



OXFORD FINANCIAL GROUP, LTD.™

FORM ADV PART 2A BROCHURE

MARCH 27, 2019

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This Brochure provides information about the qualifications and business practices of Oxford Financial Group, Ltd. ("Oxford"). If you have any questions about the contents of this Brochure, please contact us at 317.843.5678. The information in the Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Oxford also is available on the SEC's website www.adviserinfo.sec.gov (click on the link, select "Investment Adviser" search, select "Firm" and type in our firm name) and our website www.ofgltd.com.

Oxford is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training. Our oral and written communications are to provide clients with information they may use to determine, hire or retain Oxford as their adviser.

Oxford's Privacy Policy

Oxford does not sell consumer information to anyone. Confidential and non-public information is collected to provide financial advice and services, to complete transactions or to make clients aware of other services available through Oxford. Clients of Oxford receive a copy of Oxford's Privacy Notice at the inception of the new advisory relationship and on an annual basis thereafter. A copy is available upon request at no charge.



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ITEM 2: SUMMARY OF MATERIAL CHANGES

Since the last annual update of this Brochure in March of 2018, Oxford has hired Marcos Nogués as Chief Investment Officer. Jeffery H. Stroman previously served as Chief Investment Officer and now serves as Chair of the Oxford Investment Board.



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ITEM 4 – ADVISORY BUSINESS

A. DESCRIPTION OF YOUR ADVISORY FIRM

In 1981, Oxford's founder, Jeffrey H. Thomasson (Jeff), advanced an innovative idea during his MBA studies. His insight was that financial advisors could not be totally objective while receiving commissions from the companies they were recommending. The only way to be truly objective was to forsake such incentives and work on a fee-only basis. Jeff put this idea into practice as he was creating Oxford and clients reacted very enthusiastically. Within ten years, Oxford had grown into one of the leading Registered Investment Advisers (RIA) in the region.

Oxford is dedicated to enhancing the financial lives and enriching the family legacies of clients, as well as the institutional clients with whom we work. As a privately held financial and investment advisory firm, we offer independent, unbiased financial counsel focused on our clients' unique needs and priorities. While this independence provides our clients with highly personalized services, Oxford offers a wide range of services, access to global investment opportunities and superior multi-generational estate and financial planning strategies.

When Jeff incorporated Oxford over thirty-seven years ago, his vision was to create an entity that was committed to the communities and constituents which it serves and one that has pride in its independence, objectivity and thoughtful counsel for families who trust their net worth to Oxford's organization.

His desire for independence is for generations two, three, four and beyond. It has never been Jeff's plan to exit, nor is it his plan to have the firm be sold or merged. His desire is to keep perpetual focus on this great legacy for Oxford generations to come and maintain an equal commitment to clients of this same independence. This commitment is unwavering.

We invite you to learn about Oxford's thoughtful, insightful and committed qualities that are at the heart of everything we do to help you achieve financial excellence for generations to come. Oxford is owned by twenty-four shareholders, all of whom are full-time employees of Oxford. Jeffrey H. Thomasson is the majority shareholder of Oxford.

B. DESCRIPTION OF ADVISORY SERVICES OFFERED

B. 1. FAMILY OFFICE SERVICES

Oxford has refined a century-old concept developed by wealthy families such as the DuPonts, Mellons, Carnegies, Phipps (U. S. Steel), Pitcairns (PPG) and the Rockefellers (Standard Oil). These families determined they could produce superior financial results and obtain more personalized service by establishing private financial organizations, known as family offices, to manage their collective family wealth.

Families have found synergy and successes in family offices through their application of sophisticated administrative assistance, investment planning and evaluation, a broad range of integrated financial and personalized services, trust management, tax and estate planning, accounting, insurance, property management



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and bill paying. These offices provide financial services that allow family members to pay far greater proactive attention to their family's wealth.

Continuity of family relationships is very important to affluent families. Strengthening and cultivating generational relationships with family members and other family advisors make family offices beneficial to successful families that desire their affairs to be coordinated in the most efficient manner during and after their lifetime.

Oxford's Family Office Services (FOS) are driven solely by each family's needs, desires and circumstances. As with all of Oxford's services, the Family Office Services are fee-only with complete focus on independence, objectivity and exceeding clients' expectations.

Oxford offers the advantages of the family office to its clients in the same manner as the traditional one-family office. Oxford's Family Office Services include:

Personal Financial Planning

The purpose of Personal Financial Planning (PFP) is to develop a comprehensive financial plan. Oxford's PFP service begins with an intensive fact-finding session which helps Oxford become totally familiar with the client's current financial situation (including among other things, income taxes, investments, insurance, estate affairs and family circumstances), as well as their personal goals and priorities for the next several years. Then, working from this comprehensive information, Oxford prepares a detailed financial plan which documents the client's situation, identifies all areas which will be impacted and makes specific goal-oriented recommendations. Oxford's specific goal-oriented recommendations are designed to educate and allow a client to coordinate his/her financial affairs more efficiently, manage cash flow, prudently reduce income and transfer taxes and attempt to improve his/her overall net worth.

Once this written document has been discussed with the client, the recommendations the client feels comfortable with are scheduled for implementation with specific deadlines. Generally, Oxford's financial planning relationship with a client continues indefinitely.

Investment Planning for Family Wealth

With respect to investment planning for family wealth, Oxford will develop an Investment Policy Statement (IPS) and an asset allocation. Both are designed to help generate superior long-term results while minimizing investment volatility through efficient diversification. Based on the family client's investment strategy, Oxford recommends appropriate money managers, brokerage firms, insurance companies, etc., to implement the asset allocation strategy. Oxford provides comprehensive monitoring of clients' accounts to help ensure its family clients are realizing expected returns.

Family Strategic Planning

In general, family strategic planning helps Oxford's Family Office Services clients with the selection and appointment of professional advisors who will provide counsel to them during their lifetime, as well as to their trusts and their descendants.

Fiduciary Services

Oxford may in some circumstances and at the client's request serve as an investment adviser to their trust or refer clients to The Trust Company of Oxford™ (TCO) (please refer to Item 10 for a description of TCO's services).



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B. 2. CHIEF INVESTMENT OFFICER SERVICES

Oxford offers Chief Investment Officer (CIO) services to both Family Office Services and institutional clients, such as qualified retirement funds, not-for-profit organizations, endowments or foundations, to improve portfolio returns. Oxford's CIO services typically include the following components:

Investment Policy Statement

An Investment Policy Statement (IPS) is a written document that articulates the specific goals and objectives for a given investment pool. Included in a typical IPS are the following:

- Background information
- General objectives
- Asset allocation targets
- Investment restrictions and constraints
- Terms for Implemented Consulting, if applicable (please refer to Item 16)

Investment Manager Search, Selection and Due Diligence

The Oxford Investment Fellows (OIF) conducts the investment manager search and selection, which then includes the recommendation of specific money managers to fulfill the asset allocation requirements called for in the policy guidelines. OIF monitors the investment manager performance.

Firms included in their search efforts are mutual funds, ETFs, alternative investments, private investment firms and separate account money managers. Oxford utilizes various databases as the primary quantitative source for screening potential money management organizations against the search criteria established by OIF.

Investment Recommendations

Investment recommendations focus primarily upon asset allocation issues and risk reduction techniques. Investment portfolios are generally advised to include multiple asset classes and investment strategies that do not correlate perfectly with one another, thereby increasing diversification attributes.

With regard to professional money management, there are stated minimums depending upon the manager selected and specific scope of services. These minimums include both the amount that must be managed or monitored initially and/or a minimum annual fee to be invoiced.

Oxford recommends private equity investments, hedge funds, real estate and other non-traditional opportunities such as oil and gas, partnerships, managed futures, life insurance settlements, appraisal rights, commodities and natural resources (all commonly referred to as alternative investments) to qualified clients. Many of these alternative investment opportunities require a minimum investment of one, five or even ten million dollars. Oxford forms pooled funds for the purpose of aggregating client assets to dramatically reduce the outlay required of each participant. These pooled funds are set up as limited liability companies, or LLCs (specifically named Savile Row LLCs or Regent Street LLCs). Oxford is the manager of each LLC. The realized

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profits or losses of the underlying alternative investments flow directly through to Oxford's clients who elect to invest in these LLCs, less any fees paid to Oxford.

Fees and expenses paid to Oxford are fully disclosed in the specific Savile Row or Regent Street Offering Memorandum, which typically include an advisory fee and reimbursement for Oxford's ordinary overhead and administrative expenses (including, without limitation, the compensation and benefits of all employees designated by Oxford to provide services to, or on behalf of, the Savile Row or Regent Street LLC and the payroll taxes relating thereto, out-of-pocket expenses and clerical, office supply, office equipment expenses and other like expenses). Depending on the deal, fees and expenses may also include a due diligence fee and an administration fee. Fees and expenses paid to Oxford vary based on the type of underlying alternative investment and client size. Oxford's fee on these investments is based upon its Advisory Agreement as it relates to private placements. Oxford does not receive a profit incentive fee from the Savile Row or Regent Street entity or the investors. Qualified Oxford full-time employees may invest in Savile Row LLC or Regent Street LLC investments alongside Oxford clients. Fees for such investments by qualified Oxford full-time employees are waived. Through employee participation in private offerings, the interests of Oxford and its associates are aligned with those of our clients.

In addition to pooled funds that are set up as limited liability companies, Oxford also provides its clients with opportunities to make equity investments in privately-held companies (specifically named Mayfair). Each Mayfair company will then typically acquire all of the outstanding equity interests in a privately-held company (the target company). Upon completion of the acquisition, the Mayfair company will be the sole owner or shareholder of the target company and will be actively involved in the operation and management of the target company. These private equity transactions generally include equity investments by the management team of the target company.

Fees and expenses paid to Oxford are fully disclosed in the specific Mayfair Offering Memorandum, which typically include a due diligence fee, advisory fee, administration fee and reimbursement for Oxford's expenses. Mayfair entities typically engage Oxford to perform certain services in connection with its organization and acquisition of the target company. Oxford receives fees for such services. In connection with its Mayfair investments, Oxford will receive advisory fees from each investor. Such fees are paid quarterly in advance and are waived for any investor who is a full-time employee of Oxford or any of its affiliates. Oxford does not receive a profit incentive fee from the Mayfair entity or the investors.

Oxford charges a higher fee than other asset classes for Savile Row, Regent Street and Mayfair offerings, which creates a conflict of interest for Oxford to place clients in them. However, Oxford's investment philosophy is that a suitable allocation to these private fund offerings is essential to clients achieving investment goals. A higher fee enables Oxford to identify high quality fund managers, conduct due diligence and operationally provide access to these unique opportunities.

Oxford offers discretionary and non-discretionary investment services, all of which are described in more detail in the client's IPS. Within the discretionary service, also known as "Implemented Consulting", Oxford provides comprehensive discretionary services, with the exception of transactions that require signatures by third party firms. Within the non-discretionary services, Oxford provides investment recommendations, however its clients approve recommendations prior to implementation.



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Performance Measurement and Monitoring of Investment Managers

Performance measurement and monitoring of investment managers involves monthly data entry into Oxford's database of all relevant portfolio information for every client account. From this source, performance is quantified and evaluated, including a host of various analytical procedures.

On a regular basis, clients receive a written report that illustrates their portfolio returns on a time-weighted basis and compares these to various applicable benchmarks (i. e., market indices, risk measurements and peer groups of similarly managed accounts). These reports are provided to help monitor the performance of individual portfolios and are based on sources and data believed reliable. The reports are not intended to replace information in account statements received from the custodians.

Monitoring also includes regular contact with the money management firms employed. Topics include changes in the manager's organization, continuity of portfolio management personnel, investment outlook and various items for follow-up noted in the quantitative performance measurement and evaluation noted earlier.

Oxford will recommend specific security purchases through various broker-dealers, products of various financial institutions and implementation of professional money management for a client's portfolio. If Oxford has either a direct or indirect conflict of interest with any recommendation given to the client, Oxford discloses such conflicts to the client and obtains consent as necessary before the transaction takes place.

As is customary, clients whose assets are invested in shares of funds and/or with separate account money managers will pay both a direct fee to Oxford and a management fee to the underlying fund or separate account money manager. Oxford does not accept any form of compensation, direct or indirect, from managers or mutual fund companies for including them on its recommended list. Oxford considers independence one of the cornerstones of its philosophy.

Regulation entitles you to a copy of the Form ADV Part 2 or prospectus of any applicable investment manager on your account(s) and the applicable privacy notice(s), all of which are available to you from Oxford or the manager. Please contact us to obtain any of these documents or if you have questions regarding your account or the information described.

C. CLIENT-TAILORED SERVICES

C. 1. PRIVATE FAMILY SERVICES

Oxford may also provide its clients personal services such as:

- Record keeping and organization
- Bill-pay services which may include reconciling credit card receipts, payroll services for employees (in rare circumstances), communicating with CPAs or other advisors, charitable donation summaries, etc.
- Organizing and providing tax-related information to CPAs, attending meetings with other professional advisors, preparing for family meetings and follow-up items, cash flow and expense reports, etc.



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- Various other personal assistance which may include shopping, deliveries, administrative duties, concierge services, transportation, home monitoring, collecting mail, coordinating home and vehicle maintenance, etc.
- Employee leasing services which may include the processing and payment of employee wages, benefits and insurance

Each of these special services requires a special written agreement between the client and Oxford. Services and fees are disclosed in that agreement.

C. 2. M25 COUNSEL

The M25 motorway is the 117-mile beltway that encircles Greater London. As an additional service, Oxford's M25 Counsel (M25) can draw a similar circle around all of a client's family's multi-generational assets, no matter where they are invested. Through this service, Oxford can help develop and implement a road map for long-term estate and financial planning.

M25 is a highly customizable service. Generally speaking, Oxford looks beyond the assets it is charged with, directly supervising to build an integrated view of a client's entire multi-generational asset portfolio. Comprehensive, quarterly reports show what the client has and where it is, monitors how each element is performing and reviews the fees and expenses.

With this detailed information, Oxford will analyze holdings, both individually and in total and offer insights as to what could be improved. Insights to a client's current situation might include a lack of diversification, too much invested in a risky or expensive asset or high fees. The insights highlight opportunities to better manage future estate taxes by transferring holdings or by taking advantage of generation-skipping trusts.

C. 3. SWINDON TRANSITION COUNSEL™

Swindon Transition Counsel™ provides solutions for business owners who are seeking a successful transition of the ownership, control and or management of their business. It is a coordinated, comprehensive and objective approach that aligns the owner's personal and business goals thereby improving the likelihood of a successful and satisfying full or partial transition of the business.

C. 4. MULTI-GENERATIONAL ADVISORY

Oxford's Multi-Generational Advisory provides solutions for multi-generational families seeking advice on family trusts, revocable and irrevocable trusts, statutory generation-skipping trusts, Delaware (or other state) advantaged trusts, statutory dynasty trusts, grantor trusts, statutory generational trusts and philanthropic planning. Being privately held, Oxford is a family in and of itself. Each year, more of its ownership is transferred to the next generation of partners and Oxford has a clear succession plan to ensure that it can remain private and independent for generations to come.

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As hard as people strive to maintain a distance between their personal and business lives, a closely-held or family business is generally inseparable from one's personal finances and estate planning. While this can be a source of stress, it also offers many opportunities from a financial planning perspective. Oxford provides solutions for cash management, profitability, leverage, tax considerations, insurance and exit strategies. In addition to extensive in-house resources, Oxford works with highly qualified investment bankers, CPAs, tax lawyers, insurance professionals and business attorneys. Oxford can make introductions and manage the interactions so that the work is integrated under a common vision.

D. WRAP-FEE PROGRAMS

Oxford does not participate in wrap-fee programs.

E. CLIENT ASSETS UNDER MANAGEMENT (AUM):

Oxford's Assets Under Management as of December 31, 2018 are:

Assets Under Management:	\$11,045,474,734
Discretionary:	\$3,919,063,364
Non-Discretionary:	\$7,126,411,370

ITEM 5 – FEES AND COMPENSATION**A. 1. FOS CIO STANDARD FEE SCHEDULE**

SET-UP FEES may apply in certain client situations.

Specifics are provided during the proposal stage of the relationship between client and Oxford.

MUTUAL FUNDS, EXCHANGE TRADED PRODUCTS (ETPs) AND SEPARATELY MANAGED EQUITY ACCOUNTS:

1. 00 % on the first \$5,000,000 of Fair Market Value (FMV) of assets
0. 70 % on the next \$5,000,000 of FMV of assets
0. 50 % on the FMV of assets over \$10,000,000

SEPARATELY MANAGED FIXED INCOME ACCOUNTS:

0. 30 % on the first \$10,000,000 of FMV of assets
0. 20 % on the FMV of assets over \$10,000,000

NICHE GROWTH STRATEGIES:

1. 00 % on the value of assets

ASPIRATIONAL SOLUTIONS:

1. 50% on the value of assets



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CLIENT-DIRECTED/NON-MANAGED ACCOUNTS:

- 0. 20% on the value of assets

A. 2. INSTITUTIONAL CIO STANDARD FEE SCHEDULE

SET-UP FEES may apply in certain client situations.

Specifics are provided during the proposal stage of the relationship between client and Oxford.

PUBLIC SECURITIES (SEPARATE ACCOUNTS, MUTUAL FUNDS, EXCHANGE TRADED FUNDS):

- 0. 60 % on the first \$2,000,000 of FMV of assets
- 0. 36 % on the next \$5,000,000 of FMV of assets
- 0. 18 % on the FMV of assets over \$7,000,000

NICHE GROWTH STRATEGIES:

- 1. 00% on the value of assets when client billed portfolio is up to \$12 million
- 0. 75% on the value of assets when client billed portfolio is greater than \$12 million

ASPIRATIONAL SOLUTIONS:

- 1. 50% on the value of assets when client billed portfolio is up to \$12 million
- 0. 75% on the value of assets when client billed portfolio is greater than \$12 million

DIRECT PRIVATE EQUITY INVESTMENTS (Includes all Mayfair offerings):

- 1. 50 % on the value of assets

ERISA Plan fees are negotiable and are not subject to asset category tiers.

B. CLIENT PAYMENT OF FEES

B. 1. CIO SERVICE FEES

Fees shall be assessed quarterly, in advance, based on the asset values as of the day prior to the period being billed. All accounts billed under each major billing category above are aggregated in applying the fee schedule. The entire portfolio is subject to a minimum annual fee. The minimum annual fee at inception of CIO services shall be 85% of the calculated fee resulting from applying this fee schedule to the asset amounts and allocations from the client accepted Investment Allocation Summary, or \$40,000, whichever is greater, with the subsequent minimum annual fee determined after one year.

The minimum fee will thereafter be re-determined every three years according to the client's anniversary date and shall be 85% of the calculated total CIO fee on the entire portfolio for the twelfth subsequent quarter of CIO services annualized, or \$40,000, whichever is greater.

An annual surcharge of 0. 10% will be assessed on accounts held by custodians other than those recommended by Oxford. An annual surcharge of 0. 10% will be assessed on accounts for clients who do not elect Discretionary Authority ("Implemented Consulting") as described in Item 16 below. The client may authorize Oxford to invoice



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its fees to the client's custodian(s) for payment and to place trades in the client's investment accounts to raise cash for payment of fees and to invoice various investment accounts in order to limit the trades required.

Based on the facts and circumstances of the client's affairs and asset class, exceptions may apply. On occasion, fees may be negotiated for significant asset balances. The CIO Standard Fee Schedule is applicable only to marketable securities and private fund investments through Oxford. It does not apply to other types of property, such as real estate, personal possessions or businesses. Oxford calculates its fees and breakpoints based on investments with Oxford and not on a client's overall net worth or outside investments.

The client can terminate the advisory relationship at any time with a 10-day written notice. Upon termination of the advisory relationship, a refund to the client or balance due from the client will be determined based upon the terms and conditions of the Advisory Agreement.

Fees for Savile Row, Regent Street and Mayfair companies are documented in those agreements and take precedence if in conflict with any other fee schedule.

B. 2. FAMILY OFFICE SERVICE FEES – PERSONAL FINANCIAL PLANNING COMPREHENSIVE FEES

An initial meeting is scheduled with a prospective client at no cost or obligation. The purpose of the meeting is to inform the prospective client of the types of services Oxford provides and to generally discuss what the client desires from such a financial planning relationship.

If the prospective client is interested in exploring Oxford's services in more detail, a subsequent meeting is scheduled to review the prospective client's recent income tax return and listing of his/her assets and liabilities.

At this subsequent session, the prospective client is given an idea of the specific value of pursuing this financial planning process and is quoted an annual fee for the Personal Financial Planning (PFP) services to be provided. The PFP comprehensive fee is quoted on a projection based on value, time and expense associated in working with the client annually. This includes gathering data, developing the written plan, reviewing the plan with appropriate advisors, discussing the plan with the client, implementation and continuing to review, monitor and update the client's affairs. A 50% deposit of the initial PFP comprehensive fee is due once the client has agreed to financial planning relationship. PFP fees are charged quarterly or annually thereafter.

The PFP comprehensive fee is based upon several factors, including: net worth, gross income, complexity of one's financial affairs and the time necessary to meet each individual client's goals and priorities. Certain unforeseen expenses may not be included in the PFP comprehensive fee and would be billed directly.

Once the client orally agrees to the personal financial planning process, the process to develop written documents begins. Only after the client orally agrees to the PFP process is he/she asked to enter into an Advisory Agreement. It generally takes 30 to 120 days to complete the written plan document for the client. Once the document is completed and the appropriate advisors have reviewed the plan, a meeting is scheduled to discuss the plan with the client. The client takes from this meeting the written plan to review at his/her leisure. After an appropriate amount of time has passed for the client to review the document, a follow-up meeting is scheduled to discuss the specific items to be implemented.



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The balance of the PFP fee is billed to the client within 180 days of the start of the relationship and can be paid by the client in any manner suitable to the client within 30 days of the invoice date or may be set-up for quarterly payments. The client can terminate the advisory relationship at any time with a 10-day written notice. Upon termination of the advisory relationship, a refund to the client or balance due from the client will be determined based upon the terms and conditions of the Advisory Agreement.

The annual subsequent fees may be paid annually or quarterly in advance. If a client's financial affairs ultimately are revealed to be more complex than at the time the fee was initially quoted, appropriate fees will be quoted and collected to perform the services needed to meet the client's full satisfaction. Certain unforeseen expenses may not be included in the initial quote and would be billed directly. Upon prior notification to the client, Oxford may amend the PFP fee.

The client may authorize Oxford to invoice its fees to the client's custodian(s) for payment.

B. 3. PROJECT FEES

Occasionally, clients request financial advice without necessitating the upfront estimate for the full scope of the personal financial planning services described above. This might occur at any time during the relationship. In these situations, clients receive the same professional assistance in their financial affairs. However, fees are billed in arrears. Fees for such assistance depend upon the complexity of the services and Oxford's professional and administrative associates involved with providing such assistance. Upon agreement with the client, Oxford may charge strictly based on the value of services received by the client.

Clients can be billed using several methods and under certain circumstances, fees are negotiable.

B. 4. SPECIAL PROJECT FEES

Some clients desire special services that are not part of Oxford's traditional financial planning services. Some of these special projects might include: working with other family members (parents or children), selling or transferring business assets, purchasing a business, investment projects, debt restructuring, finance negotiations, paying bills, arranging lines/letters of credit, or assisting in personal high-touch handling of the client's finances. Any travel to visit with the client or on behalf of the client (only with prior authorization) may be billed directly to the client on a timely basis. Billing includes the special service fee and both travel time and travel expenses.

B. 5. M25 COUNSEL, SWINDON TRANSITION COUNSEL, MULTI-GENERATIONAL AND ENTREPRENEURIAL ADVISORY

The fees for these services are based upon the complexity and value of each client's individual goals for the service.

C. ADDITIONAL CLIENT FEES CHARGED

C. 1. EXPENSES



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Expenses related to the provision of services can be handled differently depending upon the types of services and the agreement with the individual client.

Expenses related to CIO services, in most cases, are part of the CIO service fees. Additional or unusual expenses are billed as separate line items or on a separate invoice. Additional expenses may include travel and related items, such as private jet usage, to locations outside of the normal servicing areas.

Related to PFP services, in most cases where the fee is billed in advance, normal expenses are part of the PFP fee. Additional or unusual expenses are billed as separate line items or on a separate invoice. Additional expenses may include travel and related items, such as private jet usage, to locations outside of the normal servicing areas. In cases where the PFP fee or special project fee is billed after the service is performed, expenses are billed in aggregate as separate line items or on a separate invoice.

Sometimes it is more efficient for directors of Oxford to use private air charter to meet with the client or on behalf of the client. The rate charged to clients for private air charter is designed to only cover costs.

Expenses, including private air charter usage, impacting multiple clients are allocated based upon the amount of time spent with each client, but also on a subjective basis on the value provided to each client during the course of the scheduled visit.

Fees incurred by other professional advisors (legal, accounting, etc.) on behalf of services requested by the client will be passed through to the client.

C. 2. CLASS ACTIONS

Clients occasionally receive notices of class action settlements involving a security held in their portfolio, past or present. The client retains the right to file claims for class-action settlements. If requested, Oxford may assist clients with the completion of class-action settlement claims, although it is not offered as a service provided under contract. Oxford retains the right to charge for this service, if requested by the client.

D. EXTERNAL COMPENSATION FOR THE SALE OF SECURITIES TO CLIENTS

Oxford advisors are compensated through a salary and bonus structure. Oxford advisors are not paid any commissions or administrative fees for the direct sale of mutual funds or any other investment products.

ITEM 6 – PERFORMANCE-BASED FEES (SIDE-BY-SIDE MANAGEMENT)

Oxford does not receive performance-based fees.

ITEM 7 – TYPES OF CLIENTS

Oxford's clients consist of high-net-worth individuals, their family members, 401(k) and profit sharing plans, pension plans, deferred compensation plans, endowments, trusts, estates, foundations, corporations, family partnerships and LLCs.



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Generally, the potential client situation is evaluated thoroughly prior to an engagement, whereby the fee is compared to the justification for the services. If the fee is not justified either in the client's or Oxford's mind, it is recommended to not proceed at that time.

Oxford's minimum account size is \$5 million.

ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

A. METHOD OF ANALYSIS, SOURCES OF INFORMATION AND INVESTMENT STRATEGIES

Oxford established the Oxford Investment Fellows (OIF) with the primary responsibility and authority to implement all day-to-day decisions to comply with investment strategy issues.

Oxford's OIF holds the primary responsibility to communicate recommendations and educate associates for consistent delivery of investment services and advice.

Oxford endeavors to construct broadly diversified investment portfolios incorporating a wide range of asset classes and investment styles. Asset allocation advice is based on studies of long-term asset class performance and an assessment of the current investment environment, customized to the client's specific objectives, risk tolerance and constraints.

Third-party investment managers (separate accounts, mutual funds, limited partnerships, etc.) are selected to fulfill the asset allocation strategy. This selection is based on quantitative and qualitative judgments as they relate to the manager's organizational stability, quality of personnel, investment strategy, historical performance and other factors.

The investment strategies used to implement any investment advice given to clients are dependent upon the specific client situation and may include all of the above.

B. MATERIAL RISKS

Recommendations made by Oxford are subject to certain risks and loss of principal can occur, which clients should be prepared to bear. An investment's actual return will be different than expected. Risk includes the possibility of losing some or all of the original investment. Forms of risk may include interest rate, business, tax, call, liquidity, inflationary, market, legislative and currency/exchange rate risk. Investing in private funds involves a significant degree of risk and illiquidity. Clients will not have access to invested funds for an extended number of years.

Oxford believes diversification is instrumental in reducing risk. Oxford's portfolios are generally widely diversified across asset classes, sectors and geographic regions. Past performance is not indicative of future results.

Prior to implementation of any recommendation, it is important for clients to review materials which are delivered to them, such as agreements, investment prospectuses, offering memorandums, applications, subscription agreements, etc. and to contact their other professional advisors, such as a tax preparer or attorney, if necessary.



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Oxford will manage client assets in a prudent manner. However, Oxford cannot guarantee any level of performance or that clients will not experience a loss of account value.

ITEM 9 – DISCIPLINARY INFORMATION

Over its thirty-six plus year history, Oxford made a payment in only one client arbitration matter, which involved the timing of a trade placed for the client at an unaffiliated custodian (a bank). The bank was not Oxford's recommended custodian for the client's assets.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

A. THE TRUST COMPANY OF OXFORD™

The Trust Company of Oxford™ (TCO), a wholly owned subsidiary of Oxford, headquartered in Carmel, Indiana, is a private, non-depository trust company devoted exclusively to providing personal trust services. Although not a bank or bank affiliation, TCO is chartered and regularly examined by the State of Indiana Department of Financial Institutions. Founded in September 1997, TCO has fiduciary controlled assets totaling over \$1.06 billion as of December 31, 2018.

B. TCO FIDUCIARY SERVICES

TCO provides professional trust services and investment counsel for individuals and families through revocable trusts, testamentary trusts, marital trusts, QTIP trusts, educational trusts, generation-skipping trusts, estates, funded irrevocable trusts for families, life insurance trusts and various charitable trusts, endowments and foundations. TCO can be named as sole trustee, but in some cases, TCO is named as the co-trustee along with a family member or other financial institution. TCO's trust planning services generally begin with a determination of the trust client's intentions for the disposition of assets upon his/her death and identifying the trust client's beneficiaries and their needs. Upon such determination, TCO advises the trust client on the most appropriate methods of carrying out his or her intentions while minimizing estate and income taxes. Customary services typically associated with TCO's trust administration include account administration, review of investment objectives, asset allocation and investment recommendations and the implementation of advice by investing trust assets with selected money managers, mutual funds, other brokerage products and/or bank or trust-department products. In addition to these customary services, TCO also recommends professional money managers for trusts with large pools of marketable securities and is responsible as a fiduciary for the money managers' performance. In this effort, TCO provides the trust client comprehensive comparisons of the money managers' performance relative to peers and benchmark indices as well as time-weighted rate-of-return calculations in monthly or quarterly reports. From time to time, TCO may recommend Savile Row LLCs, Regent Street LLCs, Mayfair investments and other alternative investments that may result in a higher fee than more traditional asset classes. All fees are disclosed.

Certain TCO services are delegated to Oxford. Under common ownership, there is an Expense Sharing Agreement between Oxford and TCO for services received and provided by each entity.

**FORM ADV PART 2A BROCHURE****C. TCO FEES FOR FIDUCIARY SERVICES**

An initial meeting is scheduled with a prospective trust client at no cost or obligation. The purpose of the meeting is to inform the prospect of the various personal trust services TCO provides, to determine the prospect's intentions for the disposition of his/her assets upon death and to identify the prospect's beneficiaries and their needs. If the prospect is interested in learning more about TCO's services, a subsequent meeting, at no cost to the prospect, is scheduled in order to determine if there is a good fit between the personal trust services TCO provides and the needs of the prospect. At the subsequent session, TCO explains to the prospect the value in utilizing TCO's services, available options for TCO alternatives and the extent of TCO's responsibilities should the prospect choose to name TCO as a trustee or an agent of a current trustee. A fee is quoted for the services the prospect wishes TCO to provide. Special fees may be negotiated for valuing a limited partnership interest, appraisal of closely held business interests and concentrated securities in a trust.

D. SPECIAL PROJECT FEES FOR FIDUCIARY SERVICES

Special project fees are quoted on a projection based on value, time and expenses associated in working with the client including, but not limited to: gathering data, developing the written plan, supplying TCO model trust provisions to the client's attorney, reviewing the plan with appropriate advisors, discussing the plan with the client and the implementation of investment and trust recommendations. Special project fees are payable at the beginning of the project.

Annual administrative fees and initial set-up fees are charged for processing irrevocable life insurance trusts.

E. CHIEF INVESTMENT OFFICER FEES FOR FIDUCIARY SERVICES

TCO clients may receive both the planning aspects of TCO personal trust services as well as the Chief Investment Officer (CIO) services of the client's investments/assets. These CIO services are separately billed from the financial planning services. The CIO services fee includes the following services: trust administration, an Investment Policy Statement, an historical performance evaluation, investment recommendations, investment manager search selection and due diligence, performance measurement, monitoring of investment managers and account administration. CIO services fees are payable in advance on a quarterly basis and will be charged one-half to income and one-half to principal in the trust account, unless directed otherwise in the trust instrument or in the judgment of the trustee.

F. TCO REIMBURSEMENT AND TERMINATION OF FIDUCIARY SERVICES

TCO requires its trust clients to reimburse TCO for all reasonable expenses incurred in administration of a trust (i.e. legal, accounting, etc.).

TCO can be removed or resign with a 30-day written notice, unless directed otherwise in the trust instrument. When TCO ceases to serve as trustee with respect to any principal assets of any trust, a fee will be charged as a result of the termination, withdrawal or trustee substitution based on the amount of work and responsibility involved. This fee may be charged based upon time and expense not to exceed 50% of prior year fees.



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ITEM 11 – CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

A. CODE OF ETHICS

Oxford requires that all individuals involved in determining or giving financial advice to clients possess the highest ethical standards and technical abilities necessary to meet the needs of those who retain Oxford's services. Oxford stresses a fiduciary standard of care and utmost good faith in a manner believed to be in the best interest of its clients. Generally, this would include a minimum of a graduate degree or post-graduate education certificates such as: Certified Financial Planner (CFP®), Certified Public Accountant (CPA) and/or Chartered Financial Analyst (CFA). Additionally, those individuals are required to comply with Oxford policies and procedures and attend certain ongoing internal meetings and training courses.

Oxford has an Ethics Committee and training program to ensure Oxford and its associates operate with the highest levels of principles, ethics and with sound corporate policies. Training is conducted for every newly hired associate of Oxford and on a regular basis thereafter. The committee was formed to identify and correct areas of concern, to create a forum for associates to report ethical concerns and suggestions and to mitigate risk. The committee chairperson is Oxford's Chief Talent Officer. Current members of the committee are members of Senior Management, plus the Director, Compliance & Legal Affairs. A copy of Oxford's Code of Ethics is available upon request at no charge.

B. PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS, PERSONAL TRADING AND CONFLICTS OF INTEREST

It is Oxford's documented policy to collect personal quarterly transaction reports after quarter-end from Oxford's Access Persons, as defined by the SEC. Certain personal transactions of Access Persons must be approved by Oxford's CEO. Records of personal transactions are collected and retained by Oxford's Compliance Department.

Neither Oxford nor related persons receive any direct financial benefits by recommending investment products in which Oxford or related persons have a personal financial interest. The only exception is Savile Row, Regent Street and Mayfair board fee compensation received by various employees of Oxford.

Oxford full-time employees may invest in securities or investment products recommended to Oxford clients, namely the Savile Row, Regent Street and Mayfair offerings. As with each of the Savile Row LLCs or Regent Street LLCs, Oxford is the manager of Mayfair investments. As manager, Oxford has full and exclusive management authority over all investments, asset dispositions and distributions, subject to the limitations imposed in their operating agreements. As described above, as manager, Oxford will receive advisory fees from each investor member. Such fees are paid quarterly in advance and are waived for any investor member who is a full-time employee of Oxford or any of its affiliates. Oxford does not receive a profit incentive fee from any Savile Row LLC, Regent Street LLC or Mayfair investment.

Oxford's OIF is responsible for monitoring the securities and investment products that Oxford or its related persons recommend to Oxford's clients. OIF is also responsible for ensuring when Oxford or its related persons have some financial interest in a security or investment product that Oxford or its related persons recommend to



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Oxford's clients and that those clients are given full and fair disclosure of all material facts regarding such financial interest. The disclosure of all material facts regarding any such financial interest may come as part of a private placement memorandum or other written communication.

Currently, employees of Oxford serve on the Board of Managers of Poly-Wood Mayfair and IDW Mayfair. As with other opportunities to serve on the board of a legal entity, these individuals will receive customary board-related compensation and/or other incentives for board participation.

ITEM 12 – BROKERAGE PRACTICES

A. BROKERAGE SELECTION/RECOMMENDATIONS

Oxford requires that all advisory client assets remain in the physical possession of a broker-dealer, custodian bank, trust company, mutual fund or insurance company. Oxford will suggest to its advisory clients that they designate Pershing Advisor Solutions LLC ("Pershing") or Fidelity Brokerage Services, LLC ("Fidelity") as the custodian for their assets in which Oxford will provide financial investment advisory services. In most cases, if an advisory or custody client selects Pershing or Fidelity as its custodian, the advisory or custody client will use Pershing or Fidelity as the broker-dealer to execute a particular equity or bond transaction. Mutual fund purchases or sales may transact through Pershing, Fidelity or directly with the mutual fund company. An annual surcharge of 0.10% will be assessed on accounts held by custodians other than those recommended by Oxford.

Outside investment managers trade on a best-execution basis. Oxford has negotiated cost-efficient pricing through Pershing, Fidelity and investment managers on behalf of its clients. Oxford currently has the technical capability to electronically interface with Pershing and Fidelity. In addition, subject to an advisory client's approval, Oxford can electronically deduct its advisory fees directly from the advisory client's account if such account is maintained with Pershing, Fidelity and various other custodians. Pershing's and Fidelity's custody services will be utilized for Implemented Consulting relationships and will be the preferred recommendation for all others.

Oxford considers the following factors in selecting brokers: professionalism, best execution, block trading, quality of execution, reliability, information technology capabilities, integrity, reasonableness of commissions, access to institutional trading and type of clientele.

Commissions are just one of several important factors to consider when choosing the appropriate broker. However, Oxford desires the most competitive commissions from brokers for clients' security executions. Generally, clients pay competitive commissions for similar products and services from similar brokers as monitored by Oxford's investment research team.

Oxford does not engage in 'step-out' or aggregated trading. Oxford executes transactions with the custodians where assets are held, so it will not obtain the best pricing on every transaction. However, Oxford considers maintaining a relationship with preferred custodians provides greater overall value and service to clients.

Oxford will not assume responsibility or liability for broker-dealers/custodians selected by the client. If clients select non-preferred broker-dealers/custodians, Oxford may not be able to achieve most favorable execution of client transactions, costing clients more through higher trading costs and less favorable prices. Oxford reserves the right to charge a fee to clients for non-preferred custodians selected by clients.



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B. SOFT DOLLAR ARRANGEMENTS

Oxford does not participate in soft dollar arrangements.

C. TRADE ERRORS

Oxford has adopted a policy to ensure that trading errors affecting a client account are corrected and clients are not harmed. The goal of trade error correction is to make the client whole - as if the error did not occur. The firm will take all reasonable measures to place the client in the same position it would have been in had the error not occurred. Oxford will not use client assets, directly or indirectly, to correct errors.

Oxford maintains trade error accounts with custodians, where gains or losses from trade errors are netted quarterly. Depending on the nature of the trade error, either Oxford or the custodian will cover a loss due to a trade error in a client account. Certain custodians may require that any gains remaining in a trade error account after quarterly netting will go to charity. Oxford is neither responsible for investment losses due to market fluctuations nor investments that do not perform as expected.

ITEM 13 – REVIEW OF ACCOUNTS

A. SCHEDULE FOR PERIODIC REVIEW OF CLIENT ACCOUNTS OR FINANCIAL PLANS

Most clients of Oxford receive a similar level of service during the year. During the first year of the relationship, the client has approximately 4 – 12 meetings with Oxford's Managing Directors, depending upon individual circumstances. During the second and subsequent years, the client has approximately 2 – 6 meetings per year with Oxford's Managing Directors, depending upon individual circumstances. Depending on the service provided, periodic reviews may include:

- Updated personal financial statement
- Investment allocation summary
- Account performance
- New topics of consideration
- Transaction summary
- Income analysis
- Market review, outlook and recommendations
- Estate illustrations
- Educational information



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Managing Directors receive assistance from various Oxford teams including Client Service Managers, members of OIF, the Family Office Services technical team, client reporting, operations, compliance and members of TCO. Clients will generally receive a summary of their meeting in a follow-up letter.

B. CONTENT OF CLIENT-PROVIDED REPORTS AND FREQUENCY

Specific triggering factors for reviews include, among others, the client's anniversary date, unusual fluctuations in the financial markets and specific needs or circumstances dictated by the client.

Oxford conducts reviews with clients, generally, on a quarterly basis to discuss the status of the client's accounts. At a minimum, clients will receive quarterly account statements from their custodian and quarterly monitoring reports from Oxford.

In performing any of its services, Oxford shall not be required to verify any information received from the client or from the client's other professionals. Clients are advised that it remains their responsibility to promptly notify Oxford if there is ever any change in their personal or financial situation, investment objectives. Errors should immediately be reported to Oxford.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

It is Oxford's policy not to engage solicitors or to compensate related or non-related persons for referring potential clients to our firm.

Referrals typically come from existing clients of Oxford and other professional advisors.

ITEM 15 – CUSTODY

Oxford will suggest to its advisory clients that they designate Pershing Advisor Solutions LLC or Fidelity Brokerage Services LLC as the custodian for their assets in which Oxford will provide financial investment advisory services. Oxford will not assume responsibility or liability for Pershing or Fidelity or any other custodians selected by the client.

Due to certain services provided to its clients, Oxford does have custody of certain client assets and therefore, complies with the SEC's Amended Custody Rule. A surprise audit was conducted by BDO USA, LLP during the third quarter of 2018. Oxford disclaims any provision in an account agreement between a client and the custodian that purports to create custody of client assets for Oxford.

Clients will receive quarterly account statements from their custodian and should carefully review those statements for any errors or discrepancies.

ITEM 16 – INVESTMENT DISCRETION

Oxford will assume certain discretionary authority responsibilities referred to as Implemented Consulting (IC) if requested by the client. On such occasion, the client and Oxford will agree to the terms of discretionary authority



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through an Investment Policy Statement or Advisory Agreement Amendment executed by both client and Oxford.

IC is a discretionary investment management service. Under the IC program, clients give Oxford various levels of limited discretionary authority to make adjustments to their portfolios without seeking client authority each time. In a non-discretionary platform, the client must first be contacted for permission before such changes are made. The IC program allows Oxford's investment management team to implement its best ideas and recommendations in a more efficient, streamlined manner.

Oxford does not charge additional fees for and encourages clients to elect this service. An annual surcharge of 0.10% will be assessed on accounts for clients who do not elect Implemented Consulting.

IC services are available for most client relationships. ERISA-plan and certain institutional relationships are excluded.

ITEM 17 – VOTING CLIENT SECURITIES

Oxford will not exercise proxy voting authority over client securities with the exception of proxies voted on behalf of certain Savile Row LLCs, Regent Street LLCs and Mayfair investments. The obligation to vote client proxies shall at all times rest with the client, except for those specific client assets over which an independent investment manager has assumed proxy voting authority.

TCO utilizes the services of Broadridge for proxy and prospectus delivery.

As manager of the Savile Row LLCs, Regent Street LLCs and Mayfair investments, Oxford has appointed its OIF to monitor the underlying investment's corporate actions and on behalf of the Savile Row LLCs, Regent Street LLCs and Mayfair offerings and will vote investor proxies, if applicable. Investors of all Savile Row LLCs, Regent Street LLCs and Mayfair offerings receive a copy of Private Market Services Proxy Voting Policy on an annual basis.

ITEM 18 – FINANCIAL INFORMATION

Oxford does not have any adverse financial information to disclose.