

**ITEM 1. COVER PAGE FOR  
PART 2A OF FORM ADV:  
FIRM BROCHURE  
FEBRUARY 2014**



**OLD FORT PARTNERS LTD.**

**OFFICES AT OLD FORT, BUILDING FOUR  
WESTERN ROAD, LYFORD CAY  
NASSAU, THE BAHAMAS**

**FIRM CONTACT: C. JAMES SCHAEFER, CEO AND CHIEF COMPLIANCE  
OFFICER**

**FIRM WEBSITE ADDRESS: WWW.OLDFORTPARTNERS.COM**

This brochure provides information about the qualifications and business practices of Old Fort Partners Ltd. If you have any questions about the contents of this brochure, please contact Mr. Schaefer, CEO and Chief Compliance Officer by telephone at (242) 362-6900 or email at [cjames.schaefer@oldfortpartners.com](mailto:cjames.schaefer@oldfortpartners.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 Old Fort Partners Ltd. also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

Please note that the use of the term "registered investment adviser" and description of Old Fort Partners Ltd. and/or our associates as "registered" does not imply a certain level of skill or training. You are encouraged to review this Brochure and Brochure Supplements for our firm's associates who advise you for more information on the qualifications of our firm and our employees.

## **Item 2. Material Changes**

**Old Fort Partners Ltd.** is required to advise you that we have not made any material changes to our Firm Brochure (“Brochure”) since our last annual updating amendment on January 18, 2013.

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#### **Item 4. Advisory Business**

We specialize in recommending clients to appropriate third party money managers. It should be noted that assets managed by third party money managers are not included within our assets under management.

Our firm is an international business company formed in the Province of New Providence in the Bahamas. Our firm has been in business as an international business company since 2011 in the Bahamas and an investment adviser since 2012 in the U.S. Old Fort Partners Ltd. is owned by Roberto Motta Stanziola.

Our firm's expertise in selecting globally diversified portfolios primarily utilizing exchange traded funds enables other registered investment advisers ("third party money managers") to hire us to recommend third party money managers which manage investment portfolios consisting of equities, fixed income instruments, mutual funds, exchange traded funds and other securities for a percentage of assets. Third party money managers typically gather information from clients about their financial situation, investment objectives, and reasonable restrictions they can impose on the management of the account, which are often very limited. It is important to note that clients directly engage the third party money manager. We are only engaged by the third party money manager and do not offer investment advice to the clients of third party money managers. Third party money managers may allow clients to impose restrictions on investing in certain securities. Our firm does not manage assets and do not offer wrap fee programs.

#### **Item 5. Fees and Compensation**

We are paid a portion of the clients total investment advisory fee paid by the client to a third party money manager. Fees paid to us by third party money manager are generally ongoing. All fees we receive from third party money managers and the written separate disclosures made to clients regarding these fees comply with applicable federal and state statutes and rules. It is the responsibility of the third party money managers to provide their clients with the required written disclosures, including a copy of their Form ADV Part 2, all relevant Brochures, a Solicitation Disclosure Statement detailing the exact fees we are paid and a copy of their privacy policy.

Third party money managers establish and maintain their own separate billing processes which we have no control over. In general, they will directly bill their clients and describe to them how this works in their separate written disclosure documents.

Our firm's fees are paid by third party money managers according to their fee schedules as disclosed to their clients. We receive a portion of the third party money manager's total fee charged to their clients.

Your custodian should send statements at least quarterly to you showing all disbursements for your account, including the amount of the advisory fees paid to us.

Clients will incur transaction charges for trades executed in their accounts. These transaction fees are separate from third party money manager fees and will be disclosed by the firm that the trades are executed through. Also, clients will pay the following separately incurred expenses, which we do not receive any part of: charges imposed directly by a mutual fund, index fund, or exchange traded fund which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses).

Clients should check with third party money managers about their fee billing, refund and termination policies. We do not sell securities for a commission. In order to sell securities for a commission, we would need to have our associated persons registered with a broker-dealer. We have chosen not to do so.

#### **Item 6. Performance-Based Fees and Side-By-Side Management**

We do not charge performance fees to our clients.

#### **Item 7. Types of Clients and Account Requirements**

Our clients are banking, financial institutions and other investment advisers which buy and sell products for their clients. We do not open or maintain client accounts.

#### **Item 8. Methods of Analysis, Investment Strategies and Risk of Loss**

##### Methods of Analysis:

- Fundamental Factors and Conditions;
- Quantitative Ratings;
- Qualitative Assessments;
- Risk/Return Characteristics.

##### Investment Strategies we use:

All accounts are managed by third party money managers therefore we do not implement any investment strategies.

##### **Please note:**

Investing in securities involves risk of loss that clients should be prepared to bear. While the stock market may increase and your account(s) could enjoy a gain, it is also possible that the stock market may decrease and your account(s) could suffer a loss. It is important that you understand the risks associated with investing in the stock market, are appropriately diversified in your investments, and ask us any questions you may have. Clients are encouraged to check with their third party money manager about their cash management practices.

## **Item 9. Disciplinary Information**

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

## **Item 10. Other Financial Industry Activities and Affiliations**

Rob Jensen, our firm's president, is managing director of Old Fort Financial, a broker-dealer registered with the Securities Commission of the Bahamas. Our firm acting as a marketing distributor of investment products may solicit institutional clients with access to trading on a foreign exchange. Our firm will be compensated for marketing while affiliate, Old Fort Financial will collect reasonable commissions of which our firm does not receive any portion. Mr. Schaefer serves as Old Fort Financial Chief Operating Officer.

## **Item 11. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

We recognize that the personal investment transactions of members and employees of our firm demand the application of a high Code of Ethics and require that all such transactions be carried out in a way that does not endanger the interest of any client. At the same time, we believe that if investment goals are similar for clients and for members and employees of our firm, it is logical and even desirable that there be common ownership of some securities.

Therefore, in order to prevent conflicts of interest, we have in place a set of procedures (including a pre-clearing procedure) with respect to transactions effected by our members, officers and employees for their personal accounts<sup>1</sup>. In order to monitor compliance with our personal trading policy, we have a quarterly securities transaction reporting system for all of our associates.

Furthermore, our firm has established a Code of Ethics which applies to all of our associated persons. An investment adviser is considered a fiduciary. As a fiduciary, it is an investment adviser's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. We have a fiduciary duty to all clients. Our fiduciary duty is considered the core underlying principle for our Code of Ethics which also includes Insider Trading and Personal Securities Transactions Policies and Procedures. We require all of our supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment or affiliation and at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand, and agree to comply with our Code of Ethics. Our firm and supervised persons must conduct business in an honest, ethical, and fair manner and avoid all circumstances that might negatively affect or appear to affect our duty of complete loyalty to all clients. This disclosure is

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<sup>1</sup> For purposes of the policy, our associate's personal account generally includes any account (a) in the name of our associate, his/her spouse, his/her minor children or other dependents residing in the same household, (b) for which our associate is a trustee or executor, or (c) which our associate controls, including our client accounts which our associate controls and/or a member of his/her household has a direct or indirect beneficial interest in.

provided to give all clients a summary of our Code of Ethics. However, if a client or a potential client wishes to review our Code of Ethics in its entirety, a copy will be provided promptly upon request.

#### **Item 12. Brokerage Practices**

We do not maintain relationships with broker-dealers or recommend the use of any particular broker-dealer in regard to our advisory clients. Please refer to the disclosure brochure of the third party money managers for more information about these types of relationships.

#### **Item 13. Review of Accounts or Financial Plans**

We do not establish client accounts or advise on investments, therefore we do not review client accounts.

#### **Item 14. Client Referrals and Other Compensation**

We may pay referral fees (non-commission based) to independent solicitors (non-registered representatives) for the referral of their clients to our firm in accordance with Rule 206 (4)-3 of the Investment Advisers Act of 1940. Such referral fee represents a share of our investment advisory fee charged to our clients. This arrangement will not result in higher costs to you. In this regard, we maintain Solicitors Agreements in compliance with Rule 206 (4)-3 of the Investment Advisers Act of 1940 and applicable state and federal laws. All clients referred by Solicitors to our firm will be given full written disclosure describing the terms and fee arrangements between our firm and Solicitor(s). In cases where state law requires licensure of solicitors, we ensure that no solicitation fees are paid unless the solicitor is registered as an investment adviser representative of our firm. If we are paying solicitation fees to another registered investment adviser, the licensure of individuals is the other firm's responsibility.

#### **Item 15. Custody**

We do not have custody of client funds or securities. We encourage our clients to raise any questions with us about the custody, safety or security of their assets. The custodians, with which third party money managers do business, will send you independent account statements listing your account balance(s), transaction history and any fee debits or other fees taken out of your account.

#### **Item 16. Investment Discretion**

Generally, third party money managers maintain discretionary authority over the accounts they manage. In order for them to have discretionary authority over our clients' accounts, our clients must sign a discretionary investment advisory agreement with the third party money manager.

#### **Item 17. Voting Client Securities**

We do not and will not accept the proxy authority to vote client securities.

#### **Item 18. Financial Information**

We are not required to provide financial information in this Brochure because:

- We do not require the prepayment of more than \$1,200 in fees and six or more months in advance.
- We do not take custody of client funds or securities.
- We do not have a financial condition or commitment that impairs our ability to meet contractual and fiduciary obligations to clients.
- We have never been the subject of a bankruptcy proceeding.