

Item 1 – Cover Page

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This Brochure provides information about the qualifications and business practices of Sailer Financial, Inc. ("SFI"). If you have any questions about the contents of this Brochure, please contact us at telephone number 615-370-1253. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (the "SEC") or by any state securities authority.

SFI is a registered investment adviser. Registration as an investment adviser does not imply any level of skill or training. Additional information about SFI is available on the SEC's website at www.adviserinfo.sec.gov. The SEC's website also provides information about any persons affiliated with SFI who are registered, or are required to be registered, as investment adviser representatives of SFI.

Item 2 – Material Changes

This brochure, dated March 20, 2015, amends our previous brochure dated March 28, 2014. Changes to this brochure include the following:

- Item 4 was updated to reflect regulatory assets under management as of December 31, 2014.
- Item 12 was amended to discuss the aggregation of trades.
- The firm's Privacy Policy was disclosed.

Item 3 -Table of Contents

Item 1 – Cover Page	i
Item 2 – Material Changes.....	iii
Item 3 -Table of Contents	iii
Item 4 – Advisory Business	1
Item 5 – Fees and Compensation	2
Item 6 – Performance-Based Fees and Side-By-Side Management	4
Item 7 – Types of Clients.....	4
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss.....	4
Item 9 – Disciplinary Information	5
Item 10 – Other Financial Industry Activities and Affiliations	5
Item 11 – Code of Ethics	6
Item 12 – Brokerage Practices	6
Item 13 – Review of Accounts.....	7
Item 14 – Client Referrals and Other Compensation.....	8
Item 15 – Custody.....	8
Item 16 – Investment Discretion.....	8
Item 18 – Financial Information	8
Brochure Supplement(s)	

Item 4 – Advisory Business

SFI is a Tennessee corporation formed in May 2003. Amy Chubbs and Jeremy Hutzler directly own 100% of SFI. SFI provides financial planning and portfolio management services to high net worth and other individuals. These services may be offered on a discretionary or non-discretionary basis. Advisory services are tailored to each Client's needs and are more fully explained below. Clients may impose restrictions on investing in certain securities or certain types of securities.

I. Financial Planning Services

The Sailer Financial Navigator™, a *Unique Financial Planning Process*, is a series of meetings designed to customize a financial plan based on a Client's unique set of financial circumstances. In a consultative process which takes place in four to six meetings, Clients are led through a comprehensive review of their financial assets and liabilities and assisted with defining their financial goals. The likelihood of achieving the Client's goals is evaluated and documented by SFI in a written financial plan. The goal of Sailer Financial Navigator™ is to create a financial plan that is consistent with a Client's financial objectives, risk profile, income needs, tax status, and time horizon (collectively, "Investment Objectives"). As a part of this process, SFI offers the following services, as applicable:

- Retirement Planning
- Education Planning
- Estate Planning
- Insurance Needs Analysis
- Fringe Benefits Analysis
- Budgeting and Cash Flow Analysis

II. Traditional "Asset Allocation" Investment Management Services

SFI offers investment management services on a discretionary and nondiscretionary basis. SFI will manage a Client's account based upon the Client's Investment Objectives. If the Client's securities portfolio is managed on a discretionary basis, SFI will have a limited power of attorney to execute transactions on behalf of the Client without obtaining specific Client consent. This authority is limited to the securities contained in the Client's SFI-managed account. If the Client's securities portfolio is managed on a non-discretionary basis, SFI will notify, and receive permission from, the Client prior to the sale or purchase of any securities in the Client's SFI-managed account.

III. Asset Allocation Services Through Third Party Investment Advisers ("TPIA")

SFI has entered into agreements with various third-party advisers. Under these agreements, SFI offers Clients various types of programs sponsored by these advisers. All third-party investment advisers to whom SFI refers Clients will be appropriately licensed as investment advisers by their resident states or with the SEC. After obtaining information about a Client's Investment Objectives, SFI will assist the Client in selecting a particular third-party program. SFI receives compensation pursuant to its agreements with third-party advisers for (a) introducing Clients to third-party advisers and (b) providing certain ongoing services provided to Clients. Compensation received by SFI for this service is discussed in Item 5 below.

In addition to the services listed above, SFI recommends investments in various non-publicly traded REITs, limited partnerships and LLCs, and 529 plans, if appropriate. These investments are generally commission-based products. If any Client assets are subject to commissions, those assets will not be subject to investment advisory fees. However, if the asset is a variable annuity, the value of the variable annuity will only be deducted from the advisory fee calculation for the first 12 months that the contract is in force.

As of 12/31/2014, SFI manages \$282,329,965 in discretionary Client assets.

Item 5 – Fees and Compensation

All fees are subject to negotiation at SFI's discretion. Fees for each service are shown below.

I. Financial Planning Fees

SFI offers financial planning services in addition to ongoing investment management services. Fees for financial planning and related services will typically range from \$3,000 to \$15,000. Fees are negotiable and are based on various factors such as the services requested by the Client; the complexity of the Client's situation; and the research and resources needed to provide the requested services. Generally, one-half (1/2) of the fee is payable upon the Client's execution of an advisory agreement with SFI, and the fee balance is due upon SFI's presentation of the plan, completion of the services, or in 90 days, whichever comes first. Typically, SFI's presentation of planning services will be made within 90 days of a Client's execution of the advisory agreement. However, the Client may negotiate an alternative payment schedule with SFI. Clients are advised that fees for financial planning are strictly for financial planning services. Therefore, a Client may pay fees or commissions for additional services obtained through the Client's advisory account, such as asset management fees or transaction-based compensation for any products purchased, including securities or insurance products. When multiple services are offered, there is the potential for a conflict of interest, since there is an incentive for SFI to recommend products or services for which SFI, or a related party, may receive compensation. Financial planning Clients are under no obligation to act upon any recommendations of SFI or to implement recommendations through SFI if they decide to follow SFI's recommendations.

A Client may terminate advisory services within five business days after entering into the advisory agreement without penalty. After five business days of entering into the advisory agreement, termination of the advisory agreement by either the Client or SFI will be effective upon receipt of the other party's written notice to terminate. The Client will be responsible for any time spent by SFI in providing the Client with advisory services or in analyzing the Client's financial situation. No refund of any earned portion of the initial deposit will be made to the Client.

II. Traditional "Asset Allocation" Investment Management Services

Under traditional investment management services agreements, SFI will be compensated based on Clients' assets under management. Advisory fees are paid quarterly in advance the first week of each calendar quarter based on the account's value on the last business day of the second previous calendar quarter. Fees are prorated for accounts opened during the calendar quarter. The

account custodian will provide Clients with an account statement reflecting the deduction of the advisory fee. If the advisory agreement is terminated, fees for the final quarter will be prorated to the date of termination, and the unearned portion of the fee will be refunded to the Client.

Fees are negotiable and are based on the nature of the services requested by the Client; the mix of investment products held in the Client's account; the complexity of the Client's situation; the size of the Client's account; and the scope of the Client's needs. If any of the account's assets are subject to commissions - trailing or otherwise - those assets will not be subject to investment advisory fees. However, if the asset is a variable annuity, the value of the variable annuity will only be deducted from the advisory fee calculation for the first 12 months that the contract is in force.

The following fee schedule is used as a baseline for fee negotiations.

<i>Assets Under Management</i>	<i>Annual Percentage (%) Fee</i>
First \$1,000,000	1.25%
\$1,000,001 to \$2,000,000	1.00%
\$2,000,001 to \$5,000,000	0.55%
\$5,000,001 to \$10,000,000	0.35%
\$10,000,001 to \$20,000,000	0.25%
\$20,000,001 and above	0.20%

Alternatively, SFI may charge an annual flat fee for investment management services. The flat fee shall be negotiated between SFI and the Client and will be based upon the size and complexity of the account, among other factors at SFI's discretion.

The account custodian charges fees, which are in addition to and separate from the investment advisory fees noted here. Custodians may charge accounts for various transaction fees, retirement plan fees, and administration fees. In addition, some mutual fund assets may be subject to deferred sales charges and 12(b)(1) fees. Mutual funds also have annual expenses, which are described in each fund's prospectus. Advisory Clients should also note that fees for comparable services vary, and lower or higher fees for comparable services may be available from other sources.

Generally, fees are debited directly from Client accounts, but a Client may choose to pay fees directly to SFI instead. If a Client's account does not contain sufficient funds to pay advisory fees when due, SFI has limited authority to sell or redeem securities in sufficient amounts to pay those advisory fees. Clients may reimburse their accounts - except for ERISA and IRA accounts - for advisory fees paid to SFI.

III. Asset Allocation Services through Third Party Investment Advisers ("TPIA")

SFI receives compensation pursuant to its agreements with third-party advisers for introducing Clients to third-party advisers and for certain ongoing services provided to Clients. This compensation arrangement is disclosed to Clients in a separate disclosure document and is typically equal to either a percentage of the investment advisory fee charged by the third-party

adviser or a fixed fee. The disclosure document provided by SFI will clearly state the fees payable to SFI and the impact to the overall fees incurred by Clients as a result of these payments. Since the compensation SFI receives may differ depending on its agreement with each third-party adviser, SFI may have an incentive to recommend one third-party adviser over another, if the compensation arrangement is more favorable. Since independent third-party advisers may pay fees for SFI's investment advisory services, the fee paid to SFI is not negotiable under most circumstances. Fees paid by Clients to independent third-parties are established and payable in accordance with the Form ADV Part II or other equivalent disclosure document of each independent third-party adviser to whom SFI refers its Clients and may or may not be negotiable, as disclosed in the disclosure documents of the third-party adviser.

Clients who are referred to third-party investment advisers will receive full disclosures, including disclosures of services rendered by, and fee schedules of third-party investment advisers, at the time of the referral by delivery of a copy of the relevant third-party adviser's Form ADV Part II or equivalent disclosure document at the same time as the Form ADV Part II or equivalent disclosure document of SFI. In addition, if the investment program recommended to a Client is a wrap fee program, the Client will receive the wrap fee brochure provided by the sponsor of the program. SFI will provide to each Client all appropriate disclosure statements, including disclosure of any solicitation fees paid to SFI or its advisory associates.

In addition to, or as part of, the services listed above, SFI may recommend securities or other financial products for which SFI associates receive a commission. The recommendation of products for which SFI associates receive commissions creates a potential conflict of interest since there is an incentive to recommend one product over another if the compensation arrangement is more favorable.

If any Client assets are subject to commissions, those assets will not be subject to investment advisory fees. However, if the asset is a variable annuity, the value of the variable annuity will only be deducted from the advisory fee calculation for the first 12 months that the contract is in force.

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

SFI does not charge performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a Client). SFI does not engage in side-by-side account management.

Item 7 – Types of Clients

SFI provides financial planning and portfolio management services to individuals, pension and profit sharing plans, trusts and estates, and business entities.

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

For traditional asset allocation services, SFI uses asset allocation modeling to develop investment strategies for its Clients. Recommendations are based on each Client's Investment

Objectives. Recommendations may include stocks, bonds, mutual funds, exchange-traded funds, variable annuities, and options.

Third party investment advisers are used for additional diversification of investment strategies, where appropriate. Managers are selected based on their historical performance and track record, their fee structure, and the diversification benefits to the Client's total portfolio.

Sailer Financial, Inc. also recommends investments in non-publicly traded REITs, limited partnerships and LLCs, and 529 plans. Special risks in these investments include illiquidity and real estate risks. Clients are encouraged to consult their tax advisors regarding the tax implications of these investments.

Annuities and other insurance products are utilized when appropriate.

SFI uses long-term and short-term purchasing strategies.

Investing in securities involves a risk of loss that you, as a Client, should be prepared to bear.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to an evaluation of SFI or to the integrity of SFI's management. SFI and its management have nothing to report.

Item 10 – Other Financial Industry Activities and Affiliations

Amy Chubbs and Jeremy P. Hutzler are registered representatives of Securities Service Network, Inc., a registered broker-dealer and FINRA member. A potential conflict of interest exists because there may be an incentive for them to recommend one product over another if the compensation arrangement is more favorable. However, Clients are under no obligation to act upon any recommendations or to effect any transactions through associated persons of SFI if the Clients decide to follow SFI's recommendations.

SFI is not a licensed insurance company, but some of its associated persons are insurance agents. SFI's associated persons who maintain insurance licenses can receive commissions from the sale of insurance products. As part of the financial planning process, associated persons may recommend securities, insurance, or other products, and may receive customary commissions if products are purchased through any firms through which the associated person is affiliated. A potential conflict of interest exists because there is an incentive to recommend one product over another if the compensation arrangement is more favorable. However, Clients are under no obligation to act upon recommendations or to effect transactions through the associated persons of SFI if they decide to follow the recommendations.

As noted above, SFI may recommend third-party investment advisers in certain circumstances. When SFI recommends third-party advisers, the fees that SFI receives from the third-party

adviser are offset against the fees normally charged by SFI. Accordingly, SFI does not receive additional income by recommending a third-party adviser, but Clients could pay higher overall fees due to the additional fees paid to the third-party adviser. Since SFI does not receive additional compensation in these instances, SFI does not have a conflict of interest.

Item 11 – Code of Ethics

SFI has adopted a Code of Ethics for the purpose of instructing its personnel in their ethical obligations and to provide rules for employees' personal securities transactions. SFI and its personnel owe duties of loyalty, fairness, and good faith to their Clients and have an obligation to adhere not only to the specific provisions of the Code but also to the general principles that guide the Code.

The Code covers a range of topics, including general ethical principles; reporting of personal securities trades; exceptions to reporting securities trades; reportable securities; initial public offerings and private placements; reporting ethical violations; distribution of the Code; review and enforcement processes; amendments to Form ADV; and written supervisory procedures. SFI will provide a copy of the Code to any Client or prospective Client upon request.

SFI and its personnel may invest in open end mutual funds that are also recommended to SFI's Clients. Due to the nature and pricing of open end mutual funds, this does not represent a conflict of interest.

Item 12 – Brokerage Practices

For its discretionary accounts SFI will have discretion over the selection and amount of securities to be bought or sold without obtaining specific Client consent. SFI will not have discretion over the selection of the broker to be used to effect transactions or the commission rates to be paid.

In their capacity as registered representatives of Securities Service Network, Inc. ("SSN") SFI employees may suggest that Clients implement their recommendations through SSN. If a Client so elects, associated persons will receive normal and customary commissions as sales agents resulting from any securities transactions, which may create a conflict of interest. Furthermore, in implementing a plan through relationships maintained by associated persons, Clients may pay commissions or fees that are higher or lower than those that may be obtained from elsewhere for similar services. Clients are advised that they are under no obligation to implement a financial plan or its recommendations through associated persons in their capacities as registered representatives.

Although SFI is not affiliated with Fidelity, SFI has an arrangement with National Financial Services LLC and Fidelity Brokerage Services LLC (collectively, and together with all affiliates, "Fidelity") through which Fidelity provides SFI with "institutional platform services." The institutional platform services include, among others, brokerage, custody, and related services. Fidelity's institutional platform services that assist SFI in managing and administering Clients' accounts include software and other technology that (i) provides access to Client account data (such as trade confirmations and account statements); (ii) facilitates trade execution and allocates

aggregated trade orders for multiple Client accounts; (iii) provides research, pricing, and other market data; (iv) facilitates payment of fees from Clients' accounts; and (v) assists with back-office functions like recordkeeping and Client reporting.

The aggregation or blocking of client transactions allows an adviser to execute transactions in a more timely, equitable, and efficient manner and seeks to reduce overall commission charges to clients. With respect to this issue, SFI may aggregate client transactions, at its sole discretion, where possible and when advantageous to clients. The firm may not always aggregate client transactions as accounts are managed on an individual basis. However the blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple client accounts. In these instances, clients participating in any aggregated transactions will receive an average share price and transaction costs (i.e., commissions and trading fees) will be determined on an account by account basis based on each client's account status at Fidelity.

Fidelity also offers other services intended to help SFI manage and further develop its advisory practice. Such services include, but are not limited to, performance reporting; contact management systems; third party research; publications; access to educational conferences, roundtables, and webinars; practice management resources; and access to consultants and other third party service providers who provide a wide array of business related services and technology to SFI, and with whom SFI may contract directly.

Fidelity generally does not charge its advisory Clients 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 Fidelity or that settle into Fidelity accounts (e.g., transaction fees are charged for certain no-load mutual funds; commissions are charged for individual equity and debt securities transactions). Fidelity provides access to many no-load mutual funds without transaction charges and access to other no-load funds at nominal transaction charges.

Fidelity provides SFI with certain brokerage and research products and services that qualify as "brokerage or research services" under Section 28(e) of the Securities Exchange Act of 1934. These services are used for the benefit of all SFI's Clients and SFI does not allocate these benefits to Client accounts proportionally.

Item 13 – Review of Accounts

Accounts are reviewed on a quarterly basis. Clients may request more frequent reviews and may set thresholds for triggering events that would cause a review to take place. Clients may be charged an additional advisory fee for more frequent reviews. Generally, advisory representatives will monitor accounts for changes or shifts in the economy, changes to the management and structure of a mutual fund or company in which Client assets are invested, and market shifts and corrections. Clients should notify SFI of any changes in their Investment Objectives.

Item 14 – Client Referrals and Other Compensation

Currently, SFI does not pay non-employees for Client referrals. If SFI begins to compensate non-employees for referrals in the future, SFI will ensure that proper disclosures are made to Clients. SFI may receive ongoing fees from the sale of certain insurance products and 529 plans.

Item 15 – Custody

SFI does not maintain custody of Clients' funds or securities. Clients should receive quarterly (or more frequent) statements from the broker dealer, bank, or other qualified custodian that holds and maintains the Client's investment assets. SFI urges its Clients to carefully review such statements and to compare such official custodial records to the account statements SFI provides.

Item 16 – Investment Discretion

SFI may receive discretionary authority from the Client at the outset of an advisory relationship. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the Client's account. Discretionary authority is obtained by a power of attorney executed by the Client at the time of the account opening. By written request, a Client may revoke at any time the discretionary authority he previously granted to SFI.

Item 17 – Voting Client Securities

SFI does not have authority to, and does not, vote proxies on behalf of advisory Clients. Clients retain the responsibility for receiving and voting proxies for all securities maintained in Client accounts. Clients should contact the securities' custodian for questions regarding receipt of proxies.

Item 18 – Financial Information

SFI's financial condition is not reasonably likely to impair its ability to meet its contractual commitments to Clients. SFI has never been the subject of a bankruptcy proceeding.

Privacy Policy

SFI maintains a specific Privacy Policy that is distributed to each client at the time an account is opened and annually thereafter. SFI collects nonpublic information about clients from the following sources: information we receive from clients verbally, on applications or other forms and information about client transactions with others or us.

We may have to share non-public client information with unaffiliated firms in order to service client accounts. Additionally, we may have to provide information about clients to regulatory agencies as required by law. Otherwise, SFI will not disclose any client

information to an unaffiliated entity unless a client has given express permission for us to do so.

SFI is committed to protecting client privacy. We restrict access to clients' personal and account information to those employees who need to know the information. We also maintain physical, electronic and procedural safeguards that we believe comply with Federal standards to protect against threats to the safety and integrity of client records and information.