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**Form ADV Parts 2A**

**Annual Update for 2011**

**Effective Date: March 31, 2011**

Weber Asset Management, Inc. is a Registered Investment Advisor with the United States Securities and Exchange Commission. This registration does not imply any special skill designations or training.

This brochure does contain certain amendments from the previous year. In addition, this brochure provides information about the qualifications and business practices of Weber Asset Management, Inc. If you have any questions about the contents of this brochure, please contact Weber Asset Management at 516-326-3299 or at [info@weberasset.com](mailto:info@weberasset.com).

The United States Securities and Exchange Commission or any state securities authority has not nor does not approve or verify the information disclosed in this brochure. Additional information about Weber Asset Management, Inc. (SEC File #: 801-42886) is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

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#### **Item 4: Advisory Business**

- Part A: Describe your advisory firm, including how long you have been in business. Identify the principal owners(s).

**Weber Asset Management, Inc. is an independent investment adviser firm specializing in investing individual as well as institutional clients in mutual funds. Weber Asset Management (WAM) has been in existence since 1992. Ken Weber is the current president and sole principal owner of WAM.**

- Part B: Describe the types of advisory services you offer. If you hold yourself out as specializing in a particular type of advisory service, such as financial planning, quantitative analysis, or market timing, explain the nature of that service in greater detail. If you provide investment advice only with respect to limited types of investments, explain the type of investment advice you offer, and disclose that your advice is limited to those types of investments.

**Weber Asset Management is an investment advisement and portfolio money management firm. WAM invests monies for individual and institutional clients in various crafted portfolios which have been formulated by WAM. These models typically consist of Fidelity mutual funds. WAM trades on behalf of its clients should market conditions warrant.**

**Weber Asset Management is responsible for overseeing its clients' portfolios on a daily basis. WAM would also be the first line of communication should clients need any form of special servicing for their respective accounts.**

- Part C: Explain whether (and if so, how) you tailor your advisory services to the individual needs of clients. Explain whether clients may impose restrictions on investing in certain securities or types of securities.

**Weber Asset Management tailors its services to the needs of its clients. This is accomplished by managing an array of different types of portfolio models which range from aggressive to conservative. These portfolios give WAM the tools which it deems most appropriate in meeting the client's risk tolerance level and investment needs.**

**Although it is not of normal business practice, should a client wish to refrain from investing in a particular Fidelity mutual fund, WAM, at its discretion, would accommodate the client's request to the best of its ability.**

- Part D: If you participate in wrap fee programs by providing portfolio management services, (1) describe the differences, if any, between how you manage wrap fee accounts and how you manage other accounts, and (2) explain that you receive a portion of the wrap fee for your services.

**Weber Asset Management does not utilize wrap fee programs.**

- Part E: If you manage client assets, disclose the amount of client assets you manage on a discretionary basis and the amount of client assets you manage on a non-discretionary basis. Disclose the date "as of" which you calculated the amounts.

**All accounts are managed on a discretionary basis. As of December 31, 2010, the total assets under management is \$246,370,949.**

## **Item 5: Fees and Compensation**

Part A: Describe how you are compensated for your advisory services. Provide your fee schedule. Disclose whether the fees are negotiable.

**Weber Asset Management charges a management fee for its services. Fees are based on the assets under management as of the last business day of the previous quarter. Fees are based on a tiered scale. Fees are negotiable in rare cases.**

### **For regular managed accounts**

For any assets managed using Fidelity Non-Select mutual funds, an account will be billed at the annual rate as follows:

1.2% for the first \$100,000  
1.0% for the next \$400,000  
0.8% for the next \$500,000  
0.7% for amounts above \$2,000,000

Fidelity Select Funds in the account will be billed at annual rates as follows:

1.7% for the first \$100,000  
1.5% for amounts above \$100,000

### **For 401(k) managed accounts**

<u>Plan Assets</u>	<u>Annual Fee *</u>
Up to \$3,000,000	1.2%
\$3,000,000 to \$5,000,000	1.0%
\$5,000,000 to \$7,000,000	.90%
\$7,000,000 to \$10,000,000	.80%
\$10,000,000 to \$15,000,000	.70%
\$15,000,000 to \$25,000,000	.60%
Over \$25,000,000	.55%

\* The annual fee is applied to the entire amount of assets based on plan asset size. A plan is billed at point in scale.

Part B: Describe whether you deduct fees from clients' assets or bill clients for fees incurred. If clients may select either method, disclose this fact. Explain how often you bill clients or deduct your fees.

Weber Asset Management conducts its billing cycle on a quarterly basis. WAM does give the client the choice in paying management fees in the form of a check or have it deducted from the respective account, providing that the particular account allows for this feature. In addition, the client can modify his or her choice. WAM usually requests a letter or an e-mail to confirm the client's change in choice of method in payment of management fees.

Part C: Describe any other types of fees or expenses clients may pay in connection with your advisory services, such as custodian fees or mutual fund expenses. Disclose that clients will incur brokerage and other transaction costs, and direct clients to the section(s) of your brochure that discuss brokerage.

Weber Asset Management only charges a quarterly management fee for its services. At times, an account might be charged with a Fidelity Investments short-term redemption fee, should a trade be warranted from a fund before the required short-term holding period has been satisfied. Nevertheless, this scenario is not frequent and is not part of the mainstream in WAM's management of its accounts.

Part D: If your clients either may or must pay your fees in advance, disclose this fact. Explain how a client may obtain a refund of a pre-paid fee if the advisory contract is terminated before the end of the billing period. Explain how you will determine the amount of the refund.

Weber Asset Management clients pay for management fees in advance, at the beginning of each quarter. The value of the management fee is based on the account's assets under management as of the last business day of the previous quarter.

Should a client wish to terminate WAM's management over a particular account before the end of the quarter, a prorated refund check would be distributed. The determination of the refund is as follows:

$$\text{Amount of Paid Management Fee} \times \left[ \frac{\text{The number of days left in the current quarter from time of cancellation}}{\text{The total days in the current quarter}} \right]$$

*Part E: If you or any of your supervised persons accepts compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds, disclose this fact and respond to Items 5.E.1, 5.E.2, 5.E.3 and 5.E.4.*

**Weber Asset Management does not accept compensation for the sale of securities or other investment products. Items 1 through 4 are not applicable to WAM.**

- 1. Explain that this practice presents a conflict of interest and gives you or your supervised persons an incentive to recommend investment products based on the compensation received than on a client's needs. Describe how you address conflicts that arise, including your procedures for disclosing the conflicts to clients. If you primarily recommend mutual funds, disclose whether you will recommend "no-load" mutual funds.*
- 2. Explain that clients have the option to purchase investment products that you recommend through other brokers or agents that are not affiliated with you.*
- 3. If more than 50% of your revenue from advisory clients results from commissions and other compensation for the sale of investment products you recommend to your clients, including asset-based distribution fees from the sale of mutual funds, disclose that commissions provide your primary or, if applicable, your exclusive compensation.*
- 4. If you charge advisory fees in addition to commissions or markups, disclose whether you Reduce your advisory fees to offset the commissions or markups.*

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

*If you or any of your supervised persons accepts performance-based fees- that is, fees based on a share of capital gains on or capital appreciation of the assets of a client (such as a client that is a hedge fund or other pooled investment vehicle) - disclose this fact. If you or any of your supervised persons manage both accounts that are charged a performance-based fee and accounts that are charged another type of fee, such as an hourly or flat fee or an asset-based fee, disclose this fact. Explain the conflicts of interests that you or you or your supervised persons face by managing these accounts at the same time, including that you or your supervised persons have an incentive to favor accounts for which you or your supervised persons receive a performance-based fee, and describe generally how you address these conflicts.*

**Weber Asset Management does not engage in performance-based fee programs.**

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

*Describe the types of clients to whom you generally provide investment advice, such as individuals, trusts, investment companies, or pension plans. If you have any requirements for opening or maintaining an account, such as a minimum account size, disclose the requirements.*

**Weber Asset Management provides investment advice to individual and institutional clients. For account management, WAM requires a minimum investment of \$200,000 per account. Exceptions to this requirement are done on a case by case basis.**

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

*Part A: Describe the methods of analysis and investment strategies you use in formulating investment advice or managing assets. Explain that investing in securities involves risk of loss that clients should be prepared to bear.*

**Weber Asset Management outsources its market and fund analysis to Independent Fidelity Investors, Inc. (IFI), operated by John (Jack) Bowers. He is an independent consultant to WAM, and is WAM's Chief Investment Strategist. Jack utilizes his own technical and fundamental market analysis tools in providing his fund recommendations to the WAM portfolio models as well as his indications as to when a trade in a particular portfolio model would be necessary.**

**After a detailed conversation with the client, Ken Weber would recommend a portfolio model which is deemed most appropriate to the client's risk tolerance level and investing needs.**

**In the conversation, Ken Weber always states that past performance is no guarantee of future results. The risk of loss is also in WAM's Letter of Agreement with clients, which states the following: "I (the client) understand that all investments in stocks and/or bonds entail risk, and some investment decisions may result in profits and others in losses, and that Weber Asset Management cannot guarantee that my investment objective will be realized."**

Part B: *For each significant investment strategy or method of analysis you use, explain the material risk involved. If the method of analysis or strategy involves significant or unusual risks, discuss these risks in detail. If your primary strategy involves frequent trading of securities, explain how frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.*

**Weber Asset Management portfolios tend to fluctuate with the broad stock and bond markets. Therefore, the major risk is portfolio devaluation in relation to the current market conditions. In addition, WAM does not excessively trade its accounts and makes trades only when Jack Bowers, through the use of his systems, warrant that a trade is to occur.**

Part C: *If you recommend primarily a particular type of security, explain the material risks involved. If the type of security involves significant or unusual risks, discuss these risks in detail.*

**Weber Asset Management primarily recommends Fidelity Investments mutual funds. WAM believes that the recommended Fidelity mutual funds have a suitable degree of diversification thus limiting (but not eradicating) the client's exposure to significant risk.**

### **Item 9: Disciplinary Information**

*If there are legal or disciplinary events that are material to a client's or prospective client's evaluation of your advisory business or the integrity of your management, disclose all material facts regarding those events.*

**Weber Asset Management does not have any history of legal disputes nor is involved in any disciplinary actions. Items 9.A, 9.B, and 9.C, are not applicable.**

*Items 9.A, 9.B, and 9.C list specific legal and disciplinary events presumed to be material for this Item. If your advisory firm or a management person has been involved in one of these events, you must disclose it under this Item for ten years following the date of the event, unless (1) the event was resolved in your or the management person's favor, or was reversed, suspended or vacated, or (2) you have rebutted the presumption of materiality to determine that the event is not material (see Note below). For purposes of calculating this ten-year period, the "date" of an event is the date that the final order, judgment, or decree was entered, or the date that any rights of appeal from preliminary orders, judgments or decrees lapsed.*

*Items 9.A, 9.B, and 9.C do not contain an exclusive list of material disciplinary events. If your advisory firm or a management person has been involved in a legal or disciplinary event that is not listed in Items 9.A, 9.B, or 9.C, but nonetheless is material to a client's or prospective client's evaluation of your advisory business or the integrity of its management, you must disclose the event. Similarly, even if more than ten years have passed since the date of the event, you must disclose the event if it is so serious that it remains material to a client's or prospective client's evaluation.*



*A. A criminal or civil action in a domestic, foreign or military court of competent jurisdiction in which your firm or a management person*

*1. was convicted of, or pled guilty or nolo contendere ("no contest") to (a) any felony; (b) a misdemeanor that involved investments or an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;*

*2. is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;*

*3. was found to have been involved in a violation of an investment-related statute or regulation; or*

*4. was the subject of any order, judgment, or decree permanently or temporarily enjoining, or otherwise limiting, your firm or a management person from engaging in any investment-related activity, or from violating any investment-related statute, rule, or order.*

*B. An administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which your firm or a management person*

*1. was found to have caused an investment-related business to lose its authorization to do business; or*

*2. was found to have been involved in a violation of an investment-related statute or regulation and was the subject of an order by the agency or authority*

*(a) denying, suspending, or revoking the authorization of your firm or a management person to act in an investment-related business;*

*(b) barring or suspending your firm's or a management person's association with an investment-related business;*

*(c) otherwise significantly limiting your firm's or a management person's investment-related activities; or*

*(d) imposing a civil money penalty of more than \$2,500 on your firm or a management person.*

*C. A self-regulatory organization (SRO) proceeding in which your firm or a management person*

*1. was found to have caused an investment-related business to lose its authorization to do business; or*

*2. was found to have been involved in a violation of the SRO's rules and was: (i) barred or suspended from membership or from association with other members, or was expelled from membership; (ii) otherwise significantly limited from investment-related activities; or (iii) fined more than \$2,500.*

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

*A. If you or any of your management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer, disclose this fact.*

**Weber Asset Management is not registered as a broker-dealer and is not a registered representative of a broker-dealer.**

*B. If you or any of your management persons are registered, or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities, disclose this fact.*

**Weber Asset Management is not registered in the areas as described above.**

*C. Describe any relationship or arrangement that is material to your advisory business or to your clients that you or any of your management persons have with any related person listed below. Identify the related person and if the relationship or arrangement creates a material conflict of interest with clients, describe the nature of the conflict and how you address it.*

*1. broker-dealer, municipal securities dealer, or government securities dealer or broker.*

**Although Weber Asset Management is an independent investment adviser firm, WAM exclusively utilizes Fidelity Investments as its custodian. WAM client accounts are also held at Fidelity Investments. WAM does not have any conflicts of interests in utilizing Fidelity Investments. In addition, WAM does not receive any economic benefit or compensation from Fidelity Investments.**

*2. investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund," and offshore fund)*

*3. other investment adviser or financial planner*

*4. futures commission merchant, commodity pool operator, or commodity trading advisor*

5. *banking or thrift institution*
6. *accountant or accounting firm*
7. *lawyer or law firm*
8. *insurance company or agency*
9. *pension consultant*
10. *real estate broker or dealer*
11. *sponsor or syndicator of limited partnerships.*

*D. If you recommend or select other investment advisers for your clients and you receive compensation directly or indirectly from those advisers that creates a material conflict of interest, or if you have other business relationships with those advisers that create a material conflict of interest, describe these practices and discuss the material conflicts of interest these practices create and how you address them.*

**Weber Asset Management does not recommend other investment advisers to its clients nor does it have any business relationships with other investment firms which would create a conflict of interest.**

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

A. *If you are an SEC-registered adviser, briefly describe your code of ethics adopted pursuant to SEC rule 204A-1 or similar state rules. Explain that you will provide a copy of your code of ethics to any client or prospective client upon request.*

**Weber Asset Management provides a copy of its Code of Ethics to any client or prospective client upon request. Below are WAM's main guidelines in its code of ethics.**

- **Be objective in rendering advice to clients.**
- **Respond to client requests promptly.**
- **Always be courteous and professional while interacting with clients.**
- **Provide a level of fairness to all clients in services rendered.**
- **Always attend to the needs of the client first.**
- **Do not engage in activities which might cause a conflict of interest.**
- **Protect the client's privacy by not sharing any unauthorized information.**
- **Respect the privacy rights amongst WAM staff members.**

B. *If you or a related person recommends to clients, or buys or sells for client accounts, securities in which you or a related person has a material financial interest, describe your practice and discuss the conflicts of interest it presents. Describe generally how you address conflicts that arise.*

*Examples: (1) You or a related person, as principal, buys securities from (or sells securities to) your clients; (2) you or a related person acts as general partner in a partnership in which you solicit client investments; or (3) you or a related person acts as an investment adviser to an investment company that you recommend to clients.*

**Weber Asset Management does not recommend securities or trade securities for client accounts in which it has a material financial interest.**

*C. If you or a related person invests in the same securities (or related securities, e.g., warrants, options or futures) that you or a related person recommends to clients, describe your practice and discuss the conflicts of interest this presents and generally how you address the conflicts that arise in connection with personal trading.*

*D. If you or a related person recommends securities to clients, or buys or sells securities for client accounts, at or about the same time that you or a related person buys or sells the same securities for your own (or the related person's own) account, describe your practice and discuss the conflicts of interest it presents. Describe generally how you address conflicts that arise.*

**In response to sections C and D, Weber Asset Management staff members can invest in the same securities and models as the ones recommended to its clients. This process does not create a conflict of interest. When a fund switch is recommended for a particular portfolio model, all accounts which follow that particular model are traded at the same time. This prevents one particular account, whether a client or a WAM staff member, from having any material advantage over the other accounts.**

## **Item 12: Brokerage Practices**

Part A: *Describe the factors that you consider in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).*

**Since company inception, Weber Asset Management has been utilizing Fidelity Investments. This decision stems from the belief that Fidelity Investments has a solid reputation, excellent research capabilities, and a broad spectrum of no-load mutual funds from which to choose. Although WAM does utilize Fidelity Investments as its custodian, other brokerage houses may also be considered. WAM and its clients do not pay any commissions to Fidelity Investments for utilizing its services.**

*1. Research and Other Soft Dollar Benefits. If you receive research or other products or services other than execution from a broker-dealer or a third party in connection with client securities transactions ("soft dollar benefits"), disclose your practices and discuss the conflicts of interest they create.*

**Weber Asset Management does not have any soft dollar arrangements with Fidelity Investments nor with any other institution. WAM, at times, may receive some general market research support from Fidelity.**

*a. Explain that when you use client brokerage commissions (or markups or markdowns) to obtain research or other products or services, you receive a benefit because you do not have to produce or pay for the research, products or services.*

*b. Disclose that you may have an incentive to select or recommend a broker-dealer based on your interest in receiving the research or other products or services, rather than on your clients' interest in receiving most favorable execution.*

**Regarding items a) and b), Weber Asset Management nor its clients pay brokerage commissions. Therefore, no incentives or economic benefit exist.**

*c. If you may cause clients to pay commissions (or markups or markdowns) higher than those charged by other broker-dealers in return for soft dollar benefits (known as paying-up), disclose this fact.*

**Weber Asset Management clients do not pay commissions and no soft dollar benefit exists.**

*d. Disclose whether you use soft dollar benefits to service all of your clients' accounts or only those that paid for the benefits. Disclose whether you seek to allocate soft dollar benefits to client accounts proportionately to the soft dollar credits the accounts generate.*

*e. Describe the types of products and services you or any of your related persons acquired with client brokerage commissions (or markups or markdowns) within your last fiscal year.*

*f. Explain the procedures you used during your last fiscal year to direct client transactions to a particular broker-dealer in return for soft dollar benefits you received.*

**Items d), e), and f) are not applicable to Weber Asset Management's services.**

2. *Brokerage for Client Referrals.* If you consider, in selecting or recommending broker-dealers, whether you or a related person receives client referrals from a broker-dealer or third party, disclose this practice and discuss the conflicts of interest it creates.

a. *Disclose that you may have an incentive to select or recommend a broker-dealer based on your interest in receiving client referrals, rather than on your clients' interest in receiving most favorable execution.*

b. *Explain the procedures you used during your last fiscal year to direct client transactions to a particular broker-dealer in return for client referrals.*

**Weber Asset Management does not receive client referrals from Fidelity Investments. Therefore, this section is not applicable to WAM's services.**

3. Directed Brokerage.

a. *If you routinely recommend, request or require that a client direct you to execute transactions through a specified broker-dealer, describe your practice or policy. Explain that not all advisers require their clients to direct brokerage. If you and the broker-dealer are affiliates or have another economic relationship that creates a material conflict of interest, describe the relationship and discuss the conflicts of interest it presents. Explain that by directing brokerage you may be unable to achieve most favorable execution of client transactions, and that this practice may cost clients more money.*

b. *If you permit a client to direct brokerage, describe your practice. If applicable, explain that you may be unable to achieve most favorable execution of client transactions. Explain that directing brokerage may cost clients more money. For example, in a directed brokerage account, the client may pay higher brokerage commissions because you may not be able to aggregate orders to reduce transaction costs, or the client may receive less favorable prices.*

**Weber Asset Management does not conduct directed brokerage transactions. Therefore, items a) and b) are not applicable.**

Part B: *Discuss whether and under what conditions you aggregate the purchase or sale of securities for various client accounts. If you do not aggregate orders when you have the opportunity to do so, explain your practice and describe the costs to clients of not aggregating.*

**Weber Asset Management does not perform security aggregation in its transactions. All traded accounts receive the same 4:00 PM NAV price and therefore do not create any additional costs to the client.**

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

Part A: *Indicate whether you periodically review client accounts or financial plans. If you do, describe the frequency and nature of the review, and the titles of the supervised persons who conduct the review.*

**On a daily basis, Weber Asset Management performs a reconciliation of its accounts. This involves comparing the correct share amounts in each account in Advent Axys<sup>®</sup>, WAM's portfolio software, with Fidelity Investments. This reconciliation is performed and checked by all WAM portfolio managers who include Stuart Markowitz, Len Fazio, Antonio Chiarelli, and Kathy Daly.**

**In addition, in the last month of each quarter, each of the mentioned WAM portfolio managers review his/her assigned accounts. The primary purpose is to ensure that the account is invested according to the guidelines established between Ken Weber and the client. The check is done by comparing the most recent allocation of the account with the daily investment allocation guidelines for WAM's models. Should the comparison be satisfactory, each portfolio manager would indicate that the review was successful within each respective account folder. Should a major discrepancy be noticed, the portfolio manager would investigate the cause and rectify the problem within a reasonable period of time.**

Part B: *If you review client accounts on other than a periodic basis, describe the factors that trigger a review.*

Part C: *Describe the content and indicate the frequency of regular reports you provide to clients regarding their accounts. State whether these reports are written.*

**Weber Asset Management clients receive reports concerning their accounts at least on a quarterly basis. Clients receive these reports usually towards the end of the first month of each new quarter. The reports include an internal rate of return (IRR) statement which is generated from Advent Axys<sup>®</sup>, WAM's portfolio software. This report indicates the portfolio performance, net of fees, over the recent quarter. At times, the report may indicate another desired time-frames, such as year-to-date information.**



In addition to the performance reports, WAM provides a quarterly outlook to its clients. This provides Ken Weber's and Jack Bowers' insights as to the current market conditions. The report also discusses quarterly and year-to-date performance of some of its popular models.

Fidelity Investments also directly provides reports to WAM clients whenever WAM conducts trades. Fidelity also provides periodic statements to its clients.

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

*Part A. If someone, who is not a client, provides an economic benefit to you for providing investment advice or other advisory services to your clients, generally describe the arrangement, explain the conflicts of interest, and describe how you address the conflicts of interest. For purposes of this item, economic benefits include any sales awards or other prizes.*

**Weber Asset Management does not have a non-client who provides investment advisory services or economic benefits to WAM.**

*Part B. If you or a related person directly or indirectly compensates any person who is not your supervised person for client referrals, describe the arrangement and the compensation.*

**Weber Asset Management does not have any specific arrangements to provide compensation for client referrals. However, WAM, on occasion, has provided a nominal non-cash gift for the referral. This gift usually has a dollar limit of about \$30.**

#### **Item 15: Client Referrals and Other Compensation**

*If you have custody of client funds or securities and a qualified custodian sends quarterly, or more frequent, account statements directly to your clients, explain that clients will receive account statements from the broker-dealer, bank or other qualified custodian and that clients should carefully review those statements. If your clients also receive account statements from you, your explanation must include a statement urging clients to compare the account statements they receive from the qualified custodian with those they receive from you.*

**Weber Asset Management does not have custody over its clients' accounts. WAM only has limited trading authorization.**

**WAM does send its own statements which are generated through Advent Axys<sup>®</sup>, WAM's portfolio software. WAM sends a performance report to clients at least on a quarterly basis. At the bottom of the statement, WAM instructs clients to refer to their Fidelity statements, especially when it involves tax reporting purposes.**

**Since Fidelity Investments is the custodian, clients will receive monthly account statements, year-end statements (if applicable), and trade confirmations.**

**Item 16: Investment Discretion**

*If you accept discretionary authority to manage securities accounts on behalf of clients, disclose this fact and describe any limitations clients may (or customarily do) place on this authority. Describe the procedures you follow before you assume this authority (e.g., execution of a power of attorney).*

**Weber Asset Management has discretionary authority to manage portfolios on behalf of its clients. The client grants WAM a limited trading authorization on the respective account giving WAM the ability to conduct trades on behalf of the client. However, the client still has the power to conduct trades in the account.**

**The limited trading authorization is established through Fidelity Investments by using the appropriate Fidelity application (Individual, IRA, etc.) to add an advisor to the account.**

**Item 17: Voting Client Securities**

***Part A:** If you have, or will accept, authority to vote client securities, briefly describe your voting policies and procedures, including those adopted pursuant to SEC rule 206(4)-6. Describe whether (and, if so, how) your clients can direct your vote in a particular solicitation. Describe how you address conflicts of interest between you and your clients with respect to voting their securities. Describe how clients may obtain information from you about how you voted their securities. Explain to clients that they may obtain a copy of your proxy voting policies and procedures upon request.*

***Part B:** If you do not have authority to vote client securities, disclose this fact. Explain whether clients will receive their proxies or other solicitations directly from their custodian or a transfer agent or from you, and discuss whether (and, if so, how) clients can contact you with questions about a particular solicitation.*

**For a) and b), Weber Asset Management does not vote on securities on behalf of its clients. Instead, clients receive voting proxies and other applicable forms of solicitation directly from Fidelity Investments.**

**Item 18: Financial Information**

Part A: *If you require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, include a balance sheet for your most recent fiscal year.*

1. *The balance sheet must be prepared in accordance with generally accepted accounting principles, audited by an independent public accountant, and accompanied by a note stating the principles used to prepare it, the basis of securities included, and any other explanations required for clarity.*

2. *Show parenthetically the market or fair value of securities included at cost.*

3. *Qualifications of the independent public accountant and any accompanying independent public accountant's report must conform to Article 2 of SEC Regulation S-X.*

**Weber Asset Management does not require prepayment of management fees higher than \$1,200 for more than six months in advance.**

Part B: *If you have discretionary authority or custody of client funds or securities, or you require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, disclose any financial condition that is reasonably likely to impair your ability to meet contractual commitments to clients.*

**The only financial condition which would impair WAM's ability to fulfill its contractual obligations is if an unforeseen corporate financial hardship suspended or terminated office operations. Nevertheless, should WAM be unable to provide services for its clients, the clients would still have the ability to trade and manage their own accounts.**

Part C: *If you have been the subject of a bankruptcy petition at any time during the past ten years, disclose this fact, the date the petition was first brought, and the current status.*

**Weber Asset Management has never been subject to a bankruptcy petition.**

**Item 19: Requirements for State-Registered Advisers**

*Part A: Identify each of your principal executive officers and management persons, and describe their formal education and business background. If you have supplied this information elsewhere in your Form ADV, you do not need to repeat it in response to this Item.*

**Kenneth S. Weber, President and Owner****BA, Hofstra University - 1969****MS, Brooklyn College - 1971****Owner, Ken Weber Productions, Inc., 1972 - present****President, Ken Weber, Inc., 1983 - 1999****President, Weber Asset Management, Inc., 1992 - present****John W. Bowers, Chief Investment Strategist****BS, Washington State University - 1980****President, Independent Fidelity Investors, 1986 - present****President, Bowers Wealth Management, 2008 - present****Kathleen M. Daly, Vice President****BS, Bryant College - 1984****Portfolio Manager/Director of Marketing, Ken Weber Inc., 1986-1992****Vice President, Weber Asset Management, 1992 - Present****Stuart E. Markowitz, Chief Compliance Officer and Portfolio Manager****BA, New York University - 1992****MBA, St. John's University - 1996****Certificate in Financial Planning - 2004****Registered Financial Consultant (RFC®) Designation - 2005****Portfolio Manager, Weber Asset Management - 1999 to Present****Chief Compliance Officer, Weber Asset Management - 2000 to Present****Leonard A. Fazio, Portfolio Manager****BS, St. John's University - 1986****MBA, St. John's University - 1996****Portfolio Manager, Weber Asset Management - 2000 to Present****Antonio S. Chiarelli, Portfolio Manager****Associates Degree, SUNY Farmingdale - 1985****Portfolio Manager, Weber Asset Management - 2002 to Present**

**Part B:** *Describe any business in which you are actively engaged (other than giving investment advice) and the approximate amount of time spent on that business. If you have supplied this information elsewhere in your Form ADV, you do not need to repeat it in response to this Item.*

**Besides Weber Asset Management, Ken Weber is not actively engaged in any other types of business.**

**Part C:** *In addition to the description of your fees in response to Item 5 of Part 2A, if you or a supervised person are compensated for advisory services with performance-based fees, explain how these fees will be calculated. Disclose specifically that 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.*

**Weber Asset Management is not engaged in performance-based fee advisory services.**

**Part D:** *If you or a management person has been involved in one of the events listed below, disclose all material facts regarding the event.*

1. *An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:*

(a) *an investment or an investment-related business or activity; (b) fraud, false statement(s), or omissions;*

(c) *theft, embezzlement, or other wrongful taking of property; (d) bribery, forgery, counterfeiting, or extortion; or*

(e) *dishonest, unfair, or unethical practices.*

2. *An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:*

(a) *an investment or an investment-related business or activity; (b) fraud, false statement(s), or omissions;*

(c) *theft, embezzlement, or other wrongful taking of property; (d) bribery, forgery, counterfeiting, or extortion; or*

(e) *dishonest, unfair, or unethical practices.*

**Part D, sections 1 and 2 are not applicable to Weber Asset Management.**

*Part E: In addition to any relationship or arrangement described in response to Item 10.C of Part 2A, describe any relationship or arrangement that you or any of your management persons have with any issuer of securities that is not listed in Item 10.C of Part 2A.*

**Besides Fidelity Investments, Weber Asset Management does not have any relationship or arrangement with any other issuer of securities.**

**Weber Asset Management, Inc.**

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**Form ADV Parts 2B**

**Annual Update for 2011**

**Effective Date: March 31, 2011**

This brochure supplement provides information about Ken S. Weber which supplements the Weber Asset Management, Inc. brochure. You should have received a copy of that brochure. Please contact Weber Asset Management, Inc. at 516-326-3299 or at [info@weberasset.com](mailto:info@weberasset.com) if you did not receive Weber Asset Management's brochure or if you have any questions about the contents of this supplement. Additional information may be found at [www.weberasset.com](http://www.weberasset.com).

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**Item 2: Educational Background and Business Experience**

*Disclose the supervised person's name, age (or year of birth), formal education after high school, and business background (including an identification of the specific positions held) for the preceding five years. If the supervised person has no high school education, no formal education after high school, or no business background, disclose this fact. You may list any professional designations held by the supervised person, but if you do so, you must provide a sufficient explanation of the minimum qualifications required for each designation to allow clients to understand the value of the designation.*

**Kenneth S. Weber, YOB: 1947**

**BA, Hofstra University - 1969**

**MS, Brooklyn College - 1971**

**Owner, Ken Weber Productions, Inc., 1972 - present**

**President, Ken Weber, Inc., 1983 - 1999**

**President, Weber Asset Management, Inc., 1992 - present**

**Item 3: Disciplinary Information**

Part A: *A criminal or civil action in a domestic, foreign or military court of competent jurisdiction in which the supervised person:*

- 1. was convicted of, or pled guilty or nolo contendere ("no contest") to (a) any felony; (b) a misdemeanor that involved investments or an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;*
- 2. is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;*
- 3. was found to have been involved in a violation of an investment-related statute or regulation; or*
- 4. was the subject of any order, judgment, or decree permanently or temporarily enjoining, or otherwise limiting, the supervised person from engaging in any investment-related activity, or from violating any investment-related statute, rule, or order.*

**Ken Weber has never been subject to any criminal or civil actions as stated in the above.**

**Part B:** *An administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which the supervised person*

*1. was found to have caused an investment-related business to lose its authorization to do business; or*

*2. was found to have been involved in a violation of an investment-related statute or regulation and was the subject of an order by the agency or authority*

*(a) denying, suspending, or revoking the authorization of the supervised person to act in an investment-related business;*

*(b) barring or suspending the supervised person's association with an investment-related business;*

*(c) otherwise significantly limiting the supervised person's investment-related activities; or*

*(d) imposing a civil money penalty of more than \$2,500 on the supervised person.*

**Ken Weber has never been subject to any administrative proceeding as stated in the above.**

**Part C:** *A self-regulatory organization (SRO) proceeding in which the supervised person*

*1. was found to have caused an investment-related business to lose its authorization to do business; or*

*2. was found to have been involved in a violation of the SRO's rules and was: (i) barred or suspended from membership or from association with other members, or was expelled from membership; (ii) otherwise significantly limited from investment-related activities; or (iii) fined more than \$2,500.*

**Ken Weber has never been subject to any SRO proceedings as stated in the above.**

Part D: Any other proceeding in which a professional attainment, designation, or license of the supervised person was revoked or suspended because of a violation of rules relating to professional conduct. If the supervised person resigned (or otherwise relinquished his attainment, designation, or license) in anticipation of such a proceeding (and the adviser knows, or should have known, of such resignation or relinquishment), disclose the event.

**Ken Weber has never been subject to the revocation of professional licenses.**

#### **Item 4: Other Business Activities**

Part A. If the supervised person is actively engaged in any investment-related business or occupation, including if the supervised person is registered, or has an application pending to register, as a broker-dealer, registered representative of a broker-dealer, futures commission merchant ("FCM"), commodity pool operator ("CPO"), commodity trading advisor ("CTA"), or an associated person of an FCM, CPO, or CTA, disclose this fact and describe the business relationship, if any, between the advisory business and the other business.

**Other than Weber Asset Management, Ken Weber is not actively engaged in any other form of investment-related business.**

1. If a relationship between the advisory business and the supervised person's other financial industry activities creates a material conflict of interest with clients, describe the nature of the conflict and generally how you address it.

2. If the supervised person receives commissions, bonuses or other compensation based on the sale of securities or other investment products, including as a broker-dealer or registered representative, and including distribution or service ("trail") fees from the sale of mutual funds, disclose this fact. If this compensation is not cash, explain what type of compensation the supervised person receives. Explain that this practice gives the supervised person an incentive to recommend investment products based on the compensation received, rather than on the client's needs.

**Statements 1) and 2) do not apply to Ken Weber.**

Part B. If the supervised person is actively engaged in any business or occupation for compensation not discussed in response to Item 4.A, above, and the other business activity or activities provide a substantial source of the supervised person's income or involve a substantial amount of the supervised person's time, disclose this fact and describe the nature of that business. If the other business activities represent less than 10 percent of the supervised person's time and income, you may presume that they are not substantial.

### **Item 5: Additional Compensation**

*If someone who is not a client provides an economic benefit to the supervised person for providing advisory services, generally describe the arrangement. For purposes of this Item, economic benefits include sales awards and other prizes, but do not include the supervised person's regular salary. Any bonus that is based, at least in part, on the number or amount of sales, client referrals, or new accounts should be considered an economic benefit, but other regular bonuses should not.*

**Ken Weber does not receive additional economic benefits from non-Weber Asset Management clients.**

### **Item 6: Supervision**

*Explain how you supervise the supervised person, including how you monitor the advice the supervised person provides to clients. Provide the name, title and telephone number of the person responsible for supervising the supervised person's advisory activities on behalf of your firm.*

**As the sole owner of Weber Asset Management, Inc. and as the sole person responsible for rendering investment advice, Ken Weber is the chief supervisor. However, Ken Weber has instituted many procedures in utilizing the office staff to ensure that Weber Asset Management's practices are conducted under the highest level of professional and ethical standards.**

**For example, Stuart Markowitz, Chief Compliance Officer, is responsible for ensuring that any information presented to current and prospective clients is accurate. Should Stuart Markowitz notice any compliance issues, Stuart would promptly notify Ken Weber and the office staff about the issue and solutions would be promptly discussed to prevent the potential compliance problem from unfolding. If anyone requires additional information about these procedures, Stuart Markowitz, Chief Compliance Officer, may be contacted at 516-326-3299 or at [info@weberasset.com](mailto:info@weberasset.com).**

## **Item 7: Requirements for State-Registered Advisors**

**Part A.** *In addition to the events listed in Item 3 of Part 2B, if the supervised person has been involved in one of the events listed below, disclose all material facts regarding the event.*

*1. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:*

- (a) an investment or an investment-related business or activity;*
- (b) fraud, false statement(s), or omissions;*
- (c) theft, embezzlement, or other wrongful taking of property; (d) bribery, forgery, counterfeiting, or extortion; or*
- (e) dishonest, unfair, or unethical practices.*

*2. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:*

- (a) an investment or an investment-related business or activity;*
- (b) fraud, false statement(s), or omissions;*
- (c) theft, embezzlement, or other wrongful taking of property;*
- (d) bribery, forgery, counterfeiting, or extortion; or*
- (e) dishonest, unfair, or unethical practices.*

**Ken Weber has not been subject to items 1) and 2).**

**Part B.** *If the supervised person has been the subject of a bankruptcy petition, disclose that fact, the date the petition was first brought, and the current status.*

**Ken Weber has not been subjected to the situation as described in Part B.**