

FORM ADV Uniform Application for Investment Adviser Registration
Part 2A: Investment Adviser Brochure and Brochure Supplements
Item 1: Cover Page

FIRST GEORGETOWN SECURITIES, INC.

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June 27, 2012

This brochure provides information about the qualifications and business practices of First Georgetown Securities, Inc. If you have any questions about the contents of this brochure, please contact us at 703-519-7700. 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.

Item 2: Material Changes

Due to a series of recent changes in securities regulation, investment advisers are now required to deliver disclosure information in this new narrative format. This brochure incorporates much of the same information previously provided within the Form ADV Part II but with expanded disclosures designed to provide further information about the firm, its practices, and its personnel. Material updates to the information contained within this brochure will be provided to clients on an immediate basis. This section is designed to reflect such changes in summary form. Questions regarding the new brochure and/or the information contained herein may be directed to the firm and its representatives.

Additional information about First Georgetown Securities, Inc. and its representatives is also available on the SEC's website at www.adviserinfo.sec.gov.

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Item 4: Investment Advisory Business

First Georgetown Securities, Inc. ("First Georgetown") is a FINRA registered broker dealer established in 1975. It began its fee based investment advisory business in 2004. Its principal owner is Robert T. Mann. We provide managed account investment advisory services to a variety of individual and institutional accounts.

First Georgetown engages in management of individual accounts using growth, growth and income and income strategies. Where First Georgetown has been engaged to provide investment management services, the firm develops and implements an investment management strategy specifically designed with the client's investment objectives, risk tolerance level, liquidity needs, tax and/or legal implications and other concerns where applicable.

The foregoing services are provided pursuant to one or more written agreements setting forth the terms and conditions of services rendered.

As of the date of this brochure, First Georgetown has a total of approximately \$70,000,000 under management, all of which is under discretionary control.

Item 5: Fees and Compensation

First Georgetown charges a management fee ranging from .5% to 1.35% per annum of total assets under management ("AUM"). Management fees are directly debited from the client accounts. Management fees are collected quarterly in advance based on the value of total AUM as of 90 days after the prior billing period. The fee is negotiable. The fee is based on the prior business day account(s) value as determined by our clearing firm, multiplied by the annual fee percentage, and then divided by four.

In addition to their advisory duties, certain individuals associated with First Georgetown are separately licensed as registered representatives of First Georgetown. Where their activities extend to the purchase and/or sale of securities products, these individuals receive commission-based compensation. Clients are charged commissions at fifty percent (50%) of the firm's regular commission rates, subject to a minimum twenty five dollar (\$25) commission per trade. This practice presents a conflict of interest and gives the First Georgetown individuals who are licensed an incentive to recommend investment products based on the compensation received rather than the client's needs. In addition to disclosing these conflicts in this brochure, First Georgetown also reduces the commission rates as described above, to reduce the incentive.

Where clients may incur additional expense from brokerage-based activities, clients should be aware that all custodial and execution fees remain separate and distinct from

those fees charged by First Georgetown for its asset management services. Clients should note that the firm and its representatives may receive additional compensation in the form of commissions and 12b-1 distribution fees from the respective mutual fund investment made through First Georgetown.

All fees paid to First Georgetown for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders who are our clients. These fees and expenses are described in each fund's prospectus. Fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge.

However, First Georgetown strives, whenever possible, to use only no-load mutual funds for its advisory clients.

Accordingly, clients should review both the fees charged by the mutual funds and the advisory fees charged by First Georgetown to fully appreciate the total amount of fees to be paid by the client.

First Georgetown and/or the client may terminate the account agreement, in whole or in part, at any time. Upon termination, any fees paid in advance will be prorated to the date of termination and any excess shall be refunded to the client. The client's advisory agreement with First Georgetown is non-transferable without the client's written approval.

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

The firm's investment advice does not extend to the management of private funds. The firm's offerings are limited to portfolio management on behalf of individual clients. Where advisers manage private funds in addition to portfolio management services, the potential for a conflict of interest is magnified, particularly where the advisor may have an incentive to favor those accounts charged a performance fee. As First Georgetown's advisory services do not incorporate performance fees or the offering of any additional investment services, side-by-side management does not apply to those services rendered by First Georgetown.

Item 7: Types of Clients

First Georgetown provides investment advisory services primarily to individuals.

First Georgetown requires clients to maintain a minimum account size of \$250,000. This minimum account size remains negotiable, under certain circumstances, and at the sole discretion of the firm.

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

First Georgetown's research methods include: fundamental and technical analysis.

Fundamental analysis is an assessment of various factors including, but not limited to security price, book value, industry and market outlook and other characteristics of the security.

The material risks of a fundamental analysis strategy are: risk of inaccurate pricing; risk of financial statement inaccuracy or faulty analysis; risk of misjudging industry or market outlook or other characteristics of the security

Technical analysis employs the use of advanced data aggregation techniques to define certain trends of progressions in market place activity.

The material risks of technical analysis are: risk of improper data aggregation; inability to define accurate trends; unexplained market activity

First Georgetown uses the S&P 500 stock index as a benchmark to gauge performance of a growth portfolio. The firm uses the U.S. 10 year Treasury note annual return as a benchmark for income portfolios. Various blend benchmarks are used for growth/income accounts.

Risk Control Methods

First Georgetown's primary approach to asset management utilizes a tactical allocation strategy which has been designed to reduce risk and increase performance. In order to accomplish this objective, First Georgetown primarily invests in treasury securities, corporate bonds, common and preferred stocks, and mutual funds.

First Georgetown may redistribute investment allocations to diversify the portfolio. The firm may make similar allocation on specific securities to increase sector weighting and/or dividend potential.

Additionally, the firm may use option hedging strategies to increase income and/or manage risk. First Georgetown occasionally uses short selling. The firm often employs cash positions as a possible hedge against market movement, and such actions may adversely affect the portfolio. First Georgetown may also recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position(s) in the portfolio, change in risk tolerance of client, or any risk deemed unacceptable for the client's risk tolerance.

First Georgetown's main sources of research information include financial newspapers and magazines, annual reports, prospectuses, filings with the United States Securities and

Exchange Commission, company press releases, investment data web sites, and research materials prepared by others.

Risk of Loss: Investing in securities involves a certain amount of risk of loss that clients should be prepared to bear. Where short term trading methods are employed, the cost of more frequent trades can often incur more expense than that of a more conservative or long term purchase approach. Questions regarding these risks and/or increased costs may be directed to the firm and its representatives.

Item 9: Disciplinary Information

Rule 206(4)-4 of the Investment Advisers Act of 1940 requires investment advisers to provide clients with disclosures as to any legal or disciplinary activities deemed material to the client's evaluation of the adviser. On June 14, 1999 the firm settled a complaint filed in the U.S. District Court for the District of South Carolina by a customer demanding compensation for trading losses of \$325,000. The firm denied liability stating that the customer's account was non-discretionary and the losses stemmed from the customer's own decisions. The customer was not a "managed" account. The case was settled for \$175,000 on June 14, 1999 with no finding of liability.

Item 10: Other Financial Industry Activities and Affiliations

First Georgetown does not maintain any financial affiliation.

As previously mentioned in Item 5, and in addition to their advisory duties, certain investment adviser representatives of First Georgetown are separately licensed as registered representatives of First Georgetown. In consideration for their services on behalf of the broker dealer, such individuals will receive commission-based compensation.

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

As required by Rule 204A-1 of the Investment Advisers Act of 1940, First Georgetown has adopted a Code of Ethics that sets forth the basic policies of ethical conduct for all managers, officers, and employees of the firm. The Code of Ethics describes the firm's fiduciary duties and obligations to clients, and sets forth the firm's practice of supervising the personal securities transactions of employees who maintain access to client information. The Code of Ethics is available upon request.

First Georgetown collects and maintains records of securities holdings and transactions made by employees. The firm reviews the personal trading practices of its employees to identify and resolve any potential or realized conflicts of interest.

First Georgetown and/or its representatives may purchase or sell investments that they have similarly recommended to clients for their personal accounts.

Item 12: Brokerage Practices

First Georgetown has investment discretion to place transactions and select brokers without prior approval of clients. The firm seeks to obtain the most favorable net results for client's price, execution quality, services and commissions. First Georgetown selects National Financial Services, Inc., a division of Fidelity Investments, for client custodial and execution services. In using National Financial Services, First Georgetown may charge commissions and transaction fees in addition to management fees. First Georgetown may have an opportunity to benefit from markups, markdowns, volume discounts and other benefits offered by National Financial Services.

In directing brokerage we may be unable to achieve the most favorable execution of client transactions and this procedure may cost clients more money. In accordance with Section 28(e) of the Securities Exchange Act of 1934, First Georgetown may cause an account to pay commission rates in excess of those another broker-dealer would have charged for effecting the same transaction, if the firm determines in good faith, that the commissions paid is reasonable in relation to the value of the brokerage and research services provided.

First Georgetown maintains a fiduciary duty to seek best execution pricing for client transactions. While best execution is difficult to define and challenging to measure, there is some consensus that it does not solely mean the achievement of the best price on a given transaction. Rather, it appears to be a collective consideration of factors concerning the trade in question. Such factors include the security being traded, the price of the trade, the speed of the execution, apparent conditions in the market, and the specific needs of the client.

The firm's primary objective when placing orders for the purchase and sale of securities for client accounts is to obtain the most favorable net results taking into account such factors as;

- price,
- size of order,
- difficulty of execution,
- confidentiality, and
- skill required of the broker.

Trades in client accounts are executed by First Georgetown through unaffiliated broker-dealers. Such broker-dealers are chosen based on the following:

- the broker's capital depth,
- the broker's market access,
- the nature and character of the markets for the security to be purchased or sold,

- the execution,
- clearance and settlement capabilities of the broker selected and others considered, and
- the reasonableness of the commission or its equivalent for the specific transaction.

Based on the above criteria, First Georgetown may not necessarily pay the lowest commission or commission equivalent as specific transactions can involve specialized services on the part of the broker. This would justify higher commissions (or their equivalent) than other transactions requiring routine services. Not all advisers require clients to direct brokerage.

All accounts are managed separately. First Georgetown buys or sells blocks of stock or options and then allocates these to/from various accounts under management. This often results in a better price for the customer and/or less transaction costs for the purchase or sale. The firm does not receive any research, products, client referrals, or other services from a broker-dealer or third party in connection with client-based securities transactions (i.e. soft dollars).

Item 13: Review of Accounts

We periodically review client accounts. Accounts will be monitored at least weekly by the President and other properly licensed principals of First Georgetown. Accounts will be reviewed more frequently as necessary to respond to significant changes in client circumstances or changes in market conditions. Triggering factors to warrant more in depth review could include the following;

- Awareness of a change in the client's investment objective
- change in market conditions
- change in your employment status
- re-balancing of assets to maintain proper asset allocation
- other activity discovered as the account is normally reviewed.

Customers will receive written brokerage or custodial statements each month. Customers are encouraged to notify us of changes to your personal finances, especially those changes that might adversely affect your investment plan.

First Georgetown will provide client reports at least annually, in addition to monthly account statements provided by the broker-dealer or custodian. The content of these reports will generally include a portfolio appraisal, realized and unrealized gains/losses, income and expenses, contributions and withdrawals, and performance history.

Item 14: Client Referrals and Other Compensation

First Georgetown does not compensate, either directly or indirectly, another person or an entity for client referrals.

Item 15: Custody

Other than the client authorized direct deduction of fees from accounts First Georgetown does not maintain or accept custody(*) of client funds or securities. All assets are held at 3rd party qualified custodians or broker-dealers. The client will receive account statements from the custodian and the customer is encouraged to review these carefully and compare them with the First Georgetown reports.

(*) Custody means holding, directly or indirectly, client funds or securities, or having any authority to obtain possession of them. Rule 206(4)-2 Investment Advisers Act of 1940.

Item 16: Investment Discretion

First Georgetown maintains discretionary authority over the selection and amount of securities to be bought or sold in client accounts, the broker dealer to be used and the commission rates to be paid without obtaining prior consent or approval from clients. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the client and agreed to by the firm.

Discretionary authority will only be authorized upon full disclosure to the client. The granting of such authority will be evidenced by the client's execution of an agreement containing all applicable limitations to such authority. All discretionary trades made by First Georgetown will be in accordance with each client's investment objectives and goals.

Item 17: Voting Client Securities

First Georgetown does not maintain any voting or proxy rights with respect to corporate actions related to such assets. You will vote your own proxies, which you will receive directly from your custodian or broker-dealer. You may contact us if you have any questions

Item 18: Financial Information

Under Rule 206(4)-4 of the Investment Advisers Act of 1940, investment advisers are required to disclose certain financial information about their business practices that might serve as material to the client's decision in choosing an investment adviser.

As of the date of this filing, First Georgetown does not require the pre-payment of any fees or maintain any financial hardships or other conditions that might impair its ability to meet its contractual obligations to clients

Item 19: Requirements for State Registered Advisers

Please refer to the brochure supplement in Part 2B

**FORM ADV Uniform Application for Investment Adviser Registration
Part 2B: Brochure Supplements
Investment Adviser Representatives and/or Supervised Persons: Supplemental
information
Item 1: Cover Page**

ROBERT T. MANN
FIRST GEORGETOWN SECURITIES, INC.
1700 Diagonal Rd.
Alexandria, VA 22314
(703) 519-7700
June 27, 2012

This brochure supplement provides information about Robert T. Mann that supplements the First Georgetown Securities brochure. You should have received a copy of that brochure. Please contact First Georgetown Securities if you did not receive FGS' brochure or if you have any questions about the contents of this supplement. Additional information about Robert T. Mann is available on the SEC's website at www.adviserinfo.sec.gov

Item 2: Education and Background and Business Experience

Individual Full Name, Title or Designation: ROBERT T. MANN

CRD #822903

Year Born: 1949

Education: B.A. English Trinity College, Hartford, CT 1971

Licenses/Professional Designations:

FINRA Licenses: Registered Options Principal (Series 4), General Sec Principal (Series 24), Interest Rate Options (Series 5), General Securities Rep (Series 7), Limited Rep-Equity Trader (Series 55), Uniform Combined State (Series 63)

Business Background

Dates employed with firm: 5/1/1975 to present

Current title: President

Item 3: Disciplinary Information

Please refer to Item 9 of the Form ADV Part 2A brochure for disciplinary information

Please note: The investment adviser representative listed above does not have any current legal, civil, criminal, regulatory, or disciplinary history to report at this time.

Item 4: Other Business Activities

Mr. Mann is President of the registered adviser, First Georgetown Securities, Inc., which is also a FINRA registered broker dealer. The relationship between the advisory business and Mr. Mann's other financial industry activities may create a conflict of interest. For a more detailed description, including how the conflict is addressed, please refer to Item 12 of the Part 2A brochure. Mr. Mann does not engage in any other investment related business activity.

Item 5: Additional Compensation

Mr. Mann receives a salary from the company. He does not receive commissions.

Item 6: Supervision

Mr. Mann's activities as President of First Georgetown are overseen by the company's board of directors.

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Investment Adviser Representatives and/or Supervised Persons: Supplemental
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SEAN MICHAEL DUFFY

FIRST GEORGETOWN SECURITIES, INC.

**1700 Diagonal Rd.
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(703) 519-7700
June 27, 2012**

This brochure supplement provides information about Sean Michael Duffy that supplements the First Georgetown Securities brochure. You should have received a copy of that brochure. Please contact First Georgetown Securities if you did not receive FGS' brochure or if you have any questions about the contents of this supplement. Additional information about Sean M. Duffy is available on the SEC's website at www.adviserinfo.sec.gov

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Item 2: Education and Background and Business Experience

Individual Full Name, Title or Designation: SEAN MICHAEL DUFFY

CRD # 3063554

Year Born: 1965

Education: B.A. International Affairs, Georgetown University, 1993

Licenses/Professional Designations:

FINRA Licenses Series 7, Series 63, Series 65

Business Background:

First Georgetown Securities Inc - Jan 2005 to present

AG Edwards & Sons - Aug 2001 to Jan 2005

American Express Financial Advisors - Sept 1998 to Jan 1999

Item 3: Disciplinary Information

No Disciplinary History

Please note: The investment adviser representative listed above does not have any current legal, civil, criminal, regulatory, or disciplinary history to report at this time.

Item 4: Other Business Activities

Mr. Duffy does not engage in any other investment related business activity.

Item 5: Additional Compensation

Mr. Duffy receives commissions as a registered representative on the purchase and sale of securities and other compensation as an officer of First Georgetown.

Item 6: Supervision

Mr. Duffy is supervised by Robert T. Mann, President