Part 2A of Form ADV: Firm *Brochure*

Item 1 Cover Page

BYRNE ASSET MANAGEMENT, LLC
34 Chambers St.
Princeton, NJ 08540

Tel. 609 497 1776

www.byrneasset.com

This brochure provides information about the qualifications and business practices of BYRNE ASSET MANAGEMENT LLC. If you have any questions about the contents of this brochure, please contact us at 609 497 2383 or email tombyrne@byrneasset.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 BYRNE ASSET MANAGEMENT LLC is also is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Material Changes

Material Changes

There have been no changes in the staff, the conduct of our business, or our approach to investing in the past year.

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Item 4 Advisory Business

Advisory Business

The firm has provided investment supervisory services since 1999. These services include asset allocation guidance and determination, and selection of securities within each asset class. The firm has discretion over assets managed. We use a proprietary valuation model and use earnings data and other fundamental data in determining appropriate investments. We track earnings releases and other germane data pertaining to our holdings and potential holdings. As of December 31, 2011, we managed about $108,600.000 - all on a discretionary basis. However, we communicate with clients about investment options and decisions at any time they wish.

Item 5 Fees and Compensation

Fees and Compensation

We charge one percent (1%) of assets under management on equity accounts, and lesser amounts on balanced and fixed income accounts. Fees are negotiable with respect to account balances in excess of $5 million. Clients are deducted quarterly from assets under management on a pro-rata basis. Clients will also incur brokerage fees (generally $9.99 per trade) and other transaction charges, and will sometimes incur mutual fund management fees on no-load funds.

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

Performance Fees

The firm does not have any performance fee arrangements.

Item 7 Types of *Clients*

Types of Clients

The firm has a variety of clients ranging from individuals with varying risk tolerances and profiles to profit sharing plans and small institutions.

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

Methods of Analysis, Investment Strategies and Risk of Loss

The firm uses a proprietary valuation analysis as a framework for investment decisions on the equity side. This analysis is supplemented by standard fundamental research, including review of SEC filings, earnings call transcripts and other news and commentary. With respect to fixed income securities, we do fundamental and relative value analysis. We do our best to clearly explain the downside of any investment or investment strategy.

Item 9 Disciplinary Information

Disciplinary Information

Neither the firm nor its personnel have any history of disciplinary charges or violations.

Item 10 Other Financial Industry Activities and Affiliations

Other Financial Industry Activities and Affiliations

Byrne Asset Management LLC has no cross-ownership, partnership, solicitation or other business arrangements with any other firms or individuals.

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

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

The firm has adopted a Code of Ethics which is incorporated into its compliance manual, and is available to any client or prospective client upon request.

Neither the firm nor its employees trade with clients. Neither do we take the other side of client-related transactions, nor take positions on the other side of client positions.

Tom Byrne, managing member, does trade for his own account, and is willing to make his trading ledger or current positions available to any client upon request. This trading is disclosed as a potential conflict of interest in the Investment Supervisory Agreement signed with each client.

Item 12 Brokerage Practices

Brokerage Practices

The firm uses discount brokers in order to minimize transaction costs. We have no soft dollar arrangements with any broker. In other words, we do not pay higher brokerage fees than necessary in exchange for free research or anything else.

Item 13 Review of Accounts

Review of Accounts

The balances of each account are reviewed daily. The holdings in each individual account are reviewed at least monthly, and generally speaking, more regularly. We send a quarterly letter to each client that summarizes the previous quarter and generally makes some comments about what may lie ahead.

Item 14 *Client* Referrals and Other Compensation

Client Referrals and Other Compensation

Our new business generally comes from referrals from existing clients. We do not pay referral fees or any other compensation for new business to anyone. We do a modest amount of advertising and occasionally get indications of interest that way as well.

Item 15 *Custody*

Custody

We do not have custody of any client funds or securities. Custody is at TD Ameritrade, or in some cases at another brokerage firm.

Item 16 Investment Discretion

Investment Discretion

Pursuant to our client agreements, we have discretion to transact in each account and rarely talk to clients before doing so. However, we welcome input from clients at any time and occasionally execute a trade that is suggested or requested by a client.

Item 17 Voting *Client* Securities

Voting Client Securities

We do not vote proxies on behalf of clients.

Item 18 Financial Information

Byrne Asset Management LLC is a limited liability corporation. We do not require or solicit the payment of any fees in advance of services rendered. Therefore, we are not required to disclose a balance sheet. The company keeps enough cash on hand to sustain two years of operations for basic items such as salaries and rent.

Item 19 Requirements for State-Registered Advisers

Item 19. Biographies.

TOM BYRNE

Tom Byrne has been Managing Member of Byrne Asset Management for over ten years.
Byrne practiced law for three years and then began his investment career in institutional equities at Lehman Brothers in the mid-1980s. During that time, he wrote a book that outlined how stock index futures and program trading might contribute to a market crash, and profited when the 1987 crash occurred. He then served on the Brady Commission staff, which reported to President Reagan about the causes of the 1987 crash.
His outside activities include being a trustee and treasurer of The Fund for New Jersey, a founding trustee and former board chair of Princeton Academy of the Sacred Heart, a trustee of Isles Inc in Trenton, and a former chairman of the New Jersey Democratic State Committee, and a member of the New Jersey State Investment Council. He is a graduate of Princeton University's Woodrow Wilson School, and sits on its graduate advisory board. He is also a graduate of Fordham Law School.

ART ERNST

Art Ernst graduated from Rutgers College in 1981, earning Highest Distinction in Economics and the 1981 Eugene E. Agger Memorial Award as the top economics student in the graduating class. Art began work on Wall Street as Assistant to the Chairman of First Investors Corporation, developing information systems and portfolio management tools. Simultaneously from September 1982 through May 1984, Art attained his M.B.A. at the Wharton Graduate School of Business (3 days a week in NYC, 2 in Philadelphia). In the summer of 1984 Art was appointed Portfolio Manager of First Investors Government Fund, a mutual funds of treasuries, agencies, mortgage-backed securities, and options on such. Art was also named Vice President and Economist for First Investors Management Company. In early 1985, Art became Portfolio Manager of First Investors Bond Appreciation Fund, a mutual fund of high yield and convertible bonds and stocks. In April 1989 Art joined the Robert Wood Johnson Foundation as Portfolio Manager of its $900 million fixed income portfolio. In 1991, Art bought and became CEO of a small textile manufacturer in Hopewell, NJ. Over the next seven years, while leading that firm to nearly 20-fold growth, Art began counseling individuals and small companies in the areas of finance, marketing, and information systems. In 1998, Art sold the textile firm and expanded the consulting business, then renamed Ernst & Forster Inc. In 2004 Art joined the Global Private Client division of Merrill Lynch as a Financial Advisor. In 2006 Art came on board at Byrne Asset Management as an advisor, portfolio manager, and office manager.