

Item 1 - Cover Page



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February 17, 2012 Brochure

This brochure provides information about the qualifications and business practices of Indie Asset Partners, LLC ("Indie"). If you have any questions about the contents of this brochure, please contact us at (317) 428-6600 or ggaynor@indieasset.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state authority.

Additional information about Indie also is available on the SEC's website at **www.AdviserInfo.sec.gov**.

Item 2 - Summary of Material Changes

As you may be aware, the format that registered investment advisers are required to use in order to inform clients of the nature of advisory services provided, types of clients served, fee charged, potential conflicts of interest and other information has changed. In the past, we were only required to offer you our updated brochure on an annual basis. Under the new rules, we are required to annually provide each client with these amended disclosures, rather than merely making the offer. The new format of the complete brochure includes a Summary of Material Changes (the "Summary") reflecting any changes to our policies, practices, or conflicts of interest made since our last required filing, dated August 2, 2011.

Set forth below is the Summary of Material Changes for Indie:

Date of Change	Description of Item
July 2011	We now provide investment management services to the Indie Diversified Asset Fund, L.P. (see <i>Advisory Business, Fees and Compensation, and Performance-Based Fees</i> sections regarding this material change).
December 2011	Grady Gaynor is now the Chief Compliance Officer of Indie Asset Partners (see <i>Brochure Supplement</i> for additional information)

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Item 4 - Advisory Business

General Information

Indie Asset Management, LLC was formed in 2010 and provides financial planning and portfolio management services to its clients. At the outset of each client relationship, Indie spends time with the client, asking questions, discussing the client's investment experience and financial circumstances, and reviewing options for the client. Based on its reviews, Indie generally develops with each client:

- a financial outline for the client based on the client's financial circumstances and goals, and the client's risk tolerance level (the "Financial Profile"); and
- the client's investment objectives and guidelines (the "Investment Plan").

The Financial Profile is a reflection of the client's current financial picture and a look to the future goals of the client. The Investment Plan outlines the types of investments Indie will make on behalf of the client in order to meet those goals. The Profile and the Plan are discussed regularly with each client, but are not necessarily written documents.

Financial Planning

Indie offers financial planning services to those clients in need of such service in conjunction with Portfolio Management services. Indie's financial planning services normally address areas such as general cash flow planning, retirement planning, and insurance analysis. The goal of this service is to assess the financial circumstances of the client in order to more effectively develop the client's Investment Plan. Financial Planning is not offered as a stand-alone service or for a separate fee, but is typically provided in conjunction with the management of the portfolio.

Portfolio Management

As described above, at the beginning of a client relationship, Indie meets with the client, gathers information, and performs research and analysis as necessary to develop the client's Investment Plan. The Investment Plan will be updated from time to time when requested by the client, or when determined to be necessary or advisable by Indie based on updates to the client's financial or other circumstances.

To implement the client's Investment Plan, Indie will manage the client's investment portfolio on a discretionary basis or a non-discretionary basis. As a discretionary investment adviser, Indie will have the authority to supervise and direct the portfolio without prior consultation with the client. Clients who choose a non-discretionary arrangement must be contacted prior to the execution of any trade in the account(s) under management. This may result in a delay in executing recommended trades, which could adversely affect the performance of the portfolio. This delay also normally means the affected account(s) will not be able to participate in block trades, a practice designed to enhance the execution quality, timing and/or cost for all accounts included in the block. In a non-discretionary arrangement, the client retains the responsibility for the final decision on all actions taken with respect to the portfolio.

Notwithstanding the foregoing, clients may impose certain written restrictions on Indie in the management of their investment portfolios, such as prohibiting the inclusion of certain types of investments (e.g., "sin stocks") in an investment portfolio or prohibiting the sale of certain investments held in the account at the commencement of the relationship. Each client should note, however, that restrictions imposed by a client may adversely affect the composition and performance of the client's investment portfolios. Each client should also note that his or her

investment portfolio is treated individually by giving consideration to each purchase or sale for the client's account. For these and other reasons, performance of client investment portfolios within the same investment objectives, goals and/or risk tolerance may differ and clients should not expect that the composition or performance of their investment portfolios would necessarily be consistent with similar clients of Indie.

Fund Management

Indie has been retained by Indie Diversified Partners, LLC, the General Partner of the Indie Diversified Asset Fund, L.P. ("the Fund"), to provide investment advisory services to the Fund. As an affiliate of Indie Diversified Partners, LLC and the investment manager of the Fund, Indie has a financial interest in the Fund. Please see ***Other Financial Industry Activities and Affiliations*** for more information.

Principal Owners

Joseph C. LaMagna, Jay A. Brammer and Grady J. Gaynor are the owners of Indie. Please see ***Brochure Supplements***, Appendix A, for more information regarding these principal owners and other individuals who formulate investment advice and have direct contact with clients, or have discretionary authority over client accounts.

Type and Value of Assets Currently Managed

As of December 31, 2011, Indie managed \$61,817,456 on a discretionary basis, and \$28,950,000 of assets on a non-discretionary basis.

Item 5 - Fees and Compensation

General Fee Information

Fees paid to Indie are exclusive of all custodial and transaction costs paid to the client's custodian, brokers or other third party consultants. Fees paid to Indie are also separate and distinct from the fees and expenses charged by mutual funds, ETFs (exchange traded funds) or other investment pools to their shareholders (generally including a management fee and fund expenses, as described in each fund's prospectus or offering materials). The client should review all fees charged by funds, brokers, Indie and others to fully understand the total amount of fees paid by the client for investment and financial-related services.

Portfolio Management Fees

The annual fee schedule, based on a percentage of assets under management, is as follows:

First \$1,000,000	1.00%
Next \$1,500,000	0.80%
Next \$2,500,000	0.65%
Balance over \$5,000,000	0.50%

Indie may impose a minimum portfolio value and/or a minimum annual fee. Indie may, at its discretion, make exceptions to the foregoing or negotiate special fee arrangements where Indie deems it appropriate under the circumstances.

Portfolio management fees are generally payable quarterly, in advance. If management begins after the start of a quarter, fees will be prorated accordingly. Fees are normally debited directly from client account(s), unless other arrangements are made.

Either Indie or the client may terminate their Investment Management Agreement at any time, subject to any written notice requirements in the agreement. In the event of termination, any paid but unearned fees will be promptly refunded to the client, and any fees due to Indie from the client will be invoiced or deducted from the client's account prior to termination.

Fund Fees

From time to time, as appropriate and in accordance with the established Investment Plan and risk tolerance of certain of Indie's clients, Indie may recommend investment in the Fund. In such instances, clients do not pay a fee to Indie on those assets in the Fund, but are only assessed the Fund's fee on those assets. As an affiliate of Indie Diversified Partners, LLC and the investment manager to the Fund, Indie therefore has a financial interest in the Fund.

Clients investing in the Fund are assessed a fee that is a percentage of assets as described in the Fund's private placement memorandum. In addition, Indie generally will receive from the Fund a performance allocation ("Performance Allocation") from investors' accounts, equal to a percentage of the net profits for the investor, subject to a loss carryforward provision (often referred to as a "High Water Mark") so that prior losses are recovered before any Performance Allocation is made, all as described in the Fund's private placement memorandum. Please see ***Performance-Based Fees and Side-By-Side Management*** below for more information.

Other Compensation

Certain Principals and employees of Indie maintain licenses with various life and disability insurance companies in order to offer such insurance products to clients as a convenience to those clients with insurance needs. As such, they may receive compensation based on insurance sales. Such compensation is disclosed to the client in advance. Appropriate state or other regulatory agency registrations and filings are properly maintained.

Item 6 - Performance-Based Fees and Side-By-Side Management

As noted above, Indie may recommend that clients invest in the Fund, which has a performance fee component. A performance arrangement is one in which a client is assessed a percentage of the net profits of the client's investment portfolio. The General Partner is paid performance-based fees by the Fund on gains each year, and such performance-based fee may be passed on in whole or in part to Indie. However, if a portfolio subject to such a fee arrangement declines in value, no performance fee will be charged until prior losses have been recouped.

Performance-based fee arrangements are only available to clients who meet the eligibility requirements of Rule 205-3 under the Investment Advisers Act of 1940. The minimum requirements under the rule state that the client generally is not eligible unless he/she has at least \$1,000,000 under management with Indie or has a net worth of at least \$2,000,000. Performance-based fees are calculated and assessed in arrears, and the client should carefully review the fee calculations for accuracy.

Performance-based fee arrangements may create certain conflicts of interest for Indie. For example, performance-based fee arrangements may create an incentive for Indie to take more risk in a portfolio than Indie would otherwise take in a non-performance fee based account. In addition, Indie may have an incentive to favor performance-based accounts by placing trades for these accounts before non-performance fee based accounts.

Item 7 - Types of Clients

Indie serves individuals, trusts, estates, pension and profit-sharing plans, and corporations. Indie may impose a minimum portfolio value and/or a minimum annual fee for conventional investment advisory services. Under certain circumstances and in its sole discretion, Indie may negotiate such minimums.

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

Methods of Analysis

Indie primarily invests client accounts in ETF's and individual stocks, and to a more limited degree may also utilize fixed income securities and alternative investments. Mutual funds are generally not used, although some legacy positions previously owned by the client may be incorporated into the Investment Plan.

In making selections of individual stocks for client portfolios, Indie focuses on the following types of analysis:

Fundamental Analysis – involves review of the business and financial information about an issuer. Without limitation, the following factors generally will be considered:

- Financial strength ratios;
- Price-to-earnings ratios;
- Dividend yields; and
- Growth rate-to-price earnings ratios

Technical Analysis – involves studying past price patterns and trends in the financial markets to predict the direction of both the overall market and specific stocks.

Charting Analysis – involves gathering and processing price and volume information for a particular security. Indie's charting analysis normally includes, without limitation:

- mathematical analysis;
- graphing charts; and estimations of future price movements based on perceived patterns and trends.

ETFs and, to the extent used mutual funds, are generally evaluated and selected based on a variety of factors, including, without limitation, past performance, fee structure, portfolio manager, fund sponsor, overall ratings for safety and returns, and other factors.

Fixed income investments may be used as a strategic investment, as an instrument to fulfill liquidity or income needs in a portfolio, or to add a component of capital preservation. Indie may evaluate and select individual bonds or bond funds based on a number of factors including, without limitation, rating, yield and duration.

Investment Strategies

Indie's strategic approach is to invest each portfolio in accordance with the Plan that has been developed specifically for each client. This means that the following strategies may be used in varying combinations over time for a given client, depending upon the client's individual circumstances.

Long Term Purchases – securities purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.

Short Term Purchases – securities purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short term price fluctuations.

Short Sales – a securities transaction in which an investor sells securities he or she borrowed in anticipation of a price decline. The investor is then required to return an equal number of shares at some point in the future. A short seller will profit if the stock goes down in price.

Margin Transactions – a securities transaction in which an investor borrows money to purchase a security, in which case the security serves as collateral on the loan.

Fund Strategy

The investment strategy of the Fund is outlined in the Fund's Private Offering Memorandum.

Risk of Loss

While Indie seeks to diversify clients' investment portfolios across various asset classes consistent with their Investment Plans in an effort to reduce risk of loss, all investment portfolios are subject to risks. Accordingly, there can be no assurance that client investment portfolios will be able to fully meet their investment objectives and goals, or that investments will not lose money.

Below is a description of several of the principal risks that client investment portfolios face.

Management Risks. While Indie manages client investment portfolios based on Indie's experience, research and proprietary methods, the value of client investment portfolios will change daily based on the performance of the underlying securities in which they are invested. Accordingly, client investment portfolios are subject to the risk that Indie allocates assets to asset classes that are adversely affected by unanticipated market movements, and the risk that Indie's specific investment choices could underperform their relevant indexes.

Risks of Investments in Mutual Funds, ETFs and Other Investment Pools. As described above, Indie may invest client portfolios in mutual funds, ETFs and other investment pools ("pooled investment funds"). Investments in pooled investment funds are generally less risky than investing in individual securities because of their diversified portfolios; however, these investments are still subject to risks associated with the markets in which they invest. In addition, pooled investment funds' success will be related to the skills of their particular managers and their performance in managing their funds. Pooled investment funds are also subject to risks due to regulatory restrictions applicable to registered investment companies under the Investment Company Act of 1940.

Equity Market Risks. Indie will usually invest portions of client assets directly into equity investments, primarily stocks, or into pooled investment funds that invest in the stock market. As noted above, while pooled investments have diversified portfolios that may make them less risky than investments in individual securities, funds that invest in stocks and other equity securities are nevertheless subject to the risks of the stock market. These risks include, without limitation, the risks that stock values will decline due to daily fluctuations in the markets, and that stock values

will decline over longer periods (e.g., bear markets) due to general market declines in the stock prices for all companies, regardless of any individual security's prospects.

Fixed Income Risks. Indie may invest portions of client assets directly into fixed income instruments, such as bonds and notes, or may invest in pooled investment funds that invest in bonds and notes. While investing in fixed income instruments, either directly or through pooled investment funds, is generally less volatile than investing in stock (equity) markets, fixed income investments nevertheless are subject to risks. These risks include, without limitation, interest rate risks (risks that changes in interest rates will devalue the investments), credit risks (risks of default by borrowers), or maturity risk (risks that bonds or notes will change value from the time of issuance to maturity).

Foreign Securities Risks. Indie may invest portions of client assets into pooled investment funds that invest internationally. While foreign investments are important to the diversification of client investment portfolios, they carry risks that may be different from U.S. investments. For example, foreign investments may not be subject to uniform audit, financial reporting or disclosure standards, practices or requirements comparable to those found in the U.S. Foreign investments are also subject to foreign withholding taxes and the risk of adverse changes in investment or exchange control regulations. Finally, foreign investments may involve currency risk, which is the risk that the value of the foreign security will decrease due to changes in the relative value of the U.S. dollar and the security's underlying foreign currency.

Item 9 - Disciplinary Information

Indie has no disciplinary events to report.

Item 10 - Other Financial Industry Activities and Affiliations

Indie Diversified Partners, LLC, an affiliate of Indie, is the General Partner of Indie Diversified Asset Fund (the "Fund"). Indie has been retained by Indie Diversified Partners, LLC to provide investment advisory services to the Fund. From time to time, as appropriate and in accordance with the established investment objectives and risk tolerance of certain of Indie's clients, Indie may recommend investment in the Fund. In such instances, clients do not pay a fee to Indie on those assets in the Fund, but are only assessed the Fund's fee on those assets. As an affiliate of Indie Diversified Partners, LLC and the investment manager of the Fund, Indie has a financial interest in the Fund.

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

Code of Ethics and Personal Trading

Indie has adopted a Code of Ethics ("the Code"), the full text of which is available to you upon request. Indie's Code has several goals. First, the Code is designed to assist Indie in complying with applicable laws and regulations governing its investment advisory business. Under the Investment Advisers Act of 1940, Indie owes fiduciary duties to its clients. Pursuant to these fiduciary duties, the Code requires Indie associated persons to act with honesty, good faith and fair dealing in working with clients. In addition, the Code prohibits associated persons from trading or otherwise acting on insider information.

Next, the Code sets forth guidelines for professional standards for Indie's associated persons (managers, officers and employees). Under the Code's Professional Standards, Indie expects its associated persons to put the interests of its clients first, ahead of personal interests. In this regard,

Indie associated persons are not to take inappropriate advantage of their positions in relation to Indie clients.

Third, the Code sets forth policies and procedures to monitor and review the personal trading activities of associated persons. From time to time Indie's associated persons may invest in the same securities recommended to clients. Under its Code, Indie has adopted procedures designed to reduce or eliminate conflicts of interest that this could potentially cause. The Code's personal trading policies include procedures for limitations on personal securities transactions of associated persons, reporting and review of such trading and pre-clearance of certain types of personal trading activities. These policies are designed to discourage and prohibit personal trading that would disadvantage clients. The Code also provides for disciplinary action as appropriate for violations.

Participation or Interest in Client Transactions

Because associated persons may invest in the same securities as those purchased in client accounts, Indie has established a policy requiring its associated persons to pre-clear transactions in these securities with the Chief Compliance Officer. The goal of this policy is to avoid any conflict of interest that may present itself in these situations. Certain securities, such as CD's, treasury obligations and open-end mutual funds are exempt from this pre-clearance requirement. However, in the event of other identified potential trading conflicts of interest, Indie's goal is to place client interests first.

Consistent with the foregoing, Indie maintains policies regarding participation in initial public offerings (IPOs) and private placements in order to comply with applicable laws and avoid conflicts with client transactions. If associated persons trade with client accounts (e.g., in a bundled or aggregated trade), and the trade is not filled in its entirety, the associated person's shares will be removed from the block, and the balance of shares will be allocated among client accounts in accordance with Indie's written policy.

Item 12 - Brokerage Practices

Best Execution and Benefits of Brokerage Selection

When given discretion to select the brokerage firm that will execute orders in client accounts, Indie seeks "best execution" for client trades, which is a combination of a number of factors, including, without limitation, quality of execution, services provided and commission rates. Therefore, Indie may use or recommend the use of brokers who do not charge the lowest available commission in the recognition of research and securities transaction services, or quality of execution. Research services received with transactions may include proprietary or third party research (or any combination), and may be used in servicing any or all of Indie's clients. Therefore, research services received may not be used for the account for which the particular transaction was effected.

Indie may recommend that clients establish brokerage accounts with the Schwab Advisor Services division of Charles Schwab & Co., Inc. (Schwab), a FINRA registered broker-dealer, member SIPC, to maintain custody of clients' assets. Indie may also effect trades for client accounts at Schwab, or may in some instances, consistent with Indie's duty of best execution and specific agreement with each client, elect to execute trades elsewhere. Although Indie may recommend that clients establish accounts at Schwab, it is ultimately the client's decision to custody assets with Schwab. Indie is independently owned and operated and is not affiliated with Schwab.

Schwab provides Indie with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them so long as Indie maintains a pre-established minimum amount of client assets in accounts at Schwab Advisor Services. Schwab's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For Indie client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts. Schwab Advisor Services also makes available to Indie other products and services that benefit Indie but may not directly benefit its clients' accounts. Many of these products and services may be used to service all or some substantial number of Indie accounts, including accounts not maintained at Schwab.

Schwab's products and services that assist Indie in managing and administering clients' accounts include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide research, pricing and other market data; (iv) facilitate payment of Indie's fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Schwab Advisor Services also offers other services intended to help Indie manage and further develop its business enterprise. These services may include: (i) compliance, legal and business consulting; (ii) publications and conferences on practice management and business succession; and (iii) access to employee benefits providers, human capital consultants and insurance providers. Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to Indie. Schwab Advisor Services may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to Indie. Schwab Advisor Services may also provide other benefits such as educational events or occasional business entertainment of Indie personnel. In evaluating whether to recommend that clients custody their assets at Schwab, Indie may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors it considers and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

Directed Brokerage

Clients may direct Indie to use a particular broker for custodial or transaction services on behalf of the client's portfolio. In directed brokerage arrangements, the client is responsible for negotiating the commission rates and other fees to be paid to the broker. Accordingly, a client who directs brokerage should consider whether such designation may result in certain costs or disadvantages to the client, either because the client may pay higher commissions or obtain less favorable execution, or the designation limits the investment options available to the client.

The arrangement that Indie has with Schwab is designed to maximize efficiency and to be cost effective. By directing brokerage arrangements, the client acknowledges that these economies of scale and levels of efficiency are generally compromised when alternative brokers are used. While every effort is made to treat clients fairly over time, the fact that a client chooses to use the brokerage and/or custodial services of these alternative service providers may in fact result in a

certain degree of delay in executing trades for their account(s) and otherwise adversely affect management of their account(s).

By directing Indie to use a specific broker or dealer, clients who are subject to ERISA confirm and agree with Indie that they have the authority to make the direction, that there are no provisions in any client or plan document which are inconsistent with the direction, that the brokerage and other goods and services provided by the broker or dealer through the brokerage transactions are provided solely to and for the benefit of the client's plan, plan participants and their beneficiaries, that the amount paid for the brokerage and other services have been determined by the client and the plan to be reasonable, that any expenses paid by the broker on behalf of the plan are expenses that the plan would otherwise be obligated to pay, and that the specific broker or dealer is not a party in interest of the client or the plan as defined under applicable ERISA regulations.

Aggregated Trade Policy

Indie may enter trades as a block where possible and when advantageous to clients whose accounts have a need to buy or sell shares of the same security. This blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple client accounts, so long as transaction costs are shared equally and on a pro-rata basis between all accounts included in any such block. Block trading allows Indie to execute equity trades in a timelier, equitable manner, and may reduce overall costs to clients.

Indie will only aggregate transactions when it believes that aggregation is consistent with its duty to seek best execution (which includes the duty to seek best price) for its clients, and is consistent with the terms of Indie's Investment Advisory Agreement with each client for which trades are being aggregated. No advisory client will be favored over any other client; each client that participates in an aggregated order will participate at the average share price for all Indie's transactions in a given security on a given business day, with transaction costs generally shared pro-rata based on each client's participation in the transaction. On occasion, owing to the size of a particular account's pro rata share of an order or other factors, the commission or transaction fee charged could be above or below a breakpoint in a pre-determined commission or fee schedule set by the executing broker, and therefore transaction charges may vary slightly among accounts. Accounts may be excluded from a block due to tax considerations, client direction or other factors making the account's participation ineligible or impractical.

Indie will prepare, before entering an aggregated order, a written statement ("Allocation Statement") specifying the participating client accounts and how it intends to allocate the order among those clients. If the aggregated order is filled in its entirety, it will be allocated among clients in accordance with the Allocation Statement. If the order is partially filled, it will generally be allocated pro-rata, based on the Allocation Statement, or randomly in certain circumstances. Notwithstanding the foregoing, the order may be allocated on a basis different from that specified in the Allocation Statement if all client accounts receive fair and equitable treatment, and the reason for different allocation is explained in writing and is approved by an appropriate individual/officer of Indie. Indie's books and records will separately reflect, for each client account included in a block trade, the securities held by and bought and sold for that account. Funds and securities of clients whose orders are aggregated will be deposited with one or more banks or broker-dealers, and neither the clients' cash nor their securities will be held collectively any longer than is necessary to settle the transaction on a delivery versus payment basis; cash or securities held collectively for clients will be delivered out to the custodian bank or broker-dealer as soon as practicable following the settlement, and Indie will receive no additional compensation or remuneration of any kind as a result of the proposed aggregation.

Item 13 - Review of Accounts

Managed portfolios are reviewed at least quarterly, but may be reviewed more often if requested by the client, upon receipt of information material to the management of the portfolio, or at any time such review is deemed necessary or advisable by Indie. These factors may include but are not limited to, the following: change in general client circumstances (marriage, divorce, retirement); or economic, political or market conditions. Grady J. Gaynor, CEO/CCO, Jay Brammer, Chairman, and Joseph LaMagna, Executive Vice President, all review accounts.

Account custodians are responsible for providing monthly or quarterly account statements which reflect the positions (and current pricing) in each account as well as transactions in each account, including fees paid from an account. Account custodians also provide prompt confirmation of all trading activity, and year-end tax statements, such as 1099 forms. In addition, Indie provides at least an annual report for each managed portfolio. This written report normally includes a summary of portfolio holdings and performance results. Additional reports are available at the request of the client.

Item 14 - Client Referrals and Other Compensation

As noted above, Indie may receive some benefits from Schwab based on the amount of client assets held at Schwab. Please see ***Brokerage Practices*** for more information. However, neither Schwab nor any other party is paid to refer clients to Indie.

Item 15 - Custody

Schwab is the custodian of nearly all client accounts at Indie. From time to time however, clients may select an alternate broker to hold accounts in custody. In any case, it is the custodian's responsibility to provide clients with confirmations of trading activity, tax forms and at least quarterly account statements. Clients are advised to review this information carefully, and to notify Indie of any questions or concerns. Clients are also asked to promptly notify Indie if the custodian fails to provide statements on each account held.

From time to time and in accordance with Indie's agreement with clients, Indie will provide additional reports. The account balances reflected on these reports should be compared to the balances shown on the brokerage statements to ensure accuracy. There may at times be small differences due to the timing of dividend reporting and pending trades.

Item 16 - Investment Discretion

As described in the ***Advisory Business*** section, Indie will accept clients on either a discretionary or non-discretionary basis. For *discretionary accounts*, a Limited Power of Attorney ("LPOA") is executed by the client, giving Indie the authority to carry out various activities in the account, generally including the following: trade execution; the ability to request checks on behalf of the client; and, the withdrawal of advisory fees directly from the account. Indie then directs investment of the client's portfolio using its discretionary authority. The client may limit the terms of the LPOA to the extent consistent with the client's investment advisory agreement with Indie and the requirements of the client's custodian.

For *non-discretionary* accounts, the client also generally executes an LPOA, which allows Indie to carry out trade recommendations and approved actions in the portfolio. However, in accordance with the investment advisory agreement between Indie and the client, Indie does not implement

trading recommendations or other actions in the account unless and until the client has approved the recommendation or action. As with discretionary accounts, clients may limit the terms of the LPOA, subject to Indie's agreement with the client and the requirements of the client's custodian.

Item 17 - Voting Client Securities

As a policy and in accordance with Indie's client agreement, Indie does not vote proxies related to securities held in client accounts. The custodian of the account will normally provide proxy materials directly to the client. Clients may contact Indie with questions relating to proxy procedures and proposals; however, Indie generally does not research particular proxy proposals.

Item 18 - Financial Information

Indie does not require nor solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, and therefore has no disclosure required for this item.

Brochure Supplement for

Jay A. Brammer

CRD# 5826481

of

Indie Asset Partners, LLC

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(317) 428-6600

www.IndieAsset.com

December 21, 2011

This brochure supplement provides information about Jay Brammer, and supplements the Indie Asset Partners, LLC ("Indie") brochure. You should have received a copy of that brochure. Please contact Indie at (317) 428-6600 if you did not receive Indie's brochure, or if you have any questions about the contents of this supplement.

Additional information about Jay Brammer is available on the SEC's website at
www.AdviserInfo.sec.gov.

Educational Background and Business Experience

Jay A. Brammer (year of birth 1957) is the Chairman of Indie Asset Partners, LLC. Jay graduated with a BS from Indiana University in 1981.

Jay has been the President of Gibraltar Remembrance Services since the company was founded in 2005. The company owns and operates cemetery/funeral businesses with over 300 employees and has \$30 million in annual revenue. He has been the President of Gibraltar Properties since 1995, a company that owns and manages over 600,000 square feet of office and triple net lease properties, and is on the board of Gibraltar Design, an architectural firm with over 50+ employees.

Jay has been the past President of the Indiana Cemetery Association, and currently serves as a Board Member and Treasurer of the International Cemetery and Funeral Association. He is also a current Board Member and Fundraising Chairman of the Coach Alonzo Watford Inner City Football League. Jay is the current Fundraising Chairman for the Lawrence Central Performing Arts Association.

Disciplinary Information

There is no disciplinary information to report regarding Jay.

Other Business Activities

Jay spends approximately two to four hours per day as the President of Gibraltar Remembrance Services, LLC. The company owns and operates cemetery/funeral businesses with over 300 employees and has \$30 million in annual revenue.

Additional Compensation

Other than income from the business above, Jay has no other income or compensation to disclose.

Supervision

Jay Brammer is the Chairman and co-owner of Indie, Grady Gaynor is CEO/CCO and co-owner of Indie, and Joseph LaMagna is the Executive Vice President and co-owner of Indie. All of these individuals serve on the investment committee.

Overall investment decisions are made as a team by the investment committee, and portfolio activity based on these decisions will be carried out by Grady Gaynor, as assisted by other staff members of the firm.

Grady Gaynor as Chief Compliance Officer is responsible to provide supervisory oversight to the staff; however, Grady also participates as a team member in the investment and trading processes. Grady may be contacted at the phone number as shown on the cover page.

Brochure Supplement for

Grady J. Gaynor

CRD# 4098375

of

Indie Asset Partners, LLC

3925 River Crossing Parkway
Suite 100
Indianapolis, Indiana 46240

(317) 428-6600

www.IndieAsset.com

December 21, 2011

This brochure supplement provides information about Grady Gaynor, and supplements the Indie Asset Partners, LLC ("Indie") brochure. You should have received a copy of that brochure. Please contact Indie at (317) 428-6600 if you did not receive Indie's brochure, or if you have any questions about the contents of this supplement.

Additional information about Grady Gaynor is available on the SEC's website at www.AdviserInfo.sec.gov.

Educational Background and Business Experience

Grady J. Gaynor (year of birth 1969) is the CEO/CCO of Indie Asset Partners, LLC. Grady graduated from Bellarmine University with a BA in Business Administration in 1991.

Grady has over twenty years experience in the financial services and banking industry. In 2005, he formed Chamberlain Wealth Management, a wealth advisory firm that focused primarily on helping high net worth families achieve their financial goals.

In his spare time, Grady is active in youth baseball and basketball and enjoys spending time with his wife Robin and their 6 kids. Grady resides in Carmel and is a member of Our Lady of Mt. Carmel Catholic Church.

Disciplinary Information

There is no disciplinary information to report regarding Grady.

Other Business Activities

Grady maintains licenses with various life and disability insurance companies in order to offer such insurance products to clients as a convenience to those clients with insurance needs. As such, they may receive compensation based on insurance sales. Such compensation is disclosed to the client in advance. Appropriate state or other regulatory agency registrations and filings are properly maintained.

Other than selling insurance products, Grady is not engaged in any other business activities.

Additional Compensation

Other than the possibility of insurance commissions disclosed above, Grady has no other income or compensation to disclose.

Supervision

Jay Brammer is the Chairman and co-owner of Indie, Grady Gaynor is the CEO/CCO and co-owner of Indie, and Joseph LaMagna is the Executive Vice President and co-owner of Indie. All of these individuals serve on the investment committee.

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Grady Gaynor as Chief Compliance Officer is responsible to provide supervisory oversight to the staff; however, Grady also participates as a team member in the investment and trading processes. Grady may be contacted at the phone number as shown on the cover page.

Brochure Supplement for

Joseph C. LaMagna

CRD# 2275636

of

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December 21, 2011

This brochure supplement provides information about Joe LaMagna, and supplements the Indie Asset Partners, LLC ("Indie") brochure. You should have received a copy of that brochure. Please contact Indie at (317) 428-6600 if you did not receive Indie's brochure, or if you have any questions about the contents of this supplement.

Additional information about Joe LaMagna is available on the SEC's website at
www.AdviserInfo.sec.gov.

Educational Background and Business Experience

Joseph C. LaMagna (year of birth 1957) is the Executive Vice President of Indie Asset Partners, LLC. Joe received his BBA in Accounting from The George Washington University in 1979.

Joe began his professional career as a Certified Public Accountant* (CPA) with Arthur Young & Company and served as a Manager for both their Pittsburgh and National offices before moving into the investment banking industry. Joe became the Controller, then Chief Financial Officer, of American Savings Bank (White Plains, New York), where he was responsible for management of a \$1 billion fixed income and mortgage security portfolio. In 1994, Joe moved to Indianapolis with Anthem, Inc., where he utilized his investment banking background in helping Anthem with their diversification programs. This eventually led to his founding and operating a medical coding and billing business for Anthem that grew to become one of the largest participants in its industry. Joe left Anthem, and along with Jay Brammer (Chairman of Indie) founded another medical billing company, Meddata, Inc. (formerly Prime Receivables, LLC) in which they were partners. Joe and Jay sold this company in 2007.

Joe enjoys golf, coaching youth basketball and paying tuitions for his five children. He has been married for over 20 years.

*A CPA is a Certified Public Accountant. ALL CPA candidates must pass the Uniform CPA Examination to qualify for a CPA certificate and license to practice public accounting. While the exam is the same regardless of where it is taken, every state/jurisdiction has its own set of education and experience requirements that individuals must meet. However, most states require at least a bachelor's degree and a concentration in accounting, and at least one year public accounting experience under the supervision of or verification by a CPA. Once the designation is attained, the CPA is required to meet continuing education requirements.

Disciplinary Information

There is no disciplinary information to report regarding Joe.

Other Business Activities

Joe is not engaged in any other business activities.

Additional Compensation

Joe has no other income or compensation to disclose.

Supervision

Jay Brammer is the Chairman and co-owner of Indie, Grady Gaynor is CEO/CCO and co-owner of Indie, and Joseph LaMagna is the Executive Vice President and co-owner of Indie. All of these individuals serve on the investment committee.

Overall investment decisions are made as a team by the investment committee, and portfolio activity based on these decisions will be carried out by Grady Gaynor, as assisted by other staff members of the firm.

Grady Gaynor as Chief Compliance Officer is responsible to provide supervisory oversight to the staff; however, Grady also participates as a team member in the investment and trading processes. Grady may be contacted at the phone number as shown on the cover page.