

**FORM ADV PART 2A  
DISCLOSURE BROCHURE**

PREPARED IN COMPLIANCE WITH  
THE INVESTMENT ADVISERS ACT OF 1940 RULE 204-3(A)



**Office Address:**

90 Riverside Drive, Ste. 4D  
New York, NY 10024

**Tel:** 646-480-7678

**Email:** [gdann@dannasset.com](mailto:gdann@dannasset.com)

**Website:** [www.dannasset.com](http://www.dannasset.com)

This brochure provides information about the qualifications and business practices of Dann Asset Advisors, LLC. Being registered as a registered investment adviser does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact us at: 646-480-7678. 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 Dann Asset Advisors, LLC (CRD #156937) is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)

**FEBRUARY 2, 2019**

## **Item 2: Material Changes**

---

### **Annual Update**

The Material Changes section of this brochure will be updated annually or when material changes occur since the previous release of the Firm Brochure.

---

### **Material Changes since the Last Update**

This update is in accordance with the required annual update for Registered Investment Advisors. Since the last filing on January 26, 2018 the following changes have occurred:

- Item 4 has been updated to include the current assets under management.
- 

### **Full Brochure Available**

This Firm Brochure being delivered is the complete brochure for the Firm.

## Item 3: Table of Contents

### Form ADV – Part 2A – Firm Brochure

#### Item 1: Cover Page

#### Item 2: Material Changes ..... ii

Annual Update..... ii

Material Changes since the Last Update ..... ii

Full Brochure Available ..... ii

#### Item 3: Table of Contents..... iii

#### Item 4: Advisory Business..... 1

Firm Description ..... 1

Types of Advisory Services ..... 1

Client Tailored Services and Client Imposed Restrictions ..... 2

Wrap Fee Programs ..... 2

Client Assets under Management ..... 3

#### Item 5: Fees and Compensation ..... 3

Method of Compensation and Fee Schedule..... 3

Client Payment of Fees..... 4

Additional Client Fees Charged ..... 4

Prepayment of Client Fees..... 4

External Compensation for the Sale of Securities to Clients ..... 4

#### Item 6: Performance-Based Fees and Side-by-Side Management..... 5

Sharing of Capital Gains..... 5

#### Item 7: Types of Clients ..... 5

Description ..... 5

Account Minimums ..... 5

#### Item 8: Methods of Analysis, Investment Strategies and Risk of Loss ..... 5

Methods of Analysis ..... 5

Investment Strategy..... 6

Security Specific Material Risks ..... 6

#### Item 9: Disciplinary Information..... 7

Criminal or Civil Actions ..... 7

Administrative Enforcement Proceedings ..... 8

Self-Regulatory Organization Enforcement Proceedings.....	8
<b>Item 10: Other Financial Industry Activities and Affiliations .....</b>	<b>8</b>
Broker-Dealer or Representative Registration .....	8
Futures or Commodity Registration.....	8
Material Relationships Maintained by this Advisory Business and Conflicts of Interest ..	8
Recommendations or Selections of Other Investment Advisors and Conflicts of Interest	8
<b>Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading .....</b>	<b>8</b>
Code of Ethics Description .....	8
Investment Recommendations Involving a Material Financial Interest and Conflict of Interest.....	9
Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest.....	9
Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest.....	9
<b>Item 12: Brokerage Practices .....</b>	<b>10</b>
Factors Used to Select Broker-Dealers for Client Transactions.....	10
Aggregating Securities Transactions for Client Accounts .....	11
<b>Item 13: Review of Accounts .....</b>	<b>11</b>
Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory Persons Involved.....	11
Review of Client Accounts on Non-Periodic Basis .....	12
Content of Client Provided Reports and Frequency.....	12
<b>Item 14: Client Referrals and Other Compensation.....</b>	<b>12</b>
Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest.....	12
Advisory Firm Payments for Client Referrals .....	12
<b>Item 15: Custody.....</b>	<b>12</b>
Account Statements .....	12
<b>Item 16: Investment Discretion .....</b>	<b>12</b>
Discretionary Authority for Trading .....	12
<b>Item 17: Voting Client Securities .....</b>	<b>13</b>
Proxy Votes .....	13

<b>Item 18: Financial Information .....</b>	<b>13</b>
Balance Sheet.....	13
Financial Conditions Reasonably Likely to Impair Advisory Firm’s Ability to Meet Commitments to Clients.....	13
Bankruptcy Petitions during the Past Ten Years.....	13
<b>Brochure Supplement (Part 2B of Form ADV) .....</b>	<b>15</b>
Principal Executive Officer - Geoffrey W. Dann.....	15
Item 2 Educational Background and Business Experience .....	15
Item 3 Disciplinary Information .....	15
Item 4 Other Business Activities.....	15
Item 5 Additional Compensation.....	15
Item 6 Supervision .....	15

## **Item 4: Advisory Business**

---

### **Firm Description**

Dann Asset Advisors is a New York State limited liability company that was formed in February 2011 and provides investment management and financial planning services to its Clients. Geoffrey W. Dann, is the principal owner of Dann Asset Advisors, LLC (“Dann Asset Advisors” or “Advisor”).

Dann Asset Advisors does not act as a custodian of Client assets.

---

### **Types of Advisory Services**

#### **INVESTMENT MANAGEMENT**

Investment management is the core of the services provided by Dann Asset Advisors. A typical investment management relationship begins with an initial consultation and usually several follow-up conversations. During the initial consultation, the potential Client and the Advisor discuss the Client’s investment experience and objectives, usually within the context of the Client’s broader financial circumstances. Dann Asset’s investment strategies and commitment to client service also are discussed.

If the potential Client and Dann Asset Advisors believe there is a good fit between the Client’s needs and Dann Asset Advisors’ services they enter into an Investment Advisory Agreement (“Agreement”). Dann Asset Advisors and the Client also work together to develop an Investment Policy Statement (“IPS”). The IPS serves as the foundation of the Client’s investment plan and sets forth the target asset allocation Dann Asset Advisors will make or recommend to achieve the Client’s goals. The IPS will be updated from time to time when requested by the Client, or when determined to be necessary or advisable by Dann Asset Advisors based on updates to the Client’s financial or other circumstances.

In the event that Dann Asset Advisors is managing only a portion of Client’s assets or the Client otherwise prefers not to disclose its full financial position to Dann Asset Advisors, the Client will sign an Acknowledgement of Limited Engagement stating that only limited financial information has been provided to Dann Asset Advisors, and that Advisor is responsible for advising only on the assets covered by the Agreement. In such cases, the IPS will focus only on that portion of the Client’s assets.

To implement the Client’s IPS, Dann Asset Advisors will manage the Client’s investment portfolio on a discretionary basis or, on occasion, a non-discretionary basis as described. Clients may impose certain written restrictions on Dann Asset Advisors in the management of their investment portfolios, such as prohibiting the inclusion of certain types of investments 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 portfolio. Clients’ investment portfolios are treated individually, with each considered separately with respect to the purchase or sale of a specific security. For this and other reasons, performance of Client investment portfolios with the same investment objectives, goals and/or risk tolerance may differ.

When appropriate and in accordance with a Client’s Agreement and/or IPS, Dann Asset Advisors may enter into an agreement with one or more sub-advisors (a “Sub-advisor”) to manage all or a portion of the Client’s investment portfolio. Factors that Dann Asset

Advisors considers in selecting a Sub-Advisor include: the Client's investment objectives; whether Dann Asset Advisors has the in-house capability to provide the investment services provided by the Sub-advisor; and the Sub-Advisor's investment style, performance, reputation, financial strength, reporting, pricing, and research capabilities. For example, Dann Asset Advisors has used the services of a Sub-advisor to manage individual municipal bond portfolios for some Clients.

The Sub-Advisor generally is granted discretionary trading authority to provide investment supervisory services for that portion of Client's portfolio. Fees paid to Sub-advisors are separate from and in addition to the fee assessed by Dann Asset Advisors.

Dann Asset Advisor's role with respect to assets managed by a Sub-advisor is to monitor the overall financial situation of the Client, to monitor the investment approach and performance of the Sub-advisor, and to assist the Client in understanding the investments of the Sub-advisor's portfolio.

### FINANCIAL PLANNING

In conjunction with providing investment management services Dann Asset Advisors also offers limited financial planning services to Clients seeking such advice. Dann Asset Advisors' financial planning services typically cover cash flow analysis and planning, retirement planning, 401(k) counseling and/or college funding strategies.

Clients requesting financial planning advice complete a Client Questionnaire and Financial Profile forms. Together, these provide information about Client's goals, concerns and tolerance for risk, as well as specific information about Client's assets, liabilities, income, expenses and potential additional financial commitments (e.g., education expenses). At the request of the Client, Dann Asset Advisors will document and prepare a timeline for meeting the goals and changes contemplated by the plan.

Financial planning is not offered as a stand-alone service, but rather is provided in conjunction with the management of the investment portfolio. Clients requesting financial planning services enter into a separate Financial Planning Agreement with Dann Asset Advisors. Clients are responsible for notifying Advisor of any changes in Client's financial position that might necessitate changes to Client's investment portfolio or financial planning strategies.

In the event that a Client needs financial planning advice on matters beyond the competence of Dann Asset Advisors (sophisticated estate or tax planning, for example), the Client may be referred to a professional specializing in the relevant field. Clients are under no obligation to accept such referral, and Dann Asset Advisors receives no compensation for such referrals. The Client would engage directly with any such professional.

---

### **Client Tailored Services and Client Imposed Restrictions**

The goals and objectives for each Client are documented in Dann Asset Advisors' Client files and/or reflected in each Client's IPS. Investment strategies are created that reflect the stated goals and objectives. Clients may impose restrictions on investing in certain securities or types of securities.

Agreements may not be assigned without written Client consent.

---

### **Wrap Fee Programs**

Dann Asset Advisors does not sponsor any wrap fee programs.

---

## Client Assets under Management

As of December 31, 2018, Dann Asset Advisors had \$89,499,348 of Client assets under management on a discretionary basis and \$8,874,171 of Client assets under management on a non-discretionary basis.

## Item 5: Fees and Compensation

---

### Method of Compensation and Fee Schedule

#### INVESTMENT MANAGEMENT

Dann Asset Advisors offers direct investment management services to investment advisory Clients. Dann Asset Advisors charges an annual investment advisory fee based on the total assets under management as follows:

Assets Under Management	Annual Fee	Quarterly Fee
First \$1,000,000	1.00%	.2500%
Next \$2,000,000	.70%	.1750%
Next \$2,000,000	.55%	.1375%
Next \$5,000,000	.40%	.1000%
In Excess of \$10,000,000	.35%	.0875%

This is a blended fee schedule, with the investment management fee calculated by applying different rates to different portions of the portfolio. Dann Asset Advisors may group certain related Client accounts for the purposes of achieving the minimum account size and determining the annualized fee.

For example, a Client with \$6,000,000 under management would pay \$39,000 on an annual basis.

First \$1,000,000 x 1.00% = \$10,000

Next \$2,000,000 x .70% = \$14,000

Next \$2,000,000 x .55% = \$11,000

Next \$1,000,000 x .40% = \$4,000

Investment advisory fees may be negotiable. Dann Asset Advisors in its sole discretion, may waive its minimum investment advisory fee and/or charge a lesser fee based upon certain criteria, including but not limited to historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition and negotiations with Clients. Accounts within the same household may be combined for a reduced fee.

Investment advisory fees generally are calculated and charged quarterly based on account values as of the close of business on the last business day of each calendar quarter. Upon Client request or in the occasional circumstance when Dann Asset Advisors does not deduct fees directly from Client accounts, Dann Asset Advisors will provide the Client with an invoice. For Clients with direct fee deduction, fees are listed in the Transactions Detail section of Client brokerage statements in the month following the end of a calendar quarter. For certain legacy Clients, Dann Asset Advisors charges a flat quarterly fee that is not tied to assets under management or account values. The flat fee in such instances is less than the amount that would be due pursuant to the table above.



Clients may terminate their Agreement within five (5) business days of signing the Agreement for a full refund. Clients may terminate investment advisory services at any time upon written notice to Advisor. Dann Asset Advisors will be entitled to a pro rata fee for the days service was provided in the final quarter. Client shall be given thirty (30) days prior written notice of any increase in fees.

Advisor may use the services of a Sub-advisor to manage all or a portion of Client's investment portfolio. In such instances the Sub-advisor will charge fees in addition to Advisors fees. Such additional fees would be disclosed in writing by Advisor to Client in advance of Advisor entering into any Sub-advisory agreement.

#### **FINANCIAL PLANNING**

Dann Asset Advisor's provision of financial planning services is intended only for investment management clients and is not provided on a standalone basis. Dann Asset Advisors charges a flat fee of \$1,000 per year for financial planning services. These fees are charged at the end of each calendar quarter (\$250 per quarter) with an invoice sent directly to Client by mail or email. Fees for financial planning services are not deducted directly from Client accounts.

The Financial Planning Agreement will remain in effect year after year but Client and Dann Asset Advisors may terminate the Agreement at any time, in whole or in part, by giving written notice to the other. Upon termination, any fees due to Dann Asset Advisors for services rendered but not yet paid will be invoiced by Advisor and paid by Client.

---

#### **Client Payment of Fees**

Investment management fees are billed quarterly, in arrears, meaning after the billing period has ended. Fees are usually deducted from a designated Client account to facilitate billing. The Client must consent in advance to direct debiting of their investment account. In instances where Client does not consent to direct debiting, payment in full is expected upon invoice presentation.

Financial Planning fees are charged on a quarterly ongoing basis (\$250 per quarter, based on the \$1,000 annual fee) as set forth in each Client's Financial Planning Agreement.

---

#### **Additional Client Fees Charged**

Custodians may charge transaction fees on purchases or sales of certain mutual funds, equities, and exchange-traded funds. These charges may include Mutual Fund transactions fees, postage and handling and miscellaneous fees.

For more details on the brokerage practices, see Item 12 of this brochure.

---

#### **Prepayment of Client Fees**

Dann Asset Advisors does not bill clients in advance.

---

#### **External Compensation for the Sale of Securities to Clients**

Dann Asset Advisors does not receive any external compensation for the sale of securities to Clients, nor do any of the investment advisor representatives of Dann Asset Advisors.

## **Item 6: Performance-Based Fees and Side-by-Side Management**

---

### **Sharing of Capital Gains**

Fees are not based on a share of the capital gains or capital appreciation of managed securities.

Dann Asset Advisors does not use a performance-based fee structure because of the conflict of interest. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the Client.

## **Item 7: Types of Clients**

---

### **Description**

Dann Asset Advisors generally provides investment advice to individuals, high net worth individuals, trusts, and foundations.

Client relationships vary in scope and length of service.

### **Account Minimums**

Dann Asset Advisors requires a minimum of \$500,000 to open an account. At Advisor's discretion, the minimum account size may be lowered or waived.

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

---

### **Methods of Analysis**

In accordance with most Clients' investment policy statements, Dann Asset Advisors invests primarily in mutual funds and exchange traded funds ("ETFs"). Many of the ETFs are passively managed and track specific market indices. Dann Asset Advisors also invests in individual securities when consistent with a Client's objectives and risk tolerance. Commodities and real estate are not owned directly, but purchased through funds and/or ETFs. Dann Asset Advisors does not use options, short sales and/or inverse ETFs unless specifically requested by a Client.

Subject to Accredited Investor rules as defined under Rule 501 of the Securities Act of 1933, as amended, Dann Asset Advisors may, upon Client's request, include alternative investment strategies such as hedge, venture capital, real estate and/or private equity funds in a Client's portfolio. Funds of hedge funds, also known as "fund of funds", may be included upon Client's request, although these types of investments often carry especially high fees of which Clients will be made aware.

In determining whether to purchase or sell individual securities, Dann Asset relies primarily on fundamental analysis, seeking to understand the value of the underlying business (based on factors such as cash flow generation, financial record and strength and competitive position) and comparing Dann Asset Advisors' estimate of business value with the market price. Dann Asset Advisors also uses fundamental, value-based analysis in determining which sectors of the markets, if any, to emphasize when selecting sector-focused ETFs and mutual funds.

Complementing this fundamental, value-based analysis, Dann Asset Advisors is aware of, and takes into account the economic cycles that affect the economy and investments. Advisor generally does not use technical analysis for purchase/sale decisions but appreciates that technical factors often impact short-term security price movements.

Mutual funds and ETFs are evaluated and selected based on a variety of factors, including, as applicable and without limitation, past performance, fee structure, investment strategy, 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. Dann Asset Advisors evaluates and selects individual bonds or bond funds based on a number of factors including, without limitation, credit rating, industry, yield and duration.

As part of its analytical process Dann Asset Advisors relies on financial publications and annual reports, prospectuses and other filings with the SEC. Dann Asset Advisors also relies on research materials prepared by others and on fixed income ratings services.

---

### **Investment Strategy**

The most important components of Dann Asset Advisors' investment strategy are: (A) allocating assets among four primary asset classes: (1) cash and equivalents, (2) fixed income, (3) equities and (4) commodities/real estate, and (B) diversifying securities holdings within each of the four asset classes.

Dann Asset Advisors believes that asset allocation is the key to achieving a Client's investment objectives consistent with the Client's tolerance for risk and market volatility (as outlined in the IPS). Diversification within asset classes is intended to reduce the volatility often associated with owning individual securities and/or narrow sectors of an asset class.

Other important factors considered by Dann Asset in its investment strategy are:

- Successful investing generally requires a long-term perspective
- Keeping expenses and portfolio turnover low has a positive impact on long-term returns
- Most Client portfolios should have significant exposure to low-cost index-tracking ETFs and/or mutual funds
- Risk is primarily the potential for permanent loss of capital and to be avoided
- Volatility can be unnerving but is different from risk and may lead to opportunities
- Focus on after-tax returns and take taxes into account where appropriate

---

### **Security Specific Material Risks**

All investment programs have certain risks that are borne by the investor. Dann Asset Advisors' investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks and should discuss these risks with Advisor:

- *Interest-rate Risk:* Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- *Market Risk:* The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.

- *Inflation Risk:* When any type of inflation is present, a dollar today will buy more than a dollar next year, because purchasing power is eroding at the rate of inflation.
- *Currency Risk:* Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- *Reinvestment Risk:* This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- *Business Risk:* These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- *Liquidity Risk:* Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- *Financial Risk:* Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.
- *Long-term purchases:* Long-term investments are those vehicles purchased with the intention of being held for more than one year. Typically the expectation of the investment is to increase in value so that it can eventually be sold for a profit. In addition, there may be an expectation for the investment to provide income. One of the biggest risks associated with long-term investments is volatility, the fluctuations in the financial markets that can cause investments to lose value.
- *Short-term purchases:* Short-term investments are typically held for one year or less. Generally there is not a high expectation for a return or an increase in value. Typically, short-term investments are purchased for the relatively greater degree of principal protection they are designed to provide. Short-term investment vehicles may be subject to purchasing power risk — the risk that your investment's return will not keep up with inflation.
- *Trading risk:* Investing involves risk, including possible loss of principal. There is no assurance that the investment objective of any fund or investment will be achieved.

## **Item 9: Disciplinary Information**

---

### **Criminal or Civil Actions**

Dann Asset Advisors and its management have not been involved in any criminal or civil action.

---

**Administrative Enforcement Proceedings**

Dann Asset Advisors and its management have not been involved in administrative enforcement proceedings.

---

**Self-Regulatory Organization Enforcement Proceedings**

Dann Asset Advisors and its management have not been involved in legal or disciplinary events related to past or present investment Clients.

---

**Item 10: Other Financial Industry Activities and Affiliations**

---

**Broker-Dealer or Representative Registration**

Neither Dann Asset Advisors nor any of its employees are registered representatives of a broker-dealer.

---

**Futures or Commodity Registration**

Neither Dann Asset Advisors nor of its employees are registered or has an application pending to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

---

**Material Relationships Maintained by this Advisory Business and Conflicts of Interest**

Neither Dann Asset Advisors nor any of its employees have material relationships to disclose.

---

**Recommendations or Selections of Other Investment Advisors and Conflicts of Interest**

From time to time, Dann Asset Advisors may utilize the services of a Sub-advisor to manage all or a portion of Clients' investment portfolios. Sub-advisors will maintain the models or investment strategies agreed upon between Sub-advisor and Dann Asset Advisors. In addition, Sub-advisors will execute all trades on behalf of Dann Asset Advisors in Client accounts. Dann Asset Advisors will be responsible for the overall direct relationship with the Client. Dann Asset Advisors retains the authority to terminate the Sub-advisor relationship at Dann Asset Advisors' discretion.

---

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

---

**Code of Ethics Description**

The employees of Dann Asset Advisors have committed to a Code of Ethics ("Code"). The purpose of the Code is to set forth standards of conduct expected of Dann Asset Advisors employees and address conflicts that may arise. The Code defines acceptable behavior for employees of Dann Asset Advisors. The Code reflects Dann Asset Advisors and its supervised persons' responsibility to act in the best interest of their Client.

One area the Code addresses is when employees buy or sell securities for their personal accounts and how to mitigate any conflict of interest with Clients. Advisor does not allow any employees to use non-public material information for their personal profit or to use internal research for their personal benefit in conflict with the benefit to Clients.

Dann Asset Advisors policy prohibits any person from acting upon or otherwise misusing non-public or inside information. No advisory representative or other

employee, officer or director of Dann Asset Advisors may recommend any transaction in a security or its derivative to advisory Clients or engage in personal securities transactions for a security or its derivatives if the advisory representative possesses material, non-public information regarding the security.

Dann Asset Advisors' Code is based on the guiding principle that the interests of the Client are the top priority. Dann Asset Advisors officers, directors, advisors, and other employees have a fiduciary duty to Clients and must diligently perform that duty to maintain the complete trust and confidence of Clients. When a conflict arises, it is Advisor's obligation to put the Client's interests over the interests of either employees or the Advisor.

The Code applies to "access" persons. "Access" persons are employees who have access to non-public information regarding any Clients' purchase or sale of securities, or non-public information regarding the portfolio holdings of any reportable fund, who are involved in making securities recommendations to Clients, or who have access to such recommendations that are non-public.

The firm will provide a copy of the Code of Ethics to any Client or prospective Client upon request.

---

**Investment Recommendations Involving a Material Financial Interest and Conflict of Interest**

Dann Asset Advisors and its employees do not recommend to Clients securities in which they have a material financial interest.

---

**Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest**

Dann Asset Advisors and its employees may buy or sell securities that are also held by Clients. In order to mitigate conflicts of interest such as front running, employees are required to disclose all reportable securities transactions as well as provide Dann Asset Advisors with copies of their brokerage statements.

The Chief Compliance Officer of Dann Asset Advisors is Geoffrey Dann. He reviews all employee trades each quarter. The personal trading reviews ensure that the personal trading of employees does not affect the markets and that Clients of the firm receive preferential treatment over employee transactions.

---

**Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest**

Dann Asset Advisors does not maintain a firm proprietary trading account and does not have a material financial interest in any securities being recommended and therefore no conflicts of interest exist. However, employees may buy or sell securities at the same time they buy or sell securities for Clients. In order to mitigate conflicts of interest such as front running, employees are required to disclose all reportable securities transactions as well as provide Dann Asset Advisors with copies of their brokerage statements.

## Item 12: Brokerage Practices

---

### **Factors Used to Select Broker-Dealers for Client Transactions**

Dann Asset Advisors may recommend the use of a particular broker-dealer or may utilize a broker-dealer of the Client's choosing. Dann Asset Advisors will select appropriate brokers based on a number of factors including but not limited to their relatively low transaction fees and reporting ability. Dann Asset Advisors relies on its broker to provide its execution services at the best prices available from the broker. Lower fees for comparable services may be available from other sources. Clients pay for any and all custodial fees in addition to the investment advisory fee charged by Dann Asset Advisors.

Clients may retain existing broker-dealer accounts established prior to engaging Dann Asset Advisors or direct Advisor to open an account at a new broker-dealer. Dann Asset participates in the institutional advisor program (the "Program") offered by TD Ameritrade Institutional, Division of TD Ameritrade Inc., member FINRA/SIPC ("TD Ameritrade"). TD Ameritrade offers its Program to independent investment advisers. The Program includes such services as custody of securities, trade execution, clearance and settlement of transactions. Dann Asset Advisors receives some benefits from TD Ameritrade through its participation in the Program. Dann Asset Advisors is independently owned and operated and is not affiliated with TD Ameritrade.

Dann Asset Advisors recommends TD Ameritrade to Clients for custody and brokerage services. While there is no direct link between Dann Asset Advisors participation in the Program and the investment advice it gives to its Clients, through its participation in the Program Dann Asset receives economic benefits that are typically not available to TD Ameritrade retail investors. These benefits generally include, without limitation, 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 Program 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 Dann Asset Advisors by third party vendors. TD Ameritrade may also pay for business consulting and professional services received by Dann Asset Advisors' related persons. These services are not soft dollar arrangements, but are part of the institutional platform offered by TD Ameritrade.

Some of the products and services made available by TD Ameritrade through the Program may benefit Dann Asset Advisors but may not directly benefit its Client accounts. These products or services may assist Dann Asset Advisors in managing and administering Client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help Dann Asset Advisors manage and further develop its business enterprise. The benefits received by Dann Asset Advisors 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, Dann Asset Advisors endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of

economic benefits by Dann Asset Advisors or its related persons in and of itself creates a potential conflict of interest and may indirectly influence Dann Asset Advisors' choice of TD Ameritrade for custody and brokerage services.

#### *Directed Brokerage*

The arrangement that Dann Asset Advisors has with TD Ameritrade is designed to maximize efficiency and to be cost effective. However, Clients may direct Dann Asset Advisors 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. By directing brokerage arrangements, the Client acknowledges that these economies of scale and levels of efficiency may be 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 can 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).

#### *Best Execution*

When given discretion to select the brokerage firm that will execute orders in Client accounts, Dann Asset Advisors 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, Dann Asset Advisors 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 Dann Asset Advisors' Clients. Therefore, research services received may not be used for the account for which the particular transaction was effected.

#### *Soft Dollar Arrangements*

Dann Asset Advisors does not maintain soft dollar arrangements.

---

### **Aggregating Securities Transactions for Client Accounts**

Dann Asset Advisors may aggregate orders in a block trade or trades when securities are purchased or sold through the same broker-dealer for multiple (discretionary) accounts. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day are allocated in a manner that is consistent with the initial pre-allocation or other written statement. This is done in a way that does not consistently advantage or disadvantage particular Client accounts. For example, a partial fill will generally be filled pro-rata among participating accounts. Prior to entry of a block trade, a written pre-allocation usually is generated, identifying the group of Client accounts participating in the order.

---

## **Item 13: Review of Accounts**

### **Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory Persons Involved**

Account reviews are performed at least quarterly by Investment Advisor Representatives of Dann Asset Advisors. Account reviews are performed more frequently when market conditions dictate. Client's investment advisory and financial



planning strategies are monitored on an ongoing basis to ensure the recommendations made are within the scope of the plans and remain suitable. The Advisor will offer to meet with the Clients on at least an annual basis to secure updated information relating to all planning Clients.

---

**Review of Client Accounts on Non-Periodic Basis**

Other conditions that may trigger a review of Clients' accounts are changes in the tax laws, new investment information and changes in a Client's own situation.

---

**Content of Client Provided Reports and Frequency**

Clients receive written account statements no less than quarterly for managed accounts. Monthly account statements are issued by the Dann Asset Advisors' custodians, although a custodian may not issue a monthly statement if there is no activity in an account in any particular month. Clients receive from custodians confirmations or notice of the electronic availability of confirmations for transactions in accounts. Performance reports are provided by Dann Asset Advisors to Clients on a quarterly basis for assets under management by Advisor.

---

**Item 14: Client Referrals and Other Compensation**

---

**Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest**

Dann Asset Advisors does not receive any economic benefits from external sources.

---

**Advisory Firm Payments for Client Referrals**

Dann Asset Advisors does not compensate for Client referrals.

---

**Item 15: Custody**

---

**Account Statements**

All assets are held at qualified custodians, which means the custodians provide account statements directly to Clients at their address of record at least quarterly. Clients are urged to compare the account statements received directly from their custodians to the performance report statements prepared by Dann Asset Advisors.

Dann Asset Advisors is deemed to have constructive custody solely because advisory fees are directly deducted from most Clients' account by the custodian on behalf of Dann Asset Advisors.

---

**Item 16: Investment Discretion**

---

**Discretionary Authority for Trading**

Most Clients grant Dann Asset Advisors discretionary authority to manage securities accounts on behalf of Clients. In a discretionary relationship, Dann Asset Advisors has the authority to determine, without obtaining specific Client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. If required by a custodian, Client will authorize Dann Asset Advisors for discretionary authority to execute selected investment program transactions at the custodian, as stated within the Agreement.

Dann Asset Advisors allows Client's to place certain restrictions on Advisor's trading, as outlined in the Client's IPS. For example, such restrictions could include allowing

purchases of only socially responsible investments. These restrictions would be in writing in the IPS.

The Client approves the custodian to be used. Dann Asset Advisors does not receive any portion of the transaction fees or commissions paid by the Client to the custodian.

## **Item 17: Voting Client Securities**

---

### **Proxy Votes**

Dann Asset Advisors does not vote proxies on securities. Clients are expected to vote their own proxies. The Client will receive proxies directly from the custodian of their account or from a transfer agent.

When assistance on voting proxies is requested, Dann Asset Advisors will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client.

## **Item 18: Financial Information**

---

### **Balance Sheet**

A balance sheet is not required to be provided because Dann Asset Advisors does not serve as a custodian for Client funds or securities and Advisor does not require prepayment of fees of more than \$1200 per Client six months or more in advance.

### **Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients**

Dann Asset Advisors has no condition that is reasonably likely to impair its ability to meet contractual commitments to its Clients.

### **Bankruptcy Petitions during the Past Ten Years**

Neither Dann Asset Advisors nor its management has had any bankruptcy petitions in the last ten years.

# SUPERVISED PERSON BROCHURE

FORM ADV PART 2B

Geoffrey W. Dann



**Office Address:**

90 Riverside Drive, Ste. 4D  
New York, NY 10024

**Tel:** 646-480-7678

**Email:** [gdann@dannasset.com](mailto:gdann@dannasset.com)

**Website:** [www.dannasset.com](http://www.dannasset.com)

This brochure supplement provides information about Geoffrey W. Dann and supplements the Dann Asset Advisors, LLC brochure. You should have received a copy of that brochure. Please contact Geoffrey W. Dann if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about Geoffrey W. Dann (CRD #1756273) is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

**FEBRUARY 2, 2019**

## Brochure Supplement (Part 2B of Form ADV)

### Supervised Person Brochure

---

#### Principal Executive Officer - Geoffrey W. Dann

- Year of birth: 1958
- 

#### Item 2 Educational Background and Business Experience

##### Educational Background:

- New York University School of Law; JD Degree; 1984
- University of Pennsylvania; Bachelor of Arts; 1980

##### Business Experience:

- Dann Asset Advisors, LLC; Managing Member/Investment Advisor Representative; 2011-Present
  - Darnet Realty Associates, LLC; Co-manager; 2016-Present
  - Independent Investor: 2010 - 2011
  - Lingold Associates; Vice President/Co-Portfolio Manager; 1992 - 2009
  - Salomon Smith Barney; Equity Analyst; 1987 - 1992
- 

#### Item 3 Disciplinary Information

*Criminal or Civil Action:* None to report.

*Administrative Proceeding:* None to report.

*Self-Regulatory Proceeding:* None to report.

---

#### Item 4 Other Business Activities

Geoffrey W. Dann is also co-manager for Darnet Realty Associates, LLC, a family real estate property. This does not create any conflict of interest.

---

#### Item 5 Additional Compensation

Geoffrey W. Dann does not receive additional compensation and does not charge performance fees.

---

#### Item 6 Supervision

As the principal owner of Advisor, Mr. Dann supervises all duties and activities of the firm and is responsible for all advice provided to Clients. His contact information is on the cover page of this disclosure document.