

Strategic Wealth Partners, Ltd. Firm Brochure

This brochure provides information about the qualifications and business practices of Strategic Wealth Partners, Ltd. If you have any questions about the contents of this brochure, please contact us at 216 (800-9000) or by email at: info@swpconnect.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 Strategic Wealth Partners, Ltd. is also available on the SEC's website at www.adviserinfo.sec.gov. Strategic Wealth Partners, Ltd.'s CRD number is: 148586

Strategic Wealth Partners, Ltd. is an investment adviser registered with the U.S. Securities and Exchange Commission under the U.S. Investment Advisers Act of 1940, as amended (the "Advisers Act"). Registration does not imply a certain level of skill or training.

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Item 2: Material Changes

Strategic Wealth Partners, Ltd. is revising its Form ADV dated March 26, 2014 to disclose the following material changes:

1. Item 4.E of this Form ADV has been revised to reflect the firm's assets under management as of December 31, 2014;
2. The firm has made changes to its fee schedule for financial planning services, as set forth in Item 5 hereof.

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Item 4: Advisory Business

A. Description of the Advisory Firm

This firm has been in business since November 19, 2008, and the principal owner is Mark Tepper.

B. Types of Advisory Services

Strategic Wealth Partners, Ltd. (hereinafter “SWP” or “Advisor”) offers the following services to advisory clients:

Investment Supervisory Services

SWP offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. SWP creates a Written Investment Policy Statement (the “Investment Policy Statement”) for each client, which outlines the client’s current situation (income, tax levels, and risk tolerance levels) and then constructs a plan to aid in the selection of a portfolio that is intended to match each client’s specific situation.

SWP evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. SWP is generally granted discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to the execution of each transaction. Risk tolerance levels are documented in the Investment Policy Statement, which is developed in conjunction with the client and provided to each client.

Financial Planning

SWP also provides financial plans and financial planning services which may include, but are not limited to: investment planning, life insurance; tax concerns; retirement planning; college planning; and debt/credit planning. These services are based on fixed fees or hourly fees and the final fee structure is documented as an exhibit to the Investment Advisory Agreement between SWP and the client.

Newsletters

SWP provides newsletters, free of charge, to its clients, as well as to individuals who sign up for these newsletters via SWP’s website.

Services Limited to Specific Types of Investments

SWP limits its investment advice and/or money management to mutual funds, equities, bonds, fixed income, debt securities, ETFs, real estate, hedge funds, third party money managers, REITs, insurance products including annuities, private placements, government securities. SWP may also recommend other securities to help diversify a client's portfolio when it deems, in good faith, that such recommendation is appropriate.

C. Client Tailored Services and Client Imposed Restrictions

SWP offers the same suite of services to all of its clients. However, specific client financial plans and their implementation are dependent upon the client's Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels) and is used to construct a specific plan to aid in the selection of a portfolio that SWP believes matches restrictions, needs, and targets of its clients.

Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent SWP from properly servicing the client account, or if the restrictions would require SWP to deviate from its standard suite of services, SWP reserves the right to end the relationship.

D. Wrap Fee Programs

N/A

E. Amounts Under Management

SWP has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$ 133,692,428	\$ 5,905,535	12/31/2014

Item 5: Fees and Compensation

A. Fee Schedule

SWP charges the following fees:

Investment Supervisory Services Fees

Total Assets Under Management	Annual Fee
\$1 - \$500,000	2.00%
\$500,001 - \$1,000,000	1.60%
\$1,000,001 - \$2,000,000	1.20%
\$2,000,001 - \$10,000,000	1.00%
Above \$10,000,000	0.80%

Fees are paid quarterly in advance and are calculated based on the value of assets in the account under SWP's management as of the end of the last business day of the prior quarter. Any assets added to the account during a given quarter will be charged a prorated fee, as soon as practicable.

These fees are generally negotiable and the final fee schedule is attached as an exhibit to the Investment Advisory Contract entered into between SWP and the clients. Refunds are given on a prorated basis, based on the number of days remaining in a quarter at the point of termination. Fees that are collected in advance will be refunded based on the prorated amount of work completed up to the day of termination. The fee refunded will be the balance of the fees collected in advance minus the daily rate* times the number of days in the quarter up to and including the day of termination. (*The daily rate is calculated by dividing the quarterly fee by the number of days in the termination quarter). Clients may terminate their contracts without penalty, for full refund, within 5 business days of signing the advisory contract. Fees are not tiered – they are retroactive to the first dollar. SWP may withdraw advisory fees directly from the client's account, with written authorization.

Financial Planning Fees

Fixed Fees

Depending upon the complexity of the situation and the needs of the client, the rate for creating client financial plans is between \$2,495 and \$14,995, or is based on a percentage of total household investable assets. Fees are paid prior to beginning the planning process and are generally non-refundable. Maintenance of the plan may be billed at the hourly rate.

Hourly Fees

Depending upon the complexity of the situation and the needs of the client, the hourly fee for financial planning services is \$200. Because fees are charged in arrears, no refund is necessary. Fees are paid in arrears upon completion of the agreed-upon work.

Maintenance Financial Planning Fees

For clients that do not meet the firm minimum with regards to assets under management, but do want continuous financial planning advice, there will be an annual maintenance fee of between \$1,000 and \$5,000. The fee will be determined by the complexity of the plan and the level of services the clients' desire.

B. Payment of Fees

Payment of Investment Supervisory Fees

Advisory fees are generally withdrawn directly from the client's accounts with client written authorization. Fees are paid quarterly in advance.

Payment of Financial Planning Fees

Hourly Financial Planning fees are paid in arrears, via check or credit card.

Fixed Financial Planning fees are paid in advance, via check, credit card or account deduction.

Maintenance Financial Planning fees are paid in advance, via check, credit card or account deduction.

C. Clients Are Responsible For Third Party Fees

Clients are responsible for the payment of all third party fees (i.e. custodian fees, mutual fund fees, transaction fees etc.). Those fees are separate and distinct from the fees and expenses charged by SWP. Please see Item 12 of this brochure for additional disclosure regarding broker/custodian.

D. Prepayment of Fees

Please see Item 5.B. for a description of how clients may obtain a refund of pre-paid fees.

E. Outside Compensation For the Sale of Securities to Clients

Neither SWP nor its supervised persons accept any compensation for the sale of securities or other investment products, including asset-based sales charges or services fees from the sale of mutual funds.

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

SWP does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

SWP generally provides investment advice and/or management supervisory services to the following Types of Clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Pension and Profit Sharing Plans

Minimum Account Size

SWP, generally, has a firm minimum of \$250,000, which may be increased or decreased by SWP, in its sole discretion, on a case-by-case basis, depending on a number of factors, including, but not limited to, the complexity of services required for the client's account.

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

A. Methods of Analysis and Investment Strategies

SWP's methods of analysis include charting analysis, fundamental analysis, and technical analysis.

Charting analysis involves the use of patterns in performance charts. SWP uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Technical analysis involves the analysis of past market data, primarily price and volume.

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

B. Material Risks Involved

SWP uses Long Term Trading and Short Term Trading. SWP utilizes investment strategies that are designed to capture market rates of both return and risk. Frequent trading, when done, can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

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

C. Risks of Specific Securities Utilized

SWP generally seeks investment strategies that it believes do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets.

Past performance is not a guarantee of future returns. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

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

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

An employee of SWP is a registered representative of an unaffiliated broker-dealer. In this employee's capacity as a broker-dealer representative, he may receive commissions and/or 12b-1 fees from certain mutual fund companies for transactions in retail brokerage accounts. However, SWP does not execute client transactions with the broker-dealer with whom this employee is registered. In addition, such employee does not provide any advisory services to SWP's clients and as such, SWP believes that there is no potential conflict of interest arising from such employee's registration as a representative of a broker-dealer.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither SWP nor its representatives are registered as a FCM, CPO, or CTA.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Mark Tepper is a licensed insurance agent and owner of Strategic Wealth Planners, LLC an insurance agency. In addition, other supervised persons of SWP are also licensed insurance agents. From time to time, they will offer clients advice or products from those activities. Clients should be aware that these services pay a commission and involve a possible conflict of interest, as commissionable products can conflict with the fiduciary duties of a registered investment adviser. In order to address this potential conflict, SWP and its associated persons are mandated to always act in the best interest of the client; including insofar as it relates to the sale of commissionable products to advisory clients of SWP. In addition, clients are in no way required to implement the recommended plan through any representative of SWP acting in their capacity as an insurance agent.

D. Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections

N/A

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

A. Code of Ethics

We have a written Code of Ethics that covers, among other items, the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. Clients may obtain a copy of our Code of Ethics by contacting our management.

B. Recommendations Involving Material Financial Interests

SWP does not recommend that clients buy or sell any security in which a related person to SWP has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of SWP may buy or sell securities for themselves that they also recommend to clients. Access persons of SWP are prohibited from recommending, implementing or considering any securities transaction for a client without having fully and accurately disclosed any material beneficial ownership, business or personal relationship, or other material interest in the issuer or its affiliates, to the CCO. If the CCO deems the disclosed interest to present a material conflict, the investment personnel may not participate in any decision-making process regarding the securities of that issuer. SWP will always document any transactions that could be construed as presenting a potential conflict of interest and will always transact client business before their own when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of SWP may buy or sell securities for themselves at or around the same time as clients. In order to avoid any potential conflicts of interest arising from such, SWP's employees are prohibited, under SWP's Code of Ethics, from using knowledge about pending or currently considered securities transactions for clients to profit personally, directly or indirectly, as a result of such transactions, including by purchasing or selling such securities.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

Advisor participates in the institutional advisor program (the "Program") offered by TD Ameritrade Institutional. TD Ameritrade Institutional is a division of TD Ameritrade Inc., member FINRA/SIPC/NFA ("TD Ameritrade"), an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers to independent investment advisors services, which include custody of securities, trade execution, clearance and settlement of transactions. Advisor receives some benefits from TD Ameritrade through its participation in the Program. (Please see the disclosure under Item 14 below.)

1. Research and Other Soft-Dollar Benefits

SWP may receive research, products, or services other from its broker-dealer or another third-party in connection with client securities transactions ("soft dollars"). These soft dollar may be used to benefit all of SWP's clients,' not just the particular client account that generated such soft dollars.

There is no minimum client number or dollar number that SWP must meet in order to receive free research from the custodian or broker/dealer. As such, there is no incentive for SWP to direct clients to a particular broker-dealer over other broker-dealers who offer the same services. The first consideration when recommending broker/dealers to clients is best execution.

2. Brokerage for Client Referrals

SWP does not consider the prospect of receiving or the receipt of client referrals when selecting or recommending broker-dealers for client securities transactions.

3. Clients Directing Which Broker/Dealer/Custodian to Use

SWP prefers not to accept requests from clients to direct brokerage to a particular broker-dealer to execute transactions. In the event that a client directs SWP to execute transactions through a particular broker-dealer, the client may not necessarily obtain commission rates and execution as favorable as those that would be obtained if SWP were able to place transactions with other broker-dealers. Client may also forego benefits SWP may be able to obtain for its other clients through, for example, the negotiation of volume discounts or block trades.

B. Aggregating (Block) Trading for Multiple Client Accounts

SWP may aggregate orders among various client accounts where it deems that aggregation is appropriate. When trades are aggregated, each participating account will generally be allocated securities on an average price basis.

Item 13: Reviews of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

Client accounts are informally reviewed, periodically, by the advisory representative who has responsibility over such account. In addition, all financial planning accounts are reviewed upon financial plan creation and plan delivery by the client's respective advisory representative.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

C. Content and Frequency of Regular Reports Provided to Clients

Each client will receive written reports detailing the client's account from the custodian, on at least a quarterly basis.

SWP does not provide regular written or verbal reports to its clients, unless otherwise requested by the client and agreed to by SWP.

Item 14: Client Referrals and Other Compensation

As disclosed under Item 12 above, Advisor participates in TD Ameritrade's institutional customer program and Advisor may recommend TD Ameritrade to Clients for custody and brokerage services. There is no direct link between Advisor's participation in the program and the investment advice it gives to its Clients, although Advisor receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors.

These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving Advisor participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to Advisor by third party vendors.

TD Ameritrade may also have paid for business consulting and professional services received by Advisor's related persons. Some of the products and services made available by TD Ameritrade through the program may benefit Advisor but may not benefit its Client accounts. These products or services may assist Advisor in managing and administering Client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help Advisor manage and further develop its business enterprise. The benefits received by Advisor or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, Advisor endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Advisor or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Advisor's choice of TD Ameritrade for custody and brokerage services.

Advisor may receive coaching services referrals from TD Ameritrade through its participation in TD Ameritrade Institutional Coaching Program. In addition to meeting the minimum eligibility criteria for participation in the TD Ameritrade Institutional Coaching Program, Advisor may have been selected to participate in the TD Ameritrade Institutional Coaching Program based on the amount and potential profitability to TD Ameritrade of the assets in, and trades placed for, client accounts maintained with TD Ameritrade. TD Ameritrade is a discount broker-dealer independent of and unaffiliated with Advisor and there is no employee or agency relationship between them. TD Ameritrade has established the TD Ameritrade Institutional Coaching Program as a means of assisting independent unaffiliated Advisors to grow and maintain their respective investment advisor business. TD Ameritrade does not supervise Advisor and

has no responsibility for Advisor's management of client portfolios or Advisor's other advice or services.

Advisor's participation in the TD Ameritrade Institutional Coaching Program raises potential conflicts of interest. Advisor will encourage their clients to custody their assets at TD Ameritrade and whose client accounts are profitable to TD Ameritrade. Consequently, in order to participate in the TD Ameritrade Institutional Coaching Program, Advisor may have an incentive to recommend to clients that the assets under management by Advisor be held in custody with TD Ameritrade and to place transactions for client accounts with TD Ameritrade. Advisor's participation in the TD Ameritrade Institutional Coaching Program does not diminish its duty to seek best execution of trades for client accounts.

Item 15: Custody

SWP does not take physical custody of client funds and/or securities at any time. Custody of client's accounts is held primarily at TD Ameritrade Institutional is a division of TD Ameritrade Inc., member FINRA/SIPC/NFA. Clients will receive account statements, on at least a quarterly basis, from the custodian and should carefully review those statements. Clients are also urged to compare the statements received from the custodian against reports received from SWP, if any.

Item 16: Investment Discretion

For those client accounts where SWP provides ongoing supervision, SWP maintains limited power of authority over client accounts with respect to securities to be bought and sold and amount of securities to be bought and sold. All buying and selling of securities is explained to clients in detail before an advisory relationship has commenced.

Item 17: Voting Client Securities (Proxy Voting)

SWP will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 18: Financial Information

A. Balance Sheet

SWP does not require nor solicit prepayment of more than \$500 in fees per client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither SWP nor its management have any financial conditions that is likely to reasonably impair our ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

Neither SWP nor its management has been the subject of a bankruptcy petition in the last ten years.