

Part 2A of Form ADV:  
Firm Brochure

Item 1 Cover Page

**Amazz Investment Management, Inc.**

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This document (brochure) provides information about the qualifications and business practices of Amazz Investment Management, Inc. (Firm or Amazz). If you have any questions about the contents of this brochure, please contact Amazz at (716) 839-5252.

The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority.

Amazz is a registered investment adviser. Registration of an investment adviser does not imply a certain level of skill or training. Additional information about Amazz is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

Item 2 Material Changes:

The only material changes from our prior version:

1. Updated assets under management information and Schwab trade commissions at Item 5.
2. Updated disclosure for a client's performance fees at Item 6.
3. Updated minor disclosures in Item 7.
4. Updated minor disclosures in Item 8.
5. Additional disclosures in Item 10 for other business activities of Mr. Pearson.
6. Additional disclosure in Item 11 for obtaining a copy of our Code of Ethics.
7. Updated disclosure for brokerage practices at Item 12.
8. Additional minor disclosures in item 13.
9. Additional minor disclosures in item 15.
10. Non material editing of prior wording and clarifications as necessary.

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#### Item 4 Advisory Business

Our investment philosophy essentially involves buying the stocks of companies that we believe are currently trading below the price where a competitor or other interested third party would buy the entire company. This is generally a value philosophy. We try to capitalize on those situations where we believe the stock market is inefficient in the short-term and more efficient in the long-term pricing of a particular stock. We believe that over time, the stock market will re-price the company's stock to properly reflect the company's value, or another company will do so for us.

We prefer, but are not wedded to certain financial attributes. We prefer well capitalized balance sheets that provide some floor to the value of the company. We also prefer companies that have a history of profitability, even if profits occasionally fall (few businesses avoid this over many years, but the better ones recover). Finally, we don't like businesses that require consistently high capital reinvestment. This leaves the company always borrowing money (increasing its debt outstanding) or issuing more shares to cover its negative cash flow, neither of which is good for us as a shareholder. It also makes the company vulnerable to falling prices or weak demand for its products.

We invest in all size companies, from very small to very large. Our style is to invest in companies regardless of size that we believe are undervalued. We especially like situations where some temporary bad news has hit the whole industry, which also hurts the stock prices of the better companies. This offers a good opportunity to purchase shares that may be temporarily undervalued.

We prefer managements that act in a fiduciary capacity and that are shareholders with us in the company. They are rewarded by increasing their company's stock price as an owner, just like us.

For clients that do not seek an individually directed stock program, we can assist them in establishing a mutual fund oriented asset allocation, based on their objectives. We will not use a fund that has a sales charge or "load" fee for which we would be paid.

Lastly, we invest our client's money as if it were our own. We don't take the trust they have given us lightly. We view our role as that of preserving and growing the resources, regardless of their size that they have entrusted to us by researching and buying undervalued stocks. We don't guarantee performance results, but you can be assured we will work hard to earn your trust.

## Item 5 Fees and Compensation

We are compensated based on the assets we are managing on your behalf. Our typical client pays a 1% fee for our investment management services, plus any incidental trading costs directly to Charles Schwab (typically \$4.99 to \$9.99 per trade). The investment management fee may be charged quarterly or annually, as preferred by the client. The fee may be reduced for larger client accounts or accounts where we do not manage the entire account. For clients using a mutual fund asset allocation program, the fee may also be reduced.

For new clients, the fee may be prorated based on the time when they became a client and the actual management of their account.

### General Fee Disclosure

We believe our fees are competitive with fees charged other investment advisors in the Great Lakes region. Amazz receives no sales commissions on any investment products purchased or sold for clients.

We have never set a minimum level of client assets requirement. Given the nature of our investment management style, this becomes more of a practical requirement upon discussion with a potential client.

### Termination of Agreement

The client retains the right to terminate their relationship with Amazz with 30 days written notice. Since investment management fees are paid in arrears, unpaid investment management fees are calculated and must be paid thru the end of the 30 day period.

Years in business: Since 2001

Registration Status: Registered with the SEC and/or New York State since May 28, 2002

Sole owner: Brian Pearson

Assets under Management as of December 31, 2017:

Discretionary Assets:	\$68,320,596
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Nondiscretionary Assets:	0
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Total Assets:	\$68,320,596
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Performance Fees:

In prior years, we had one client that requested a fee arrangement which provided for an enhancement or reduction to our normal annual fee charged to that client based on the client's annual performance versus the S&P 500. For 2018, per discussions with the client, it expected this client will revert back to our normal fee arrangement.

**Client Profile:**

We do not have a typical client. We likely have a typical client desire - to outperform the requisite equity benchmark index over time (i.e. to outperform the overall stock market over time), given their objectives.

Our clients are mostly individuals, high net worth individuals, and trustees that are looking for a long term relationship with an investment manager that offers a simple investment approach and easy access to their investment manager as needed.

We believe in developing long term relationships with our clients and their family.

As outlined in our investment approach above, we perform research on numerous companies on a regular basis using a proprietary valuation approach to identify companies that appear to be undervalued in relation to how the stocks of publicly traded companies are typically valued, based on factors such as the strength of their balance sheet, cash flows, growth, profitability, acquisition multiples paid for similar companies etc.

Stated simply, our investment strategy is to find and invest our clients' money in companies that our research shows to be undervalued.

For mutual fund oriented clients, our goal is to assist the client in meeting their objectives through the use of appropriate no-load, low cost mutual funds and exchange traded funds.



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Disciplinary Information

None.

Amazz is an independent investment advisor, unaffiliated with any other financial institution or securities dealer or issuer. Although we recommend our clients use Charles Schwab for custody of their account, we are not an affiliate of Charles Schwab. Mr. Pearson is not a registered representative of any broker dealer, including Charles Schwab.

Although we may refer our clients to various other professionals such as attorneys, accountants, etc., we are not affiliated with any other professional organization.

Mr. Pearson is a Certified Public Accountant (CPA) and also owns Pearson Financial Services which provides tax preparation and financial advisory consulting services to some clients of Amazz.

Mr. Pearson also also the founder and owner of Valuation Advisors, LLC, a business valuation advisory firm in Williamsville, New York. Mr. Pearson has obtained is Accredited Business Valuation (ABV) designation and Accredited Senior Appraiser (ASA) designation from the American Society of Appraisers.

Mr. Pearson is also the founder and owner of MergerShark, LLC, a merger and acquisition database licensed to other financial professionals and firms.

Mr. Pearson is also the founder and owner of the Valuation Advisors Pre-IPO Lack of Marketability database, a database licensed to other business valuation professionals and government agencies.

Mr. Pearson is also the owner of Pearson Publishing, LLC, the owner of articles written by Mr. Pearson and a patent pending filing.

Mr. Pearson is also a co-owner of Venture Capital, LLC, an entity set up to invest in Venture related activities.

The Amazz Code of Ethics is to simply always do what is right for our client.

We do not have an interest in client transactions or trades directly. Indirectly we benefit if our investment choices perform well as our client's assets under management rise and thus so would our fees based on our percentage fee structure, which may be lower as client assets under management increase.

Our approach is to personally invest in the same companies (equity or debt) or funds as our clients so they know our interest in long term performance that exceeds market benchmarks are aligned with theirs. We do not trade in front of our clients, but alongside them. Our Code of Ethics is designed to protect clients from Amazz employees performing an act which would result in, or give the appearance of resulting in, the employee's interest or firm's interest being placed in front of our clients' interests.

We have a complete Code of Ethics that clients may request a copy by contacting us at the address, telephone number or email on the cover page of this document

Amazz recommends clients use Charles Schwab to maintain custody of their client assets. Charles Schwab is consistently ranked as one of the top, low cost, custodians to investment advisors and retail brokerage customers. Charles Schwab provides clients numerous tools that they can access to better understand investments. Clients also have 24 hour online access to their accounts.

Schwab also provides similar research tools to Amazz, as long as Amazz maintains a certain level of client assets under management with Charles Schwab.

Amazz typically does not aggregate trades in any one security for clients collectively, but instead buys and sells securities individually in each client account. This may modestly increase such costs for a client each year, which we believe is more than offset by our overall low level of client trading activity given the Amazz investment management approach. Further, this avoids any possible favoritism on the allocation of securities from an aggregate purchase if insufficient securities were purchased.

Clients may experience different prices on the same security on a given transaction, as each trade is made individually, and the markets are in a constant state of price change throughout the day. Since we cannot predict short term movements up or down, we do not believe this approach favors one client over another.

Periodically, sometimes trades may take several days to be completely filled in all client accounts. This may also impact the price per share for each client differently.

If the security bid and ask price starts to increase because of trading activity or market conditions, this too may influence our decision to extend trading in any particular security over a several day period.

Client accounts are reviewed periodically as a function of buying and selling securities for the client. Account performance and billing is performed no less than annually for a client. Clients receive monthly statements from Charles Schwab (unless there is no activity in a client account and then Schwab may not issue a client statement that month) and are encouraged to review their statement to monitor our performance as their manager, but also ensure no unusual activity has occurred in their account. Clients are also provided a special telephone number for just their use, called the Schwab Alliance team. They are reachable at 800-515-2157.

We do not pay anyone for client referrals. The best referrals are those from existing clients who can speak directly to another possible client about their experience with Amazz. At present, our firm does virtually no marketing or advertising, so most of our client growth has come from such referrals or from Mr. Pearson's reputation in the community.

Item 15 Custody

Amazz does not maintain custody over any client assets or accounts. We use Charles Schwab and Company for custody, trading, client bill paying or money movement, as well as monthly or quarterly client statements.

We periodically review Charles Schwab versus other possible third party custodians for our clients to review items such as client services, execution of client trades, client available resources and costs of client trades to determine if the custody services offered by Charles Schwab remain competitive and in the best interest of our clients.

Item 16 Investment Discretion

Our clients typically give us a limited power of attorney to manage their accounts and move money as they direct us. That investment discretion is limited to stocks, bonds, mutual funds, money market accounts, municipal securities and certain covered options. It provides us the right to buy and sell securities at the times and in the amounts as Amazz deems appropriate to meet our investment objectives for the client.



Item 17    Voting Client Securities

We typically vote securities on behalf of our clients, depending on how their account paperwork is initially set up and signed by the client. Where we vote such stock, we keep a copy of each proxy form vote in our files and vote based on what we believe is in the best interest of the longer term value of the company. Any client wishing to review our proxy voting record in full may request a copy of such voting for any security held then or previously in their account.

Amazz is a New York State incorporated subchapter S corporation, with a calendar year end. Amazz is compliant with all tax and regulatory filings. There are no adverse conditions related to the firm's finances that are likely to impair its ability to meet any contractual obligation to clients. The firm has not been the subject of a bankruptcy filing in the last 10 years, and has remained unleveraged throughout its history, other than temporary loans to and from its shareholder as necessary.

Item 19 Requirements for State-Registered Advisers

State registered advisers are supposed to provide additional information to their clients and possible new clients about qualifications of the firm's owners and managers, if they hold professional designations.

Mr. Pearson is a Certified Public Accountant (CPA) and a Personal Financial Specialist (PFS). Below is a brief overview of these designations:

Descriptions for CPA and PFS - Part 28 of Form ADV (*Brochure Supplement*)

Certified Public Accountant (CPA) CPAs are licensed and regulated by their state boards of accountancy. While state laws and regulations vary, the education, experience and testing requirements for licensure as a CPA generally include minimum college education (typically 150 credit hours with at least a baccalaureate degree and a concentration in accounting), minimum experience levels (most states require at least one year of experience providing services that involve the use of accounting, attest, compilation, management advisory, financial advisory, tax or consulting skills, all of which must be achieved under the supervision of or verification by a CPA), and successful passage of the Uniform CPA Examination. In order to maintain a CPA license, states generally require the completion of 40 hours of continuing professional education (CPE) each year (or 80 hours over a two year period or 120 hours over a three year period). Additionally, all CPA's are American Institute of Certified Public Accountants (AICPA) members. This description represents the requirements as of 1/1/2011. It is the responsibility of the adviser to disclose the qualifications in place when he or she attained the credential. CPA's are required to follow a rigorous *Code of Professional Conduct* which requires that they act with integrity, objectivity, due care, competence, fully disclose any conflicts of interest (and obtain client consent if a conflict exists), maintain client confidentiality, disclose to the client any commission or referral fees, and serve the public interest when providing financial services. The vast majority of state boards of accountancy have adopted the AICPA's *Code of Professional Conduct* within their state accountancy laws or have created their own.

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Personal Financial Specialist (PFS) - The PFS credential demonstrates that an individual has met the minimum education, experience and testing required of a CPA in addition to a minimum level of expertise in personal financial planning. To attain the PFS credential, a candidate must hold an unrevoked CPA license, fulfill 3,000 hours of personal financial planning business experience, complete 80 hours of personal financial planning CPE credits, pass a comprehensive financial planning exam (or equivalent exam of another organization) and be an active member of the AICPA.

A PFS credential holder is required to adhere to AICPA's *Code of Professional Conduct*, and is encouraged to follow AICPA's *Statement on Responsibilities in Financial Planning Practice*. To maintain their PFS credential, the recipient must complete 60 hours of financial planning CPE credits every three years. The PFS credential is administered through the AICPA.

Mr. Pearson holds both credentials, as well as the AIPCA's Accredited in Business Valuation (ABV) and Certified in Financial Forensics (CFF) designations.

