiable Thereafter | |

Management fees for accounts opened from 1990 until July 31st, 2005 are computed in accordance with the following schedule.

| | | |
|--------------------------|-------|---------------|
| <u>Equities/Balanced</u> | | |
| 1.00% | First | \$1.0 Million |
| 0.75% | Next | \$1.5 Million |
| 0.50% | Next | \$4.0 Million |
| 0.40% | Above | \$6.5 Million |

Most of our clients have their fees deducted directly from their brokerage accounts. Fees are deducted four times a year; April, July, October and January. It is the client's responsibility to verify the accuracy of the management fee calculation. The Broker/Dealer will not determine whether the fee is properly calculated.

Additional Fees

In addition to the management fee the client may incur certain brokerage fees: commissions to purchase securities and certain mutual funds. These prices are set by the broker/dealer (See Item 12). A Prime Brokerage fee of \$25 is charged to purchase bonds away from Charles Schwab.

Miscellaneous fees to overnight or wire funds, issue securities etc. may also be charged by the broker. We do not participate in any of these fees.

Performance-Based Fees and Side-By-Side Management

Form ADV Part 2A, Item 6

We do not charge any performance based fees.(See Item 5)

Types of Clients

Form ADV Part 2A, Item 7

Our clients consist of individuals, pension and profit sharing plans, trusts, estates, charitable organizations and corporations. Our minimum account size is \$500,000, although we may in certain situations take smaller accounts.

Methods of Analysis, Investment Strategies and Risk of Loss

Form ADV Part 2A, Item 8

Each portfolio is managed in accordance with the goals and risk tolerances of the individual client. Some of the goals and constraints we evaluate are risk, return, taxes, time horizon, liquidity needs, legal issues, and unique circumstances. Once a client profile has been established and a model portfolio identified (Growth, Income, or Balanced) then the portfolio may be tailored to the client.

Our portfolios are mostly invested in stocks, bonds, ETFs and mutual funds. In all cases, there are risks of temporary or permanent loss on investments due to poor economic conditions, corporate bankruptcies, and other unforeseen situations. We believe we can reduce risk in portfolios by allocating monies to different asset classes, owning a diversified portfolio, and also by careful investment selection.

The paragraphs below describe in more detail how we select these investments.

Research

We are committed to doing our own fundamental research. Our team understands the importance of going out and "kicking the tires". We do not rely on the opinions of others. Instead, our Investment Committee makes it a practice to have on-going contact with company management, as much of it face-face as possible, and truly learn their business.

Our research focuses on:

- Identifying quality companies with a superior management team, clear plan for success, proven track record and whose focus is on increasing shareholder value over the long term.

- Recognizing companies with favorable valuations based on such financial measures as profits, book value and cash flow
- Industry leaders with a competitive advantage in size, price, intellectual property, technology, geography or high barriers to entry.
- Selecting companies that not only have financial strength with solid sales, earnings and appropriate levels of debt, but also those which can persevere and take advantage of opportunities that occur during difficult economic environments

Our commitment to research and analysis does not stop once a company is identified or selected. Like our client accounts, we pay close attention to and monitor each company's progress.

Common Stock Management

Investing in quality companies which have superior management is the cornerstone of our investment philosophy. Using the information gained from our fundamental analysis and in-depth client interview, we select the most ideal companies from our potential list of investment candidates. We invests in stocks of established companies that we feel are currently undervalued and those with the potential to increase shareholder value over time.

In keeping with our guiding principles, our sell discipline is based on value and fundamentals. We look to sell when:

- The security reaches a price indicating the potential for continued price appreciation may be limited.
- Our fundamental reasons for owning the stock have changed.
- The individual stock is greater than 10% of the stock portfolio.

Diversification is important and we view it in terms of both company and industry investments. Our typical equity accounts have between twenty and thirty-five stocks. Moreover, we do not initially invest more than five percent in one stock or twenty percent in one industry to avoid undue risk.

Fixed Income Management

We invest in a diverse mix of fixed income investments including individual bonds, taxable and tax-exempt; fixed income funds, ETFs, and closed-end funds of varying assets and management styles; and non-traditional fixed income investments like preferred stock to create a broadly diversified fixed income portfolio to accomplish two primary goals:

- **Current Income** . Help meet the cash flow needs of our clients primarily by generating a level of interest income equal with capital preservation and price stability.
- **Portfolio Diversification** . Fixed income investments serve well as a hedge against equity market risk, reducing overall portfolio volatility and smoothing out the total long-term return of a portfolio.

While looking to accomplish our two primary goals, we take great strides in managing the risk side of our fixed income portfolios as we do in our stock portfolios. There are many different types of risks involved in fixed income investing to consider but the two primary concerns of ours are typically:

- **Interest Rate Risk** . The price volatility of a fixed income investment or portfolio as it relates to changes in market interest rates.
- **Credit Risk** . The risk that a bond issuer will not be able to meet the interest and principal payments as scheduled and agreed upon in the bond offering.

To manage the risks involved with fixed income investing we do three primary things:

- Broadly diversify portfolios by the type of assets, management style and security.
- Set individual position sizes relative to the size of the portfolio thereby limiting the effect of even the worst-case scenario for any given position.
- We do not take bets on any given interest rate scenario that would involve over allocating a portfolio to benefit from a specific market outcome.

In general, we seek to preserve capital and generate income and returns in-line with prevailing market conditions while understanding historical value in the fixed income markets.

Mutual Fund Management

Mutual funds invest in diversified pools of stocks, bonds, or other securities. We look for mutual fund managers that have proven track records and that are willing to communicate their strategy to us are also available to speak with us and provide updates from time to time.

Disciplinary Information

Form ADV Part 2A, Item 9

There are no disciplinary events in regards to our company.

Other Financial Industry Activities and Affiliations

Form ADV Part 2A, Item 10

We do not participate in any other industry activities or have any affiliations.

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

Form ADV Part 2A, Item 11

Pursuant to SEC rule 204A-1, we have a code of ethics policy. The basic principle of this policy is that; since our clients place their trust in us we have not only a fiduciary responsibility but an ethical responsibility to behave with the utmost integrity and honesty. Before we do anything the question, %s this in the best interest of the Client?+should be foremost in our thoughts.

Several members of the firm are either CFA Charter holders or Certified Financial Planners and are bound by those organizations Codes of Ethics. See the *Roffman Miller Supplemental Brochure*.

Because our investment strategy is to evaluate and invest in companies on a long-term basis, employees may

purchase securities which are recommended to clients.

Personal accounts of the employee include all accounts for family members living within the employee's household and accounts over which the employee has authority even though the account owner does not live within the same household as the employee.

There are restrictions placed on employees as far as the timing of buying and/or selling of securities by employees. These restrictions depend on the type of security, the rating, the size and if the Chief Investment Officer or Investment Committee states any other reason for a particular security.

Employees are required to report on a quarterly basis securities transactions and holdings for all accounts in which the employee has a direct or indirect beneficial ownership interest. This includes personal securities information of any family member living within the same household as the employee.

It is further noted that the firm and its employees shall comply with the Insider Trading and Securities Fraud Enforcement Act of 1998. We forbid any officer, director or employee from trading, either personally or on behalf of others, (such as, mutual funds and private accounts managed by Roffman Miller Associates, Inc.) on material nonpublic information or communicating material nonpublic information to others in violation of the law. This conduct is frequently referred to as "insider trading". Our policy applies to every officer, director and employee and extends to activities within and outside their duties at Roffman Miller Associates, Inc.

Additional information on these policies is available upon request.

Brokerage Practices

Form ADV Part 2A, Item 12

Products and Services Available to Us From Schwab Advisor Services¹ is Schwab's business serving independent investment advisory firms like us. They provide us and our clients with access to its institutional brokerage² trading, custody, reporting, and related services³ many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts; while others help us manage and grow our business. Schwab's support services generally are available on an unsolicited basis (we don't have to request them) and at no charge to us as long as our clients collectively maintain a total of at least \$10 million of their assets in accounts at Schwab. If our clients collectively have less than \$10 million in assets at Schwab, Schwab may charge us quarterly service fees of \$1,200.

Services That Benefit You

Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients.

Services That May Not Directly Benefit You

Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or a substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

¹ Provide access to client account data (such as duplicate trade confirmations and account statements)

- " Facilitate trade execution and allocate aggregated trade orders for multiple client accounts
- " Provide pricing and other market data
- " Facilitate payment of our fees from our clients' accounts
- " Assist with back-office functions, recordkeeping, and client reporting

Services That Generally Benefit Only Us

Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- " Educational conferences and events
- " Consulting on technology, compliance, legal, and business needs
- " Publications and conferences on practice management and business succession
- " Access to employee benefits providers, human capital consultants, and insurance providers

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits, such as occasional business entertainment of our personnel.

Our Interest in Schwab's Service

The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We do not have to pay for Schwab's services so long as our clients collectively keep a total of at least \$10 million of their assets in accounts at Schwab. Beyond that, these services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody. The \$10 million minimum may give us an incentive to recommend that you maintain your account with Schwab, based on our interest in receiving Schwab's services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest.

We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. We have used Charles Schwab as our primary custodian/broker dealer since we first opened our doors. They were literally the only discount broker offering this service in town, since then we have grown together. We have tried and looked into other services, but have not found any that we like better or had more to offer. Our selection is primarily supported by the scope, quality, and price of Schwab's services (see *How We Select Brokers/Custodians*) and not Schwab's services that benefit only us. We have over \$445,000,000 in client assets at Schwab, and we do not believe that recommending our clients to collectively maintain at least \$10 million of those assets at Schwab in order to avoid paying Schwab quarterly service fees presents a material conflict of interest.

We also participate in and receive benefits from the Schwab Advisor Network program. See Item 14, Client Referrals and other Compensation, for information on this program.

We do not maintain custody of the assets that we manage although we may be deemed to have custody of your assets if you give us authority to withdraw assets from your account (see *Item 15 – Custody*). Your assets must be maintained in an account at a qualified custodian, generally a broker dealer or bank. We recommend that our clients use Charles Schwab & Co., Inc. (Schwab), a registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and are not affiliated with Schwab. Schwab will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we recommend that you use Schwab as a custodian/broker, you will decide whether to do so and will open your account with Schwab by entering into an account agreement directly with them. We do not open the account for you, although we may assist you in doing so.

Even though your account is maintained at Schwab, we can still use other brokers to execute trades for your account as described below (see *Our Brokerage and Custody Costs*).

We seek to use a custodian/broker who will hold your assets and execute transactions on terms that are, overall, most advantageous when compared to other available providers and their services. We primarily use Charles Schwab as the broker-dealer for all of its clients. We feel Charles Schwab not only provides us with best execution they also have the following characteristics that we feel are necessary in a broker/dealer and custodian:

- Good record keeping and excellent back office functions
- Knowledge of market, securities and industries
- Technological capabilities & infrastructure
- Combination of transaction execution services and asset custody services (generally without a separate fee for custody)
- Capability to execute, clear, and settle trades (buy and sell securities for your account)
- Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)
- Breadth of available investment products (stocks, bonds, mutual funds, exchange-traded funds [ETFs], etc.)
- Availability of investment research and tools that assist us in making investment decisions
- Competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate the prices
- Reputation, financial strength, and stability
- Prior service to us and our other clients
- Availability of other products and services that benefit us, as discussed below (see *Products and Services Available to Us From Schwab*)

The client in the end has the final say and may elect for their account(s) to be held at another custodian.

Directed Brokerage

From time to time, clients may instruct us to direct trades to a specific broker-dealer in exchange for certain benefits to be received by the client or out of loyalty to the broker. There could be certain limitations associated with these types of arrangements:

1. The client may forgo any benefit from savings on execution costs that we could obtain for other clients, such as negotiating volume discounts on bunched orders; and
2. The client may not receive the same price or commission paid by other clients who utilize different brokers.

As a matter of practice even with client-directed accounts we will make our best efforts to negotiate reduced commission rates when possible.

Trade Aggregation

We strive to treat all clients in a fair manner. This is the basic principal underlying this aggregation and allocation policy. The allocations of a particular security will be determined by us before the trade is placed with the broker. When practical, client trades in the same security will be bunched in a single order (a ~~block~~) in an effort to obtain best execution at the best security price available.

When using a block trade:

- We will attempt to fill client orders by day-end.

- If the block order is not filled by day-end, the Investment Committee will allocate shares executed to underlying accounts on a pro rata basis, adjusted as necessary to keep client transaction costs to a minimum and in accordance with specific account guidelines.
- If a block order is filled (full or partial fill) at several prices through multiple trades, an average price and commission will be used for all trades executed.
- All participants receiving securities from the block trade will receive the average price; and only trades executed within the block on the single day may be combined for purposes of calculating the average price.

It is expected that this trade aggregation and allocation policy will be applied consistently. However, if application of this policy results in unfair or inequitable treatment to some or all of our clients, we may deviate from this policy.

Review of Accounts

ADV Part 2A, Item 13

Reviews of accounts and investments are conducted by members of the investment committee on a daily basis. At a minimum client accounts are reviewed at length quarterly. Accounts are assigned to a primary manager, but any member of the committee may at one time or another review or discuss a portfolio with a client. The number of clients assigned depends on the experience of the manager, account size and style of investing and ranges from 58 clients to 137 clients. The Investment Committee typically meets weekly to ensure we are all up-to-date on what is happening in the markets, our securities, the economy and the world and how it could effect our clients.

Factors which might trigger additional reviews include (1) a substantial change in the financial condition or business management of a particular company; (2) a big move in a security either up or down; (3) a substantial change in the economy or market conditions; (4) a significant change in clients' objectives; or (5) a deposit or withdrawal of cash.

Depending on the clients advisory agreement we may provide a quarterly report showing all holdings and their current value, income generated by holdings, and cost basis, etc. If you receive statements from both Roffman Miller and Charles Schwab, we suggest you compare the values on both statements to make sure they match. Realized Gains and Losses reports, statements of Management Fees on taxable accounts and various other portfolio reports are available to clients on request. In addition, it is expected that each client will receive confirmations of trades and monthly reports from the broker-dealers who custody their accounts and execute their securities transactions. (See Item 15)

Client Referrals and Other Compensation

Form ADV Part 2A, Item 14

We periodically use research information provided by broker-dealers with whom we conduct business. However, we do not have any formal agreements to compensate broker-dealers for the receipt of such research information. We as a matter of practice do not compensate broker-dealers for third-party research services (known as ~~soft dollar arrangements~~) with the use of client commissions . any payment required for such research will be made in cash.

Charles Schwab

We receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above (see *Item 12 – Brokerage Practices*). The availability to us of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our client.

We also receive client referrals from Charles Schwab & Co., Inc. (~~Schwab~~) through our participation in Schwab Advisor Network® (~~the Service~~). The Service is designed to help investors find an independent investment advisor. Schwab is a broker-dealer independent of and unaffiliated with Roffman Miller Associates. Schwab does not supervise us and has no responsibility for the management of our clients' portfolios. We pay Schwab fees to receive client referrals through the Service. Our participation in the Service may raise potential conflicts of interest described below.

We pay Schwab Participation Fees on all referred clients' accounts that are maintained in custody at Schwab and a Non-Schwab Custody Fee on all accounts that are maintained at, or transferred to, another custodian. Participation Fees are a percentage of the value of the assets in the client's account. We pay Schwab Participation Fees for so long as the referred client's account remains in custody at Schwab. Participation Fees are billed to us quarterly and may be increased, decreased or waived by Schwab from time to time. Participation Fees are paid by us and not by the client. *We do not charge clients referred through the Service fees or costs greater than the fees or costs we charge clients with similar portfolios who were not referred through the Service.*

We generally pay Schwab a Non-Schwab Custody Fee if custody of a referred client's account is not maintained by, or assets in the account are transferred from Schwab. This Fee does not apply if the client was solely responsible for the decision not to maintain custody at Schwab. The Non-Schwab Custody Fee is a one-time payment equal to a percentage of the assets placed with a custodian other than Schwab. The Non-Schwab Custody Fee is higher than the Participation Fees Advisor generally would pay in a single year. Thus, we will have an incentive to recommend that client accounts be held in custody at Schwab.

The Participation and Non-Schwab Custody Fees are based on the amount of assets in accounts of our clients who were referred by Schwab and those referred clients' family members living in the same household. Thus, we will have incentives to encourage household members of clients referred through the Service to maintain custody of their accounts at Schwab.

For accounts of our clients maintained in custody at Schwab, Schwab generally does not charge the client separately for custody but receives compensation from the client in the form of commissions or other transaction-related compensation on securities trades Schwab executes for the client's account. Clients also pay Schwab a fee for clearance and settlement of trades executed through broker-dealers other than Schwab. Schwab's fees for trades executed at other broker-dealers are in addition to the other broker-dealers' fees. Thus, we may have an incentive to cause trades to be executed through Schwab rather than another broker-dealer. We nevertheless, acknowledge its duty to seek best execution of trades for client accounts. Trades for client accounts held in custody at Schwab may be executed through a different broker-dealer than trades for our other clients. Thus, trades for accounts custodied at Schwab may be executed at different times and different prices than trades for other accounts that are executed at other broker-dealers.

Solicitors

We may pay cash referral fees to either affiliates (such as employees) or unaffiliated entities that directly or indirectly solicit any client for, or refer any client to us. For purposes of this policy, affiliated entities include any partner, officer, director or employee of Roffman Miller Associates. Any client referred to us by a solicitor is notified before signing a contract and must acknowledge in writing the arrangement. None of our solicitors provide investment advice to prospective clients, they make introductions only.

Custody

Form ADV Part 2A, Item 15

Under government regulations, we are deemed to have custody of your assets if, for example, you authorize us to instruct Schwab to deduct our advisory fees directly from your account or we are acting as a trustee on an account we manage. Schwab maintains actual custody of your assets. You will receive account statements directly from Schwab monthly. The statements will come quarterly if there is no account activity. They will be sent to the email or postal mailing address you provided to Schwab. You should carefully review those statements promptly when you receive them.

Depending on your advisory agreement we may also provide you a report showing all your holdings every quarter. If this is the case we also urge you to compare Schwab's account statements to the periodic account portfolio reports you will receive from us.

Investment Discretion

Form ADV Part 2A, Item 16

We generally have discretion over each client's account; so that we have the authority to place all orders to purchase and sell securities in accordance with the client's portfolio and investment objectives; however, we do also provide investment advice to clients on a non-discretionary basis. Non-discretionary arrangements are made on an individual basis, and give us varying amounts of control over investment decisions.

Best execution could be effected for non-discretionary accounts. If a non-discretionary client cannot be reached a trade may not be made during the same time frame as other clients, thus affecting price. We will make every effort to contact clients in a reasonable amount of time.

Voting Client Securities

Form ADV Part 2A, Item 17

We do not vote proxies for its clients. As stated in the contract, it is the responsibility of the client to vote. Clients will receive proxy voting materials from their Broker Dealer. The proxy materials will come either in paper or electronically, the same form of delivery as your statements and confirms. We will, however, answer any questions or give you advice on voting.

Financial Information

Form ADV Part 2A, Item 18

We do not require prepayment of fees more than three months in advance.



1835 Market Street, Suite 500
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215-981-1030

The Following Investment Committee Members are presented in this Supplement.

Peter Miller
Robert Hofmann, CFP®
Paulette Greenwell, CFA, MBA
Mark Frombach, CFA, MBA
Susan Arnold
Ryan Crooks, MBA
Tucker Schade
Lori Blum

March 9, 2011

**FORM ADV PART 2B
BROCHURE SUPPLEMENT**

This brochure provides information about the Roffman Miller Associates, Inc. Investment Committee and supplements *The Roffman Miller ADV Part II Brochure*. You should have received a copy of that brochure. Please contact us at 215-981-1030 if you did not receive *The Roffman Miller ADV Part II Brochure* or if you have any questions about the contents of this supplement.

Additional information about any Roffman Miller Investment Committee Member is available on the SEC's website at www.adviserinfo.sec.gov.

Portfolios are managed by the 8 members of the Investment Committee. Investment Managers are assigned to each client and are responsible for placing trades and conducting reviews.

The Following sections are included for each Investment Committee Member:

- *Educational Background and Business Experience*
- *Disciplinary Information*
- *Other Business Activities*
- *Additional Compensation*
- *Supervision*

Educational Background and Business Experience

Form ADV Part 2B, Item 2

**Robert Peters Miller III (Peter)
President**



Year of Birth: 1946

Formal Education after High School:

Penn State, Bachelor of Science, Hotel and Food Service Management, 1969

Business Experience:

Prior to co-founding Roffman Miller Associates, Inc. in 1990, Peter spent eleven years as an investment broker. In 1980, Peter worked at Janney Montgomery Scott, where he was on the Chairman's Council. In subsequent years, Peter worked with Drexel Burnham Lambert and Legg Mason Wood Walker where he served as Vice President-Investments.

Disciplinary Information

Form ADV Part 2B, Item 3

There is no disciplinary information to report

Other Business Activities

Form ADV Part 2B, Item 4

There are no other business activities

Additional Compensation

Form ADV Part 2B, Item 5

There is not additional compensation.

Supervision

Form ADV Part 2B, Item 6

Peter does not have a direct supervisor. If you have any questions or comments, please direct them to Robert Hofmann or Paulette Greenwell at 215-981-1030.

Educational Background and Business Experience

Form ADV Part 2B, Item

Robert Thomas Hofmann, CFP® (Bob)
Vice-President, Managing Director

Year of Birth: 1970

Formal Education after High School:

Rider University, Bachelor of Science, Finance, 1992



Business Background

Bob brings extensive financial planning experience to Roffman Miller. After beginning his career as an Investment Advisor with Morgan Stanley, he joined Charles Schwab as an Investment Specialist in 1996. Within three years, he was promoted to manage the Newtown Pennsylvania office and finished his tenure with Schwab as the manager of the flagship office in center city Philadelphia.

Certifications:

Certified Financial Planner

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the *Standards of Professional Conduct*. The *Standards* prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Disciplinary Information

There is no disciplinary information to report

Form ADV Part 2B, Item 3

Other Business Activities

There are no other business activities.

Form ADV Part 2B, Item 4

Additional Compensation

There is not additional compensation.

Form ADV Part 2B, Item 5

Supervision

Peter Miller, President, is the direct supervisor for Bob. He can be reached at 215-981-1030.

Form ADV Part 2B, Item 6

Educational Background and Business Experience

Form ADV Part 2B, Item 2

Frances Paulette Greenwell, CFA, MBA (Paulette)
Investment Advisor, Chief Compliance Officer, Managing Director

Year of Birth: 1969

Formal Education after High School:

Temple University, Bachelor of Arts, Sociology, 1991

Drexel University, Masters of Business Administration, Finance, 1995



Paulette started with Roffman Associates in 1995, after her graduation from Drexel.

Certifications:

Chartered Financial Analysts-CFA

The Chartered Financial Analyst (CFA) charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

There are currently more than 90,000 CFA charterholders working in 135 countries. To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 19 countries recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the

most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Disciplinary Information

Form ADV Part 2B, Item 3

There is no disciplinary information to report.

Other Business Activities

Form ADV Part 2B, Item 4

There are no other business activities.

Additional Compensation

Form ADV Part 2B, Item 5

There is not additional compensation.

Supervision

Form ADV Part 2B, Item 6

Peter Miller, President, is the direct supervisor for Paulette. He can be reached at 215-981-1030.

Educational Background and Business Experience

Form ADV Part 2B, Item 2

Mark Richard Frombach, CFA, MBA
Chief Investment Officer

Year of Birth: 1966

Formal Education after High School:

Rutgers University, Bachelor of Science, Electrical Engineering, 1988

Rutgers University, , Masters of Business Administration, Finance, 1995

Business Background:

Morgan Stanley, Financial Advisor, 1999-2006

Mark began his career at Nabisco, Inc. followed by extended domestic and international assignments with Air Products and Chemicals.

Certifications:

Chartered Financial Analyst-CFA

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- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

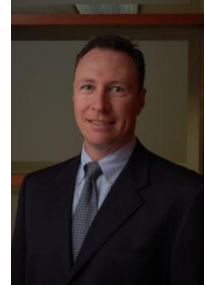
Global Recognition

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Comprehensive and Current Knowledge

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Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

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To learn more about the CFA charter, visit www.cfainstitute.org.

Disciplinary Information

Form ADV Part 2B, Item 3

There is no disciplinary information to report.

Other Business Activities

Form ADV Part 2B, Item 4

There are no other business activities.

Additional Compensation

Form ADV Part 2B, Item 5

No additional compensation is received.

Supervision

Form ADV Part 2B, Item 6

Peter Miller, President, is the direct supervisor for Mark. He can be reached at 215-981-1030.

Educational Background and Business Experience

Form ADV Part 2B, Item 2

Susan Lynn Arnold
Investment Advisor

Year of Birth: 1973

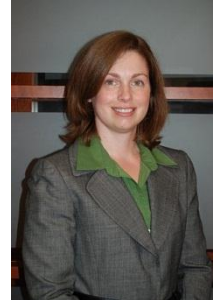
Formal Education after High School:

Penn State University, Bachelor of Science, Economics, 1996

LaSalle University, Masters of Business Administration, 22 Credits (2004-2008)

Business Background:

TD Ameritrade Branch Manager-Radnor, 9/2006-8/2008



Susan originally started working for Roffman Miller in 2005. In 2008 Susan re-joined Roffman Miller after spending two years managing the Radnor office of TD Ameritrade. Her career started at Charles Schwab as an Investment Specialist.

Disciplinary Information

Form ADV Part 2B, Item 3

There is no disciplinary information to report.

Other Business Activities

Form ADV Part 2B, Item 4

There are no other business activities.

Additional Compensation

Form ADV Part 2B, Item 5

Roffman Miller makes available a commission plan for its employees. They can earn a percentage of the management fee for new money from existing clients and/or new clients they help bring the firm. Roffman Miller Associates does not charge clients fees greater than the fees we charge clients with similar portfolios who were not referred through this program.

Supervision

Form ADV Part 2B, Item 6

Peter Miller, President, is the direct supervisor for Susan. He can be reached at 215-981-1030.

Educational Background and Business Experience

Form ADV Part 2B, Item 2

Ryan Timothy Crooks
Investment Advisor

Year of Birth: 1976

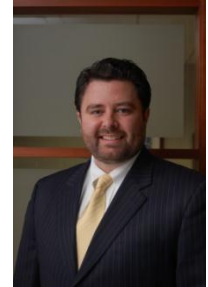
Formal Education after High School:

University of Scranton, bachelor of Science, Finance, 1998
Drexel University, Masters of Business Administration, Finance, 2007

Business Background:

Sterne, Agee & Leach, Inc. 6/2006-1/2007

Ryan joined Roffman Miller in 2007 bringing with him his extensive fixed income experience. Prior to joining Roffman Miller he held positions as Vice President-Fixed Income Capital Markets with Spear, Leeds & Kellogg, FTN Financial and Sterne, Agee & Leach.



Disciplinary Information

Form ADV Part 2B, Item 3

There is no disciplinary information to report.

Other Business Activities

Form ADV Part 2B, Item 4

There are no other business activities.

Additional Compensation

Form ADV Part 2B, Item 5

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Supervision

Form ADV Part 2B, Item 6

Peter Miller, President, is the direct supervisor for Ryan. He can be reached at 215-981-1030.

Educational Background and Business Experience

Form ADV Part 2B, Item 2

Fredrick Tucker Schade (Tucker)
Investment Advisor

Year of Birth: 1945

Formal Education after High School:

Tucker attended Syracuse University from 1964 through 1967.

Business Background:

Tucker joined Roffman Miller Associates in 2004 with years of experience in investment management, sales and consulting. Prior to joining us he was a Vice President and Financial Advisor at Bishop & Associates, Inc. in Philadelphia. Before that he held the same position for 10 years at Morgan Stanley. In this role, he was responsible for the management of individual accounts and corporate pension and 401 (k) plans. Previously, Tucker was President of Schade-Tech., Inc., a sales and consulting firm, in Philadelphia and New York.



Disciplinary Information

Form ADV Part 2B, Item 3

There is no disciplinary information to report.

Other Business Activities

Form ADV Part 2B, Item 4

There are no other business activities

Additional Compensation

Form ADV Part 2B, Item 5

Roffman Miller makes available a commission plan for its employees. They can earn a percentage of the management fee for new money from existing clients and/or new clients they help bring the firm. Roffman Miller Associates does not charge clients fees greater than the fees we charge clients with similar portfolios who were not referred through this program.

Supervision

Form ADV Part 2B, Item 6

Peter Miller, President, is the direct supervisor for Tucker. He can be reached at 215-981-1030.

Educational Background and Business Experience

Form ADV Part 2B, Item 2

Lori Ann Hartman
Investment Advisor

Year of Birth: 1978

Formal Education after High School:

West Chester University, Bachelor of Science, Finance, 2002



Business Background:

Lori joined the firm in 1998 as an Intern and upon graduation she became a full-time employee. She began her career as an Assistant Investment Manager; she was then promoted to Director of Operations and Investment Manager. She also supervises all of the IT Services.

Disciplinary Information

Form ADV Part 2B, Item 3

There is no disciplinary information to report.

Other Business Activities

Form ADV Part 2B, Item 4

There are no other business activities.

Additional Compensation

Form ADV Part 2B, Item 5

Roffman Miller makes available a commission plan for its employees. They can earn a percentage of the management fee for new money from existing clients and/or new clients they help bring the firm. Roffman Miller Associates does not charge clients fees greater than the fees we charge clients with similar portfolios who were not referred through this program.

Supervision

Form ADV Part 2B, Item 6

Peter Miller, President, is the direct supervisor for Lori. He can be reached at 215-981-1030.