

BROXTON

CAPITAL ADVISORS LLC

ADV PART 2 B—Brochure Supplement

BROXTON CAPITAL ADVISORS, LLC

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This brochure supplement provides information about Broxton's supervised persons:

Robert Allen Cooke ("Allen")

Rustin J. J. Feldman "(JJ")

Patrick Chandler "(Patrick")

This information supplements the Broxton Capital Advisors LLC brochure about the above named individuals. You should have received a copy of that brochure. Please contact Mr. Rustin Feldman at telephone 310-208-2151 if you did not receive Broxton's Disclosure Brochure, or if you have any questions about the contents of this supplement.

Additional information about Broxton Capital Advisors LLC also is available on the SEC's website at www.advisorinfo.sec.gov.

March, 2012

I. Educational Background and Business Experience

1. Robert Allen Cooke

Robert Allen Cooke is the Managing Partner and Portfolio Manager of Broxton Capital Advisors, LLC. He heads Broxton and its research efforts. Allen Cooke has over fifteen years of experience serving institutional and individual clients in the securities industry. His history includes complex analysis and preparation of research reports on individual companies, and analysis of economic trends affecting markets and industries.

Allen Cooke was born in 1968. He graduated from the University of Arizona in 1991 with a BA degree in History/Political Science. He holds a Series 7 General Securities Representative, Series 65 Investment Advisor and Series 86 and 87 Research Analyst licenses.

Broxton Capital Advisors LLC, Managing Partner and Portfolio Manager, August 2005 to present.

National Alliance Securities, Registered Representative, March 2007 to present.

Western International Securities, Inc, research analyst, bond trader and client advisor, February 2002 to July 2005.

2. Rustin J. J. Feldman

Rustin “JJ” Feldman is a Senior Associate at Broxton, in charge of trading and operations. Prior to joining Broxton, Mr. Feldman worked in film finance for a management and production company helping package and finance films utilizing equity funding, gap financing, tax advantaged incentives, and foreign pre-sales. He began his career at KMPG doing middle market valuations and mergers and acquisitions advisory work.

JJ Feldman was born in 1977. He graduated Cum Laude from the University of Miami in 1997 with a BA degree in Finance. He holds a Series 65 Investment Advisor license.

Broxton Capital Advisors LLC, Senior Associate, May 2008 to present.

Pearl Pictures, Director of Finance, January 2004 to April 2008.

3. Patrick Chandler

Patrick Chandler is a Senior Associate at Broxton, handling portfolio administration and marketing. Prior to joining Broxton, Mr. Chandler spent over twenty years in newspaper advertising and real estate development and finance.

Patrick Chandler was born in 1966. He graduated from the University of Southern California in 1989 with a BA degree in History. He holds a Series 65 Investment Advisor license.

Broxton Capital Advisors LLC, Senior Associate, August 2009 to present.

Independent Consultant, July 2007 to July 2009.

Stratham Homes, development and finance, June 2003 to June 2007.

II. Disciplinary Information

1. Broxton Capital Advisors LLC has not been the subject of any legal claims or disciplinary events since inception in 2005.

III. Other Business Activities

1. Robert Allen Cooke is the principal owner of Utopa Software Company LLC, a development stage point-of-sale software company established in March, 2005. Utopa is a private company and is not listed on any exchange, any shares issued are deemed illiquid. In the past, clients of Broxton have been solicited to invest in Utopa through a private offering memorandum. Allen Cooke did not receive any compensation from the placement of shares or member interests from Utopa. . To the extent that Allen Cooke is involved with Utopa presents a potential conflict of interest for his time and attention.

2. Starting in November, 2007, Robert Allen Cooke was the manager of the Westwood Strategic Opportunity Fund (WSOF), a short term trading, pooled investment fund. The WSOF fund had been offered to a limited number of Broxton clients. All positions were closed out in December, 2010 and proceeds were returned to clients' advisory accounts in March, 2011 after a final accounting, in order to avoid any conflicts of interest.

IV. Additional Compensation

Not applicable.

V. Supervision

Robert Allen Cooke, Managing Partner, is responsible for supervising the advisory activities of those at Broxton. He has established standards of conduct and written procedures for managers and employees. He is also Portfolio manager and monitors the advice given to clients by selecting the securities comprising account holdings, by reviewing monthly client statements,

and by conducting quarterly reviews of firm activities. Allen Cooke can be contacted at telephone (310) 208-2151 and FAX (310) 208-2228.