

Cover Page - Item 1

Fremont Wealth Management, LP
(Formerly aka Schwartz & Hofflich Capital Management, LP)

200 Pequot Avenue
Southport, Ct. 06890

Telephone: 203 292 3316
E-mail: pfremont@fremontwealth.com
Web site: www.fremontwealth.com

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Form ADV Part 2A Brochure

This brochure provides information about the qualifications and business practices of Fremont Wealth Management, LP. If you have any questions about the contents of this brochure, please contact us at 203 262 3319 or pfremont@fremontwealth.com. The information in this brochure has not been approved or verified by the United States Securities & Exchange Commission.

Additional information about Fremont Wealth management, LP also is available on the SEC's website at www.adviserinfo.sec.gov.

Material Changes - Item 2

The purpose of this page is to inform you of any material changes since the since the last annual update of our brochure.

On April 20, 2012 we drafted certain disclosures required by state regulators under Item 19 of our ADV Part 2A Brochure.

We review and update our brochure at least annually to make sure that it remains current.

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Advisory Business - Item 4

Fremont Wealth Management LP ("FWM") manages client accounts on a discretionary basis using a value orientation of growth at a reasonable price approach. We provide investment advice for individual, retirement, business, foundation, and trust and estate accounts.

A.

FWM is the successor to Schwartz & Hofflich Capital Management, LP., which original organization commenced in 1966 as part of Schwartz & Hofflich, CPA. The principal owner is Patrick Fremont.

B.

Our investment advisory service primarily includes the investment management of common stock, preferred stock, bonds, convertible bonds, exchange traded funds, and inverse securities.

C.

Each client portfolio is managed on an individual basis according to the needs of each client e.g., age, income requirements, growth orientation, estate and inheritance plans. Clients may impose restrictions and limitations on security selection.

D.

Not Applicable

E.

As of March 1, 2012, the amount of assets under management "AUM" was \$28,302,195. We maintain discretion on all of our actively managed accounts.

Fees and Compensation - Item 5

A.

FWM has no minimum size portfolio requirements. FWM will quote an exact percentage to each client based on both the nature and total dollar value of that account.

Fee Schedule:

Market Value of Assets/Annual Percentage Fee

First \$200,000	1.5%
Next \$200,000	1.0%

B.

We deduct fees directly from most of our client accounts and prefer to do so because of ease of bookkeeping. A client may request that fees from multiple accounts be taken from one selected account, particularly as a retirement account may be involved. Clients only with a retirement account may request billing.

C.

All fees paid to FWM for investment advisory services are separate and distinct from the fees and expenses

charged by mutual funds to their shareholders as well as money market funds. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fixed expenses and a possible distribution fee. A client could invest in a mutual fund directly, without the services of FWM. In that case, the client would not receive the services provided by FWM, which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and the fees charged by FWM to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided. An analysis as well should be made for custodian fees, expenses, and transaction costs paid by the client.

D.

Clients will be charged in advance as of the first day of each December, March, June, and September, at the beginning of each such calendar quarter based upon the valuation (market value or fair market value in the absence of market value, plus any credit balance or minus any debit balance), of the client's account as of the close of the month immediately preceding the billing date.

In certain circumstances, FWM's fees may be negotiable. FWM may charge different clients receiving the same service different fees. The noted Fee schedule is the firm's basic fee schedule generally charged to clients absent negotiated circumstances. A client agreement may be cancelled at any time by either party, for any reason upon receipt of a five days prior written notice.

E.

Not Applicable

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

We and our Associated Persons do not accept performance based fees. Performance based fees are based on a share of capital gains on or capital appreciation of the client's assets.

Types of Clients - Item 7

FWM provides discretionary investment advice for individual, retirement, business, foundation, and trust and estate accounts. We do not impose a minimum dollar amount to open and maintain an advisory account.

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

A.

We use fundamental securities analysis in the selection of securities for investment. This would include analysis of corporate income statements and balance sheets. On occasion, we also participate in live and archived management presentations as well as industry and corporate management meetings. We also have as a resource the research of several major brokerage firms, as well as private research services whose services are paid by FWM.

This bottom up approach is combined within the context of our expectations for general economic conditions.

Again as above, we have access to the work of many strategists and economists.

We like to anticipate future change in our investment selection and sometimes focus upon macro themes. We also recognize the importance of including dividend paying stocks in portfolios as such stocks have shown to be an important contributor to total return performance over long periods of time. We are also interested in non-U.S. securities as it is our belief that growth outside the U.S. will continue to be significantly higher than in the U.S. providing opportunity for growth.

All securities may go down in value, and can even be expected to do so at times. Investment accounts are not savings accounts and will fluctuate in value, sometimes significantly. Clients should be prepared for losses and have a tolerance for such.

B.

There are risks inherent in all security analysis. Information is only as good as it is available and truthful. Corporate managements can make mistakes or even mislead. There can be changes that occur to the detriment of any corporation e.g., competition, weather, innovation, obsolescence, etc. Worldwide political and social events can also surprise and have effects on corporate outlooks and earnings. Macro economic events as changes in monetary and fiscal policies by countries also affect the securities markets. Short term, the stock market is like a polling place; but longer term it is a like a balancing scale favoring successful, profitable companies.

C.

Not applicable

Disciplinary Information - Item 9

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of us or the integrity of our management. There is no history of material legal or disciplinary events by our firm or our management persons.

Other Financial Industry Activities or Affiliations - Item 10

Patrick Fremont is not involved in any other financial industry activities and does not have any financial industry affiliations.

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

A.

Our code of ethics is available to any client or prospective client upon request. FWM has adopted a Code of Ethics representing the firm's commitment to ethical conduct. FWM's code of ethics describes the firm's fiduciary duties and responsibilities to clients. It is the expressed policy of FWM that no person employed by FWM shall prefer his own interest to that of an advisory client.

To provide compliance with its Code of Ethics, FWM requests that its supervised persons provide annual securities

holdings reports and quarterly changes to its Chief Compliance Officer. All employees must act in accordance with all applicable Federal and State regulations governing registered investment advisors. The Code of Ethics further prohibits the use of non-public information.

B.
Not Applicable

C.
Supervised persons are prohibited from purchasing the same securities being bought for clients before or contemporaneously. Same securities may be purchased after a client purchase program concludes. This may pose a conflict as a supervised person's objectivity may be affected because of personal ownership. Any additional client purchases occurring after the program and after any supervised person's buying may indicate a conflict of interest.

D.
See C above.

Brokerage Practices - Item 12

A.
We recommend the services of TD Ameritrade Institutional, a division of TD Ameritrade, Inc. ("TD Ameritrade") for our portfolio management program. TD Ameritrade is a member of the Financial Industry Regulatory Authority ("FINRA"), the Securities Investor Protection Corporation ("SIPC") and the National Futures Association ("NFA").

TD Ameritrade is an independent and unaffiliated SEC-registered broker-dealer. TD Ameritrade offers to independent investment Advisors services which include custody of securities, trade execution, clearance and settlement of transactions. FWM receives some benefits from TD Ameritrade through its participation in the program. (Please see the disclosure under Item 14 below.)

1. Research and Other Soft Dollar Benefits:

Although not considered "soft dollar" compensation, we may receive benefits from TD Ameritrade for research services that include reports, software, and institutional trading support.

In selecting a broker dealer based on discretionary authority, FWM will endeavor to select those brokers or dealers that will provide the best services at the lowest commission rates possible. The reasonableness of commissions is based on several factors, including the broker's ability to provide professional services, competitive commission rates, volume discounts, execution price negotiations, the broker's reputation, experience and financial stability of the broker or dealer, and the quality of service rendered by the broker or dealer in other transactions.

Best execution is not measured solely by reference to commission rates. Paying a broker a higher commission rate than another broker might charge is permissible if the difference in cost is reasonably justified by the quality of the brokerage services offered. In addition, FWM may cause the account to pay a higher commission in recognition of the value of "research services" and additional brokerage products and services a broker-dealer has provided or may be willing to provide.

2. Brokerage for Client Referrals:

We do not receive client referrals from broker-dealers and custodians in which we have an institutional advisory arrangement. Also, we do not receive other benefits from a broker-dealer in exchange for client referrals.

B.

Trade Aggregation

While individual client advice is provided to each account, client trades may be executed as a block trade. FWM encourages its existing and new clients to use TD Ameritrade. Only accounts in the custody of TD Ameritrade would have the opportunity to participate in aggregated securities transactions. All trades using TD Ameritrade will be aggregated and done in the name FWM. The executing broker will be informed that the trades are for the account of FWM's clients and not for FWM itself. No advisory account within the block trade will be favored over any other advisory account, and thus, each account will participate in an aggregated order at the average share price and receive the same commission rate. The aggregation should, on average, reduce slightly the costs of execution, and FWM will not aggregate a client's order if in a particular instance FWM believes that aggregation would cause the client's cost of execution to be increased. TD Ameritrade will be notified of the amount of each trade for each account. FWM and/or its Associated Persons may participate in block trades with clients, and may also participate on a pro rata basis for partial fills, but only after the determination has been made that clients will receive fair and equitable treatment.

Review of Accounts - Item 13

A.

All accounts are reviewed at least monthly by Patrick Fremont. There is no sequential pattern of review, but all accounts are at least reviewed during the month coinciding with the preparation of the monthly investment summary.

B.

Additional reviews are held periodically during meetings or telephone conferences with clients. Reviews will also be made during any buy or sell securities programs.

C.

An analysis of a client's account is sent out monthly by each client's custodian. We prepare a separate analysis based upon custodian valuation listing all securities held, their cost, current market value, yield to market and anticipated yearly income. Some brokers' statements may be adequate by themselves for clients.

Client Referrals and Other Compensation - Item 14

A.

As disclosed under Item 12. above, FWM participates in TD Ameritrade's institutional customer program and FWM may recommend TD Ameritrade to clients for custody and brokerage services. There is no direct link between FWM's participation in the program and the investment advice it gives to its clients, although FWM receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors.

These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving FWM participants; access to block trading (which provides the ability to aggregate securities

transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to FWM by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by FWM's related persons.

Some of the products and services made available by TD Ameritrade through the program may benefit FWM but may not benefit its client accounts. These products or services may assist FWM in managing and administering client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help FWM manage and further develop its business enterprise. The benefits received by FWM or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, FWM endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by FWM or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the FWM's choice of TD Ameritrade for custody and brokerage services.

B.

FWM may from time to time compensate, either directly or indirectly, third parties for client referrals. Any such referral arrangement will comply with the relevant portions of the "cash solicitation" rule under the Investment Advisers Act of 1940 and applicable state regulations. In addition, all applicable federal and state laws will also be observed. Clients procured by solicitors will be given full written disclosures describing the terms and fee arrangements between the advisor and the solicitor prior to or at the time of entering into the advisory agreement.

Custody - Item 15

FWM is deemed to have custody of client funds because of the fee deduction authority granted by the client in the Advisory Agreement.

Clients will receive account statements at least quarterly from the broker-dealer or other qualified custodian. Clients are urged to review custodial account statements for accuracy.

Investment Discretion - Item 16

FWM offers Portfolio Management Services on a discretionary basis. Clients must grant discretionary authority in the client Advisory Agreement. Discretionary authority extends to the type and amount of securities to be bought and sold and do not require advance client approval. However, FWM does not have the ability to withdraw funds or securities from the client's account.

If you wish, you may limit our discretionary authority by, for example, setting a limit on the type of securities that can be purchased for your account. Simply provide us with your restrictions or guidelines in writing. Please refer to the "Advisory Business" section in this Brochure for more information on our discretionary management services.

Voting Client Securities - Item 17

A.

As a matter of firm policy, FWM does not vote proxies on behalf of clients. Clients are responsible for voting their own proxies.

B.

However, FWM may provide clients with consultation assistance, if requested, regarding proxy issues. Clients may receive their proxies from their custodians or transfer agents of their corporate securities. Clients should note that FWM will neither advise nor act on behalf of clients in legal proceedings involving companies whose securities are held or previously held in the client's account(s) including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, clients may request that FWM direct such notices to the clients or a designated third party. Upon such direction, FWM will make commercially reasonable efforts to forward such notices in a timely manner.

Financial Information - Item 18

We are required in this Item to provide you with certain financial information or disclosures about FWM's, financial condition.

FWM does not require the prepayment of over \$500, six or more months in advance. Additionally, FWM has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

Requirements of State-Registered Advisers - Item 19

Principal Executive Officers and Management Persons

Patrick Woods Fremont

Year of Birth: 1947

Formal Education after High School:

- Georgetown University, Washington D.C., B.S.B.A., Finance
- George Washington University, Washington, D.C., MBA, Finance & Investments

Business Background for the last 5 Years:

- Fremont Wealth Management, Principal, 12/2010 to Present
- Schwartz & Hofflich Capital Management, Limited Partner /Partner in Charge , 01/1995-12/2010

Outside Business Activities

Patrick Fremont is not involved in any other financial industry activities and does not have any financial industry affiliations.

Performance Based Fees

We and our Associated Persons do not accept performance based fees. Performance based fees are based on a share of capital gains on or capital appreciation of the client's assets.

Disciplinary Information

Patrick Fremont has not been involved in any reportable disciplinary events.

Other Relationships or Arrangements With Issuers of Securities

Our firm and our related persons do not have any relationships or arrangements with any issuer of securities.

Miscellaneous**Confidentiality**

FWM views protecting its customers' private information as a top priority and, pursuant to the requirements of the Gramm-Leach-Bliley Act, the firm has instituted policies and procedures to ensure that customer information is kept private and secure.

FWM does not disclose any nonpublic personal information about its customers or former customers to any nonaffiliated third parties, except as permitted by law. In the course of servicing a client account, FWM may share some information with its service providers, such as transfer agents, custodians, broker-dealers, accountants, and lawyers.

FWM restricts internal access to nonpublic personal information about its clients to those employees who need to know that information in order to provide products or services to the client. FWM maintains physical and procedural safeguards that comply with state and federal standards to guard a client's nonpublic personal information and ensure its integrity and confidentiality. As emphasized above, it has always been and will always be the firm's policy never to sell information about current or former customers or their accounts to anyone. It is also the firm's policy not to share information unless required to process a transaction, at the request of the client, or as required by law.

A copy of the firm's privacy policy notice will be provided to each client prior to, or contemporaneously with, the execution of the Advisory Agreement. Thereafter, the firm will deliver a copy of the current privacy policy notice to its clients on an annual basis. If you have any questions on this policy, please contact Patrick Fremont at (203) 292-3316.

Patrick Woods Fremont

Limited Partner and Chief Compliance Officer

Fremont Wealth Management, LP

(Formerly aka Schwartz & Hofflich Capital Management, LP)

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May 30, 2012

Form ADV Part 2B Brochure Supplement

This Brochure Supplement provides information about Patrick W. Fremont that supplements Fremont Wealth Management, LP (hereinafter "FWM") Brochure. You should have received a copy of that Brochure. Please contact us at (203) 292-3316 if you did not receive FWM's Brochure or if you have any questions about the contents of this supplement.

Additional information about Patrick W. Fremont is available on the SEC's website at www.adviserinfo.sec.gov. Mr. Fremont's CRD number is 2267946.

Educational Background and Business Experience - Item 2

Patrick Woods Fremont

Year of Birth: 1947

Formal Education after High School:

- Georgetown University, Washington D.C., B.S.B.A., Finance
- George Washington University, Washington, D.C., MBA, Finance & Investments

Business Background for the last 5 Years:

- Fremont Wealth Management, Principal, 12/2010 to Present
- Schwartz & Hofflich Capital Management, Limited Partner/Partner in Charge , 01/1995-12/2010

Disciplinary Information - Item 3

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Mr. Fremont and FWM. Mr. Fremont has not been involved in any reportable disciplinary events.

Other Business Activities - Item 4

Patrick Fremont is not involved in any other financial industry activities and does not have any financial industry affiliations.

Additional Compensation – Item 5

Mr. Fremont does not receive additional compensation or economic benefits from third party sources in connection to his advisory activities.

Supervision - Item 6

Mr. Fremont is an investment adviser representative of FWM. In this role, Mr. Fremont is responsible for the monitoring of client portfolios for investment objectives and other supervisory reviews. Mr. Fremont is also the Chief Compliance Officer of FWM. In this capacity, Mr. Fremont is responsible for the implementation of the firm's compliance program.

FWM has implemented a Code of Ethics and an internal compliance program that guides each Associated Person in meeting their fiduciary obligations to clients. Mr. Fremont adheres himself to FWM' code of ethics and compliance manual as mandated. Clients may contact Mr. Fremont at the phone number listed on the cover of this Brochure

Supplement, to obtain a copy of FWM's code of ethics.

Additionally, FWM is subject to regulatory oversight by various agencies. These agencies require registration by FWM and its employees. As a registered entity, FWM is subject to examinations by regulators, which may be announced or unannounced. FWM is required to periodically update the information provided to these agencies and to provide various reports regarding firm business and assets under management.

Requirements for State-Registered Advisers - Item 7

Disciplinary Information

Mr. Fremont has not been involved in any reportable disciplinary events.

Bankruptcy Petition

Mr. Fremont has not been subject to a bankruptcy petition.