

GeoWealth Management, LLC

**444 N. Michigan Avenue, Suite 820
Chicago, IL 60611**

March 2015

CRD 148222

This Form ADV Part 2A (the “**Brochure**”) provides information about the qualifications and business practices of GeoWealth Management, LLC (“**GeoWealth**”). If you have any questions about the contents of this Brochure, please contact us at +1 816 802 6622 or by email at jack.hannah@geowealth.com. You may also visit our website at www.geowealth.com.

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.

GeoWealth is a registered investment adviser. Registration of an Investment Adviser does not imply that GeoWealth or any of its principals or employees possess a particular level of skill or training in the investment advisory business or any other business.

Additional information about GeoWealth is also available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 - Material changes

Since our previous Annual Updating Amendment filed in March 2014, GeoWealth moved their primary office location from New York, NY to Chicago, IL. The new office location is disclosed on the cover page of this Brochure.

Item 3 - Table of contents

Item 2 - Material changes	2
Item 3 - Table of contents	3
Item 4 - Advisory Business.....	4
Item 5 - Fees and Compensation	5
Item 6 - Performance Fees.....	5
Item 7 - Types of Clients.....	6
Item 8 - Methods of Analysis, Sources of Information, Investment Strategies Risk of Loss	6
Item 9 - Disciplinary Information	9
Item 10 - Other Financial Industry Activities and Affiliations.....	9
Item 11 - Code of Ethics, Participation/Interest in Client Transactions, Personal Trading	9
Item 12 - Brokerage Practices.....	10
Item 13 - Review of Accounts.....	11
Item 14 - Client Referrals and Other Compensation	11
Item 15 - Custody	12
Item 16 - Investment Discretion	12
Item 17 - Voting Client Securities	12
Item 18 - Financial Information	13

Item 4 - Advisory Business

GeoWealth Management, LLC (“**GeoWealth**” or the “**Firm**”) is a limited liability company organized in 2004 under the laws of the State of Delaware. The Firm is registered as an investment adviser with the SEC pursuant to the Investment Advisers Act of 1940 (“**Advisers Act**”). GeoWealth Holdings LLC is the majority owner of GeoWealth.

Managed Account Platform

GeoWealth provides investment advisory services to clients on a discretionary and non-discretionary basis through subadvisory agreement to certain clients (“**Platform Clients**”) of other registered investment advisers.

Compensation for investment advisory services is based on a percentage of assets under management and on a percentage of annual profits, as described in more detail below.

Pooled Investment Vehicles

GeoWealth provides discretionary investment advisory services to privately pooled investment vehicles through a master-feeder structure, GeoWealth Master Fund, L.P. (the “**Master Fund**”) and GeoWealth Equity Fund, L.P. (the “**Domestic Feeder Fund**”). Unless otherwise mentioned, the Master Fund and the Domestic Feeder Fund will be collectively referred to as the “**Fund**.”

The Domestic Feeder Fund is offered to high net-worth, financially sophisticated individuals and institutional investors. The Domestic Feeder Fund (and any future offshore feeder fund(s)) invests substantially all of its assets in the Master Fund.

The Fund is managed in accordance with its investment objectives, strategies, restrictions and guidelines.

GeoWealth does not provide individualized advice to investors in the Fund, and therefore investors should consider whether the Fund meets their investment objectives and risk tolerance prior to investing. Detailed information about the Fund can be found in offering documents, including the confidential offering memorandum.

The Platform Clients and Funds may be collectively referred to as the “**Clients**.”

As of December 31, 2014, GeoWealth managed approximately \$279.5 million of regulatory assets on a discretionary basis and \$223.8 million of regulatory assets on a non-discretionary basis.

Item 5 - Fees and Compensation

GeoWealth offers services on a fee-only basis. The typical management fee is as follows:

Managed Account Platform

Platform Clients are generally charged an annual management fee (payable quarterly in advance or in arrears depending on the Platform Client) ranging from 0.30% - 0.75% of the assets under management in the Platform Client's account. Fees are generally deducted directly from the Platform Client's custodial account on a quarterly basis.

Platform Clients are responsible for all custodial fees and any fees associated with mutual funds and other transactions.

The Fund

Investors in the Fund are generally charged a 2% per annum management fee, paid monthly in arrears.

GeoWealth may, in their absolute discretion, waive, reduce or vary any notice periods, minimum amounts, conditions to redemption, periods for or terms of remittance of redemption proceeds, charges or other requirements, terms or limitations. GeoWealth may also waive or reduce the management fee and/or the performance fee, as applicable, for particular investors.

The management fee is deducted directly from the Fund's custodial account. Fund expenses are paid directly by the Fund, including brokerage fees, custodial fees, organizational fees and other fund expenses.

Item 6 - Performance Fees

The Fund

GeoWealth generally charges the Fund a performance fee equal to 20% of the net realized and unrealized appreciation in the Net Asset Value of the Fund's sub-capital accounts. The net capital appreciation upon which the calculation of the performance fee is based will be reduced to the extent of any unrecovered balance remaining in the Loss Recovery Account. The performance based fee (if any) will be charged annually in arrears.

The performance based fee may be reduced or waived at GeoWealth's discretion.

GeoWealth's performance fee is charged in compliance with Rule 205-3 of the Advisers Act whereby each client that is charged a performance fee must be a "**qualified client**." Therefore, investors in the Fund that reside in the United States and who are charged a performance fees are required to meet the definition of a qualified clients.

The performance fee may create an incentive for GeoWealth to recommend investments, which may be riskier or more speculative than those that would be recommended under a different fee arrangement. GeoWealth has procedures designed and implemented to prevent this conflict from influencing investment decisions and to ensure that all clients (and Funds) are treated fairly.

Item 7 - Types of Clients

As described in Item 4 of this Brochure, GeoWealth generally provides investment advice to the Funds and Platform Clients.

Investors in the Fund may include high net worth individuals and a variety of institutional investors (e.g. trusts, endowments, foundations, corporations and other types of entities, including private fund-of-funds and other corporations or businesses) meeting the terms of the exceptions and exemptions under which the Fund operates and wishing to invest in accordance with the Fund's investment objective. Investors in the Fund must meet the requirements for "accredited investors" under the 1933 Act and a "qualified client" under the Advisers Act.

Platform Clients generally consist of high net worth individuals, trusts, family offices, corporations and other business entities.

The initial investment amount for the Fund is \$250,000, which may be lowered at the sole discretion of GeoWealth.

Item 8 - Methods of Analysis, Sources of Information, Investment Strategies Risk of Loss

Methods of Analysis & Investment Strategy

GeoWealth utilizes proprietary quantitative trading models as a trading and analysis method.

The main sources of information GeoWealth uses include:

- Inspections of corporate activities
- S&P's compustat data
- Annual reports, prospectuses, filings with the SEC

Investment strategies used to implement investment advice include:

- Long-term purchases (securities held at least a year)
- Short-term purchases (securities sold within a year)
- Trading (securities sold within 30 days)
- Short sales

Managed Account Platform

The Platform Client and the Adviser compile pertinent financial and demographic information through a detailed questionnaire to develop an investment program that will meet the Platform Client's goals and objectives. The information collected is forwarded to the primary investment adviser for the Platform Client's account for review, to analyze the information and recommend an appropriate trading model based on the Platform Client's needs and objectives, investment time horizon, risk tolerance and any other pertinent factors. GeoWealth's research team uses a number of proprietary analytical tools and commercially available optimization software applications in developing its models. Among the factors considered in designing these models are historical rates of risk and return for various asset classes, correlation across asset classes,

and risk premiums. However, the primary investment adviser may customize the model by selecting the specific, underlying investments in the appropriate model to better meet the Platform Client's risks and needs.

The Fund

Investors in the Fund are offered a single portfolio comprised of multiple quantitative models designed by GeoWealth that invest in equity securities and exchange traded funds ("**ETFs**").

The assets of the Fund will be primarily invested in, but not limited to, equity and equity related securities listed on U.S. exchanges.

Types of Investments

GeoWealth offers advice on liquid equities (exchange-listed, securities traded over-the-counter and securities of foreign issuers), generally, with a market capitalization of \$250 million or more. The equities generally will represent the recommendations of several systematic proprietary models developed by GeoWealth. The models encompass the large-cap growth, large-cap value, small-cap growth and small-cap value equity classes, with a greater focus on the large-cap value equity universe.

Risk of Loss Factors

Platform Clients and Fund investors face significant investment risks in attempting to carry out the investment strategies. These include, but are not limited to, risks that the equity securities will decline in value, risks inherent in short sales, and counterparty risks in derivative transactions and other instruments.

In addition, all investments involve the risk of loss, including (among other things) loss of principal, a reduction in earnings (including interest, dividends and other distributions), and the loss of future earnings. These risks include market risk, interest rate risk, issuer risk, and general economic risk. Although we manage the assets in a manner consistent with risk tolerances, there can be no guarantee that our efforts will be successful. Platform Clients and Fund investors should be prepared to bear the risk of loss.

The following are certain material risks involved in our investment strategy. This list does not purport to be a complete enumeration or explanation of the risks associated with our investment strategy. Fund investors can review the private placement memorandum for a complete list of risks involved with investing in the Fund.

Portfolio Turnover

The investment strategy may require GeoWealth to actively trade and, as a result, turnover and brokerage commission expenses may exceed those of other investment entities of comparable size.

Small to Medium Capitalization Companies

GeoWealth may invest a portion of Client assets in the stocks of companies with small to medium-sized market capitalizations. While GeoWealth believes these investments often

provide significant potential for appreciation, those stocks, particularly smaller-capitalization stocks, involve higher risks in some respects than do investments in stocks of larger companies. For example, prices of such stocks are often more volatile than prices of large-capitalization stocks. In addition, due to thin trading in some such stocks, an investment in these stocks may be more illiquid than that of larger capitalization stocks.

Lack of Diversification

The portfolios may not be widely diversified among sectors, industries, geographic areas or types of securities. Further, the portfolios may not necessarily be diversified among a wide range of issuers. Accordingly, the portfolios may be subject to more rapid change in value than would be the case if the portfolios were required to maintain a wide diversification among companies or industry groups.

Short-Sales

GeoWealth may effect short sales. Short sales can, in certain circumstances, substantially increase the impact of adverse price movements on a portfolio. A short sale involves the risk of a theoretically unlimited increase in the market price of the particular investment sold short, which could result in an inability to cover the short position and a theoretically unlimited loss. There can be no assurance that securities necessary to cover a short position will be available for purchase.

Leverage

GeoWealth may trade on margin, engage in other forms of borrowing to finance their operations and use other forms of financial leverage. The level of interest rates and the rates at which the Funds and Client accounts can borrow will affect the operating results. Fluctuations in the market value of the portfolio of a heavily leveraged Client account can have a disproportionately large effect in relation to the capital of that Fund or account. Any event which may adversely affect the value of positions held by a Client account could significantly affect the net asset value. The Funds may also borrow funds from time to time for liquidity purposes or otherwise as GeoWealth deems appropriate.

Limited Withdrawal and Transfer Rights

An investor in the Fund generally will be permitted to withdraw all or any part of a capital only on a quarterly basis. Transfers of Fund interests will be permitted only with the written consent of GeoWealth. Accordingly, the Fund interests should only be acquired by investors willing and able to commit their funds for an appreciable period of time.

Reliance on Management and Key Personnel

Investors in the Fund have no right or power to take part in the management or investment decisions of the Fund. Accordingly, no investor should invest in the Fund unless such investor is willing to entrust all aspects of management to GeoWealth. The investment performance of the Fund depends largely on the skill of key personnel of GeoWealth. If key personnel were to leave GeoWealth, it might not be able to find equally desirable replacements and the performance of the Client accounts could, as a result, be adversely affected.

Item 9 - Disciplinary Information

This item is not applicable.

Item 10 - Other Financial Industry Activities and Affiliations

GeoWealth, through common ownership, is affiliated with Frontier Wealth Management, LLC a registered investment adviser with the SEC.

Item 11 - Code of Ethics, Participation/Interest in Client Transactions, Personal Trading

Participation or Interest in Client Transactions

GeoWealth and some related persons may invest their personal assets in the Fund and therefore such persons may hold the same securities as other Client accounts. In addition, certain employees of GeoWealth may own securities in their personal accounts that are also recommended by GeoWealth. The Firm has established procedures intended to limit conflicts of interest in cases where GeoWealth or any of their employees buys or sells securities recommended by GeoWealth to our Clients.

Code of Ethics & Personal Trading

Pursuant to Rule 204A-1 of the Advisers Act, we have adopted both a Code of Ethics and an Employee Investment Policy that establish various procedures with respect to investment transactions in accounts in which our employees or related persons have a beneficial interest or accounts over which an employee has investment discretion.

GeoWealth recognizes and believes that (i) high ethical standards are essential for its success and to maintain the confidence of its Clients; (ii) its long-term business interests are best served by adherence to the principle that the interests of Clients come first; and (iii) it has a fiduciary duty to its Clients to act solely for the Client's benefit. All GeoWealth employees must put the Clients' interests before their own personal interests and must act honestly and fairly in all respects in dealings with clients. All GeoWealth employees must also comply with all federal securities laws.

In general, employees (and members of their immediate households) must obtain written pre-approval from the CCO prior to executing a personal transaction in equity securities, ETFs, options and futures. The spirit of the Code of Ethics is to discourage frequent trading in employee personal accounts. In addition, employees may not acquire securities for their own account in an initial public offering. Employees must also obtain pre-approval from the CCO before engaging in any outside business activities or private placements.

All employees must provide duplicate copies of brokerage statements, for accounts over which the employee has discretion, to the CCO. These records are used to monitor compliance with the foregoing policies. Employees must also annually attest to the location of their holdings.

These policies apply to any personal transactions involving equity, debt, options, futures (or derivative products related to these securities). This policy does not apply to transactions involving government securities, open-end mutual funds, or other instruments which afford the investor no discretion over individual securities transactions.

GeoWealth strictly prohibits the misuse or inappropriate communication of inside information in connection with securities transactions. GeoWealth, as well as federal and state securities laws, also prohibit the practice of market manipulation (action intended to deceive or defraud investors by controlling or artificially affecting the price of securities).

In special situations, GeoWealth may create an information barrier or a “Chinese Wall” procedure that restricts the disclosure of confidential information to those who have a genuine “need to know” the information. The Firm has also adopted communications guidelines designed to assist personnel in understanding their duties and responsibilities regarding the receipt and the communication of financial and other sensitive information.

GeoWealth restricts the giving and receiving of gifts, limiting participation in and sponsoring of entertainment events, and requiring the reporting of gifts and entertainment to the CCO subject to certain exceptions. GeoWealth also has a policy that governs political contributions to certain officials and political parties. This policy is designed, among other things, to address the requirements of Rule 206(4)-5 under the Advisers Act.

Our Code of Ethics and Employee Investment Policy are available upon request by any Client or prospective Client.

Item 12 - Brokerage Practices

Brokerage Discretion

GeoWealth generally has discretion over the selection of the custodian and brokers to be used and the commission rates to be paid for the Funds. In selecting brokers and negotiating commission rates, GeoWealth will take into account the financial stability and reputation of brokerage firms, referrals of investors (consistent with best execution), and the brokerage and research and related services provided by such brokers.

Best Execution

As a fiduciary, the Firm has an obligation to seek best execution of transactions under the circumstances of the particular transaction. To fulfil this duty, GeoWealth must execute securities transactions for Clients in such a manner that total costs or proceeds in each transaction are the most favorable under the circumstances.

Best execution is determined on a trade-by-trade basis, and should result in the best qualitative execution, not necessarily the best possible commission cost. In selecting brokers and dealers to effect portfolio transactions for the Clients, we will consider such factors as the ability of the brokers or dealers to effect the transactions, their facilities, reliability and financial responsibility, and the provision or payment (or the rebate for payment) of the costs of brokerage or research products or services which we consider to be of benefit.

GeoWealth is not required to solicit competitive bids and does not have an obligation to seek the lowest available commissions or other transaction costs. Accordingly, the commissions and

other transaction costs charged by brokers or dealers in the foregoing circumstances may be higher than those charged by other brokers or dealers that may not offer such products or services.

Clients may have different investment strategies, objectives and parameters, therefore it is possible that certain Clients may hold securities that other Clients do not, or certain Client accounts may be long a particular security while others may short that same security. However, GeoWealth will treat all Clients are fairly and equitably when allocating investment opportunities.

Principal Trading

GeoWealth does not engage in any principal transactions.

Soft Dollars

The term “soft dollars” arrangements is generally used to describe an agreement that involves a transaction between an investment adviser and a broker-dealer, whereby a broker-dealer provides the investment adviser with research or other services or products in return for commission dollars paid for executing transactions for client accounts. In providing research services, the broker-dealer may produce these “in-house” or obtain them externally from third parties.

Research products and services provided may include research reports on particular industries and companies, economic surveys and analyses, advice from strategic, financial and industry consultants and advisors, etc.

Currently GeoWealth does not receive any soft dollar benefits. However, it is GeoWealth’s policy to stay within the safe harbor provisions of 28(e) should the Firm do so in the future.

Item 13 - Review of Accounts

All Client accounts managed by GeoWealth are generally reviewed at least on an annual basis to ensure conformity with Client objectives and guidelines.

GeoWealth will provide each investor in the Fund with written periodic reports no less than annually that will include financial statements, information concerning valuations, profits, gains and losses.

Platform Clients will receive statements regarding their accounts, their holdings, transactions and fees at least monthly, directly from the custodians. The Platform Client has full access and daily transparency into their accounts held at the qualified custodian.

Item 14 - Client Referrals and Other Compensation

GeoWealth does not currently have any arrangements with independent third party marketers.

Item 15 - Custody

The amended and revised Rule 206(4)-2 of the Advisers Act (the “**Custody Rule**”) sets forth extensive requirements regarding possession or custody of client funds or securities. The Custody Rule requires advisers that have custody of client securities or funds to implement a set of controls designed to protect those client assets from being lost, misused, misappropriated or subject to financial reverses.

Advisers with custody of client funds and securities must maintain them with “qualified custodians.” Qualified custodians under the amended rule include banks and savings associations and registered broker-dealers.

GeoWealth does not maintain direct custody or possession of any of its Client’s funds or securities. GeoWealth currently uses Charles Schwab, Interactive Brokers and TD Ameritrade as the qualified custodians for the Platform Clients. Through this arrangement the custodians will provide, among other things, clearing, custodial and record keeping services. Platform Clients will receive account statements directly from the qualified custodian and should carefully review those statements. GeoWealth is also deemed to have custody over the Fund assets. In accordance with the Custody Rule, a qualified custodian will not be required to deliver quarterly account statements to the Funds or their respective investors as long as (i) the Funds are audited by an independent public accountant that is registered with, and subject to inspection by, the Public Company Accounting Oversight Board, (ii) the Funds’ audited financial statements are prepared in accordance with U.S. generally accepted accounting principles, and (iii) GeoWealth delivers such annual audited financial statements to investors within 120 days after the end of each Fund’s fiscal year.

Item 16 - Investment Discretion

Other than the parameters established by GeoWealth and the Client, the Firm has been granted full discretionary authority to manage the Clients without limitations. These terms are set out in the Fund’s offering documents and, for the Platform Clients in the Investment Management or Wealth Management agreement.

Item 17 - Voting Client Securities

GeoWealth has established proxy voting policies and procedures such that the CCO will oversee the proxy voting process. These procedures are designed to ensure that proxies are voted in the best interest of the Clients.

Each Client will designate in the respective agreement whether they choose to vote proxies themselves or have GeoWealth vote proxies on their behalf. Should GeoWealth vote proxies on behalf of the Client, they will generally do so with management. GeoWealth will always vote proxies in the best interest of the Client.

On at least an annual basis, GeoWealth will review its proxy voting policy in order to determine whether it is necessary to amend the current policy. The CCO will maintain a list of all proxies and how they were voted and make such information available upon request along with the proxy voting policies.

Item 18 - Financial Information

GeoWealth has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to Clients or investors, and has not been the subject of bankruptcy proceedings.