

Item 1 – Cover Page

Essex Capital Management, LLC

A Massachusetts Registered Investment Adviser

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Form ADV Part 2
February 21, 2018

This brochure provides clients and prospective clients with information about Essex Capital Management, LLC and the qualifications, business practices, and nature of its services that should be carefully considered before becoming an advisory client. The contents of this brochure have not been approved or verified by the Securities and Exchange Commission (SEC) or any other state or federal authority. While the firm is an investment adviser registered with the Commonwealth of Massachusetts, registration alone does not imply a certain level of skill or training on the part of the firm or its associated personnel. If you have any questions about the contents of this brochure, please contact us at 781-595-0201 or kim@essexcapm.com.

Throughout this document, Essex Capital Management, LLC will be referred to by the following terms: “Essex Capital Management,” “ECM,” “the firm,” “we,” “us,” or “our.” These terms are utilized for the reader’s ease of use while reviewing the brochure and are not meant to imply the firm is larger than it actually may be at the time of publication. The client or prospective client will be referred to those terms as well as “you,” “your,” etc., and refers to a client engagement involving a single person as well as two or more persons.

Additional information about Essex Capital Management, LLC. is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 - Material Changes

Since the firm’s previous ADV Part 2 Brochure dated February 17, 2017, Essex Capital Management has not made any material changes to the brochure.

Item 3 – Table of Contents

Contents

Item 1 – Cover Page	1
Item 2 - Material Changes.....	2
Item 3 – Table of Contents.....	2
Item 4 - Advisory Business	3
Item 5 - Fees and Compensation	6
Item 6 - Performance-Based Fees and Side-By-Side Management	7
Item 7 - Types of Clients.....	8
Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss.....	8
Item 9 - Disciplinary Information	10
Item 10 - Other Financial Industry Activities and Affiliations	10
Item 11 - Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	11
Item 12 - Brokerage Practices	14
Item 13 - Review of Accounts	16
Item 14 - Client Referrals and Other Compensation	16
Item 15 - Custody	17
Item 16 - Investment Discretion	18
Item 17 - Voting Client Securities.....	18
Item 18 - Financial Information	19
Part 2B: Brochure Supplement (Advisory Personnel)	20

Item 4 - Advisory Business

Essex Capital Management is a Massachusetts registered investment adviser that provides fee-only investment management and financial planning services. Kimberley Feeney Zollo is the founder and principal; ECM was created in July 2012 in order to provide personalized, independent, and truly objective financial planning and investment advice to clients. “Fee-only” means that we do not sell any financial products; we sell only our advice and services. This is different than a “fee-based” adviser in that we do not receive any commissions or referral fees. We provide these fee-only services to individuals, families, trusts, estates, charitable organizations, and corporations or other business entities.

The Fiduciary Standard

Essex Capital Management holds itself to a *fiduciary standard*, which means the firm and its associates will act in the utmost good faith and perform in a manner believed to be in the best interest of its clients. As investment advisers we are legally required to put you, the client, first. This sets us apart from Investment brokers, who are held to a lower “suitability” standard and are not legally required to place clients’ interests ahead of their own, or to disclose their conflicts of interest involving their clients’ transactions.

Firm Services

Initial Meeting

Our process begins with a complimentary “discovery” meeting. During this meeting, we gain an understanding of your personal goals, your financial needs and objectives, and any areas of concern; this information helps us determine the scope of services to be provided. At this initial discovery meeting the prospective client will be given a current ADV Part 2 Brochure which includes the firm’s Privacy Policy. Following the meeting, you will be provided with a fee estimate based upon the proposed scope of services, as well as a list of additional materials needed to continue with your plan.

Investment Management Services

Investment management services (also called “portfolio management” or “asset management”) services, are ongoing, comprehensive services which include management of investments and financial planning services (described separately below.) The fee for this service is based on the assets under management and is discussed in Item 5.

Essex Capital Management’s investment management services are designed to help you plan and manage your finances so that you can achieve your financial goals. Each client relationship begins with candid discussions, and questionnaires will be utilized to elicit attitudes about money, comfort level of risk, time horizon, and the client’s understanding of certain types of investments. A financial wellness check is included to assess the client’s current financial well-being in terms of cash flow, debt management, and current retirement planning funding. A

personalized Investment Policy Statement (IPS) will be developed to provide a clear understanding between the client and Essex Capital Management regarding the objectives, goals, risk tolerance, time horizon, and asset allocation. Guidelines will be established for the client for the investment of their assets prescribing a prudent and acceptable investment philosophy and setting out the investment management procedures and long-term goals for the investor. In summary the benefits of the Investment Management Services include:

- Review of your personal/family financial and economical needs, goals, and beliefs
- Determine your financial objectives, including time horizon and risk tolerance
- Portfolio construction and professional management
- Investment policy statement
- Conflict-free investment advice
- Monitor portfolio on discretionary basis
- Rebalancing and reallocation
- Monthly/quarterly reporting and tax reporting
- Annual portfolio review meeting
- Online account access

Client Assets Under Management

As of December 31, 2017, our firm had approximately \$15.52 million dollars of client assets under management. (The term “assets under management” and rounding to the nearest \$100,000 are as defined by the SEC’s 2014 General Instructions for Part 2 of Form ADV). Non-discretionary assets managed by the firm for on-going clients was \$308,705 as of December 31, 2017.

The firm does not sponsor or serve as portfolio manager for a wrap fee program.

Financial Planning and Investment Consultation Services

Financial planning services are available for those clients who need financial planning advice and who do not want on-going investment management services. This service may include a comprehensive financial plan, or may be limited to specific financial planning questions, depending on your needs. Financial planning and consulting services are provided for at an hourly rate or flat fee.

Should you wish to engage Essex Capital Management for its consulting services, you and the firm must execute a written client agreement. Once a client agreement is in effect, further discussion takes place to obtain additional information and clarification on your financial needs, goals, current holdings, and other information needed for the firm to analyze your situation and offer advice and planning. Financial Planning and Consultations are based upon the information you or your legal agent provide, and reflect your financial situation at the time the plan is presented. In performing its services the firm may, but is not required to, verify any information received from you or from your legal agents. Essex Capital Management does not provide legal, accounting, or property and casualty insurance services.

With your permission, however, we may work together with your accountant, attorney or other professional advisers to coordinate and implement the strategies we have agreed on. You should be aware that these other professional advisers will bill you separately for their services, and their fees will be in addition to those of Essex Capital Management.

Engagements involving financial planning and investment consultation services generally conclude upon delivery of advice or the plan. In order to stay on track with your goals, it is important to schedule periodic updates; it is each client's responsibility to initiate these meetings. Unless a written agreement is already in place between the firm and the client that specifically includes review and updates (such as a portfolio management agreement), it is the client's responsibility to initiate additional services. The firm is not obligated to monitor the accounts of incidental services clients or otherwise provide future services unless the client specifically requests such services and the firm agrees. Such services may be offered under a new or amended agreement.

Non-Securities Advice

Essex Capital Management also provides hourly, as needed advice to clients on non-securities matters, including but not limited to:

- cash flow management
- risk management (i.e., different types of insurance)
- retirement and education funding
- debt reduction
- investment analysis
- asset allocation and selection
- estate planning
- seminar or workshop planning

Educational Workshops

Essex Capital Management may provide educational workshops for groups desiring general information on investments and personal finance. We offer customized presentations to meet the needs of employees or other groups, including on issues related to wealth management, financial planning, retirement strategies, or various other economic and investment topics. Educational workshops or programs we conduct are purely educational in nature and do not involve the sale of any investment products. The information presented at these events is not based on any individual person's need, and we do not provide individualized investment advice to attendees during these sessions.

Limitations of Liability

While Essex Capital Management uses its best judgment and good faith effort in rendering its services to its clients, we cannot guarantee any particular level of account performance, or that any account or any individual investment will be profitable over time. With all investments, past performance is not indicative of future results. Except as may otherwise be provided by law,

the firm will not be liable to the client, heirs, or assigns for any loss an account may suffer by reason of an investment decision made or other action taken or omitted in good faith by the firm with that degree of care, skill, prudence and diligence under the circumstances that a prudent person acting in a fiduciary capacity would use; any loss arising from the firm's adherence to the client or their legal agent's direction; or any act or failure to act by a service provider maintaining an account. Notwithstanding the preceding, nothing within the client services agreement or this Brochure is intended to diminish the firm's fiduciary obligation to act in the client's best interest, or shall in any way limit or waive any rights that clients have under federal or state securities laws or the rules promulgated pursuant to those laws.

Item 5 - Fees and Compensation

Fees for Portfolio & Investment Management Services

Assets Under Management Annual Fee

The minimum account size eligible for Essex Capital Management's investment management services is \$500,000.

\$500,000 - \$1,000,000: 0.95%

\$1,000,001 - \$2,000,000: 0.95% - 0.75%

Over \$2,000,000: Negotiated individually

Fees are negotiable at the discretion of ECM, where in its sole discretion, may negotiate or charge a lesser management fee, or accept a lower minimum account size, based upon certain criteria (i.e., anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, pre-existing client, etc.). Some ECM pre-existing client fee arrangements may differ from the fees quoted above.

Billing Method

ECM's annual investment management fee is billed quarterly, in arrears, based upon the market value of the assets on the last day of the previous quarter. In most cases, we ask you to authorize ECM to have the quarterly investment management fee deducted directly from your account(s). When deducting fees from your portfolio, ECM simultaneously sends to you an invoice showing the amount of the management fee, the value of your assets on which the fee was based, and the manner in which ECM 's fee was calculated.

Upon termination of any account, any unpaid fees will be due and payable.

Other Fees and Expenses

ECM's fees do not include brokerage commissions, transaction fees, and other related costs and expenses which may be incurred by the client. You may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees (i.e., expense ratios), which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to ECM's fee, and ECM does not receive any portion of these commissions, fees, and costs.

Fees for Financial Planning and Investment Consultation Services

ECM charges an hourly fee for financial plans and for financial planning/consulting services. ECM's financial planning and consulting fees are based on an hourly rate of \$200. At the outset of providing financial planning services, ECM and the client will enter into a written agreement setting forth the terms and conditions of the engagement, and describing the scope of the services to be provided. ECM will make a best effort at giving you an estimate of the total expected cost of the engagement, but the actual amount cannot be determined until the number of hours billed is known. ECM bills for the time we spend with you, and for the time spent doing research or analysis in order to provide you with results and recommendations. ECM charges its fees in quarter hour increments. ECM will require one-half of the financial planning (estimated hourly) or \$500, whichever is less, payable upon entering the written agreement. The balance is generally due upon delivery of the financial plan or completion of the agreed upon services. Either party may terminate the agreement by written notice to the other. In the event the client terminates financial planning and/or consulting services prior to completion of the agreed upon scope of services, the balance of ECM's unearned fees (if any) shall be refunded to the client.

Fees for Educational Workshops

Essex Capital Management may conduct group educational workshops for which we may impose a fee. In most cases, the employer, civic or non-profit group sponsoring the workshop pays any such fee, and the individual attendees are not charged. Typically, the fee is a fixed amount due at the time of the session. In the event that workshop attendees would be required to pay a fee, the amount of the fee would be clearly disclosed in the event's announcement and/or invitation.

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

The firm's portfolio management fees will not be based upon a share of capital gains or capital appreciation (growth) of any portion of managed funds, also known as "performance-based fees." Essex Capital Management does not use a performance-based fee structure because of

the potential conflict of interest this type of fee structure may pose. Performance-based compensation may create an incentive for an adviser to recommend an investment that may carry a higher degree of risk to the client.

Item 7 - Types of Clients

ECM clients may include individuals and families, businesses, pension plans, profit sharing plans, trusts, and estates. As discussed above, the minimum portfolio size for investment management services is typically \$500,000 although this is negotiable in some situations. ECM strives to provide financial planning services for individuals from all walks of life, and there is no minimum for hourly financial planning services that do not include investment management services.

Our ability to provide the best service and advice depends on access to information. Accordingly, our clients are expected to provide an adequate level of information and supporting documentation throughout the term of the engagement; the more detailed information will help us determine the appropriateness of our financial planning and/or investment strategy for the client or account. That said, it is very important that our clients keep us up-to-date on significant changes in their lives that may call for an update to their financial plan. Events such as job changes, a child receiving a scholarship, a marriage or divorce, or the purchase or sale of a home can have a tremendous impact on a client's circumstances and needs. If we are aware of such events, we can make the adjustments needed to your plan or advice in order to keep you on track toward your goals. Essex Capital Management reserves the right to waive or reduce certain fees based on unique individual circumstances, special arrangements, pre-existing relationships or as otherwise may be determined by a firm principal. We also reserve the right to decline services to any prospective client for any reason.

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

Methods of Analysis

Investment analysis methods at ECM rely on fundamental and technical analysis, and consider macroeconomic, market, and individual business factors in evaluating investment strategies. In building your investment strategy we will create an investment policy statement (discussed earlier) as we decide how to meet your objectives while at the same time seeking a prudent level of risk exposure. Our research may be drawn from sources that include financial publications; investment analysis and reporting software; research materials from outside sources; corporate rating services; annual reports, prospectuses and other regulatory filings; and company press releases.

Investment Strategies

Essex Capital Management's asset allocation and investment policy decisions are made, in our best judgment, to help the client achieve their overall financial objectives while moderating risk exposure. The firm believes asset allocation is a key component of investment portfolio design. We believe that the appropriate allocation of assets across diverse investment categories (stock vs. bond, foreign vs. domestic, large cap vs. small cap, etc.) is the primary determinant of portfolio returns and critical in the long-term success of its financial objectives. Such portfolios seek to reduce overall risk while increasing the potential for higher returns. Our investment philosophy is implemented by investing in open-ended mutual funds, exchange traded funds, individual stocks, and bonds. Funds are selected based on their historical return and risk characteristics, costs, stability of management team, and correlations to other asset classes. If you have an existing portfolio at the time you engage us, we will evaluate your existing holdings and determine whether it is appropriate to continue to hold some or all of them, based on your objectives and needs. We will also assist in rebalancing your portfolio in order to maintain your desired allocation while minimizing your tax exposures, trading costs, etc. For hourly clients, we may provide recommendations to rebalance the portfolio; for portfolio management clients, we implement such rebalancing directly. The portfolios we recommend may include a broad range of mutual fund positions, ETFs, individual securities, and non-correlating asset classes. Although not an all-inclusive list, "individual securities" may include:

- common or preferred stocks
- bonds
- U.S. Government issues
- notes
- commercial paper
- collateralized mortgage options (CMOs)
- Section 529 plans
- listed real estate investment trusts (REITs)

The term "derivatives" typically refer to options, futures and swaps that may be used to hedge risk or to exchange a floating rate of return for fixed rate of return. "Non-correlating assets" recommended by the firm are generally in the form of open-ended mutual funds that may be used to further diversify your portfolio. Non-correlating assets that we may recommend may include commodities, managed futures, real estate and other mutual funds that incorporate investment strategies and techniques to lower correlation with traditional equity and fixed income asset classes. Non-correlating assets typically have different risk and return characteristics than traditional market securities and provide the opportunity for improved diversification than for a portfolio consisting primarily of stock and bond investments. Your existing and future portfolio allocations, including mutual funds or ETFs, may include some or all of these types of securities. In very limited circumstances, we may use a shorter-term investment strategy when requested by the client or in unusual market conditions.

Risk of Loss

While Essex Capital Management believes our strategies and investment recommendation are designed to potentially produce the highest possible return for a given level of risk, we cannot guarantee that an investment objective or planning goal will be achieved. Some investment decisions made by the client based on recommendations by the firm may result in loss, including potential loss of the original principal invested. Each client must be able to bear the various risks involved in the investment of account assets, which may include market, currency, interest rate, liquidity, operational or political risk, among others. When the firm's research and analyses is based upon commercially available software, rating services, general market and financial information, or due diligence reviews, we are relying upon the accuracy and validity of the information or capabilities being provided by selected vendors, rating services, market data, and the issuers themselves. Essex Capital Management makes reasonable effort to determine the accuracy of the information received, but it cannot predict events, actions taken or not taken, or the validity of all information it has researched or provided which may or may not affect the advice to or investment strategy of a client account or financial plan.

An investor should consider the potential risk that their broader allocation may generate lower returns than those of a specific asset, and that the risk on each type of asset is a deviation from the average return from the asset class. The firm believes this variance from the "expected return" is generally low under normal market conditions if the portfolio is made up of diverse, non-correlated assets. Investment vehicles such as ETFs have the potential to be affected by "active risk" or "tracking error risk," which might be defined as a deviation from their stated benchmark (index). Further, while many ETFs are known for their potential tax-efficiency and higher "qualified dividend income" (QDI) percentages, there are certain asset classes or holding periods within an ETF that may not benefit. Shorter holding periods as well as certain commodities and currencies may be considered "nonqualified" under certain tax code provisions; therefore, the holding's QDI will be considered if tax efficiency is an important aspect of the portfolio.

Item 9 - Disciplinary Information

Neither Essex Capital Management nor any of its associated personnel has been the subject of a reportable legal or disciplinary event pursuant the Investment Advisers Act of 1940 (as amended) or similar state statute.

Item 10 - Other Financial Industry Activities and Affiliations

Essex Capital Management's policies require the firm and its personnel to conduct business activities in a manner that avoids actual or potential conflicts of interest between the firm,

employees and clients, or that may be contrary to law. Essex Capital Management will provide disclosure to each client prior to and throughout the term of an engagement regarding any conflicts of interest which might reasonably compromise its impartiality or independence.

Neither Essex Capital Management nor its associated persons are affiliated with nor maintain a material relationship or arrangement with another financial services industry entity, such as a broker/dealer. Investment adviser representatives of the firm may also hold individual memberships or serve on boards or committees of professional industry associations or organizations such as the National Association of Personal Financial Advisors (NAPFA), Financial Planning Association (FPA), or the Certified Financial Planner Board of Standards, Inc. Generally, participation in these entities requires membership fees to be paid, adherence to ethical guidelines, and meeting experiential and educational requirements.

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

Code of Ethics

The firm has adopted a Code of Ethics that establishes policies of ethical conduct for all personnel. Essex Capital Management accepts the obligation not only to comply with all applicable laws and regulations, but also to act in an ethical and professionally responsible manner in all professional services and activities. The firm's policies include prohibitions against insider trading, circulation of industry rumor, certain political contributions, among others. CFP® designees, including Kimberley Feeney Zollo also adhere to the Certified Financial Planner Board of Standards Code of Ethics. These principles include:

Principle 1 – Integrity: Provide professional services with integrity. Integrity demands honesty and candor which must not be subordinated to personal gain and advantage. Certificants are placed in positions of trust by clients, and the ultimate source of that trust is the certificant's personal integrity. Allowance can be made for innocent error and legitimate differences of opinion, but integrity cannot co-exist with deceit or subordination of one's principles.

Principle 2 – Objectivity: Provide professional services objectively.

Objectivity requires intellectual honesty and impartiality. Regardless of the particular service rendered or the capacity in which a certificant functions, certificants should protect the integrity of their work, maintain objectivity and avoid subordination of their judgment.

Principle 3 – Competence: Maintain the knowledge and skill necessary to provide professional services competently.

Competence means attaining and maintaining an adequate level of knowledge and skill, and application of that knowledge and skill in providing services to clients. Competence also includes the wisdom to recognize the limitations of that knowledge and when consultation with other professionals is appropriate or referral to other professionals necessary. Certificants make a continuing commitment to learning and professional improvement.

Principle 4 – Fairness: Be fair and reasonable in all professional relationships. Disclose conflicts of interest.

Fairness requires impartiality, intellectual honesty and disclosure of material conflicts of interest. It involves a subordination of one's own feelings, prejudices and desires so as to achieve a proper balance of conflicting interests. Fairness is treating others in the same fashion that you would want to be treated.

Principle 5 – Confidentiality: Protect the confidentiality of all client information.

Confidentiality means ensuring that information is accessible only to those authorized to have access. A relationship of trust and confidence with the client can only be built upon the understanding that the client's information will remain confidential.

Principle 6 – Professionalism: Act in a manner that demonstrates exemplary professional conduct.

Professionalism requires behaving with dignity and courtesy to clients, fellow professionals, and others in business-related activities. Certificants cooperate with fellow certificants to enhance and maintain the profession's public image and improve the quality of services.

Principle 7 – Diligence: Provide professional services diligently.

Diligence is the provision of services in a reasonably prompt and thorough manner, including the proper planning for, and supervision of, the rendering of professional services. Due to the nature and scale of Essex Capital Management, not all organizational duties are segregated; however, we employ policies and procedures to ensure timely recordkeeping and supervision. We may outsource certain functions to assist in these efforts when necessary.

Essex Capital Management periodically reviews and amends our Code of Ethics to ensure that it remains current, and we require all firm access persons to attest to their understanding of and adherence to the Code of Ethics at least annually. Essex Capital Management will provide of copy of its Code of Ethics to any client or prospective client upon request.

Privacy Policy

Essex Capital Management collects non-public personal financial information about its clients from the following sources:

- Information clients or their legal agent provide to complete their financial plan;
- Information clients provide in agreements, account applications, and other documents completed in connection with opening and maintenance of accounts;
- Information clients provide orally;
- Information received from third parties, such as brokerage firms or custodians, about client transactions.
- The firm does not disclose non-public personal information about clients to anyone, except in the following circumstances:
 - When required to provide services clients have requested;
 - When clients specifically authorize Essex Capital Management to do so in writing; or
 - When permitted or required by law.

To ensure security and confidentiality, the firm maintains physical, electronic, and procedural safeguards to protect the privacy of its clients. Identifiable information about the client or prospective client will be maintained during the span of the engagement and for the period thereafter as required by both securities industry and state privacy laws. After that time, information will be destroyed under the firm's records destruction guidelines. The firm will notify its clients annually of its privacy policy and at any time, in advance, if its privacy policy is expected to change.

Participation or Interest in Client Transactions

Neither Essex Capital Management nor any related person is authorized to recommend to a client, or effect a transaction for a client, involving any security in which the firm or a related person has a material financial interest, such as in the capacity as an underwriter, adviser to the issuer, etc. Additionally, employees are prohibited from borrowing from or lending to a client unless the client is an approved financial institution, or in the case of a natural person, an immediate family member.

Personal Trading

Essex Capital Management and its related persons may buy or sell securities similar to, or different from, those we recommend to clients for their accounts. A recommendation made to one client may be different in nature or in timing from a recommendation made to a different client. At no time will Essex Capital Management or any related party receive preferential treatment over its clients.

In an effort to reduce or eliminate certain conflicts of interest involving personal trading, firm policy may require the periodic utilization of published lists that restrict or prohibit transactions in specific reportable securities transactions. Any exceptions or trading pre-clearance must be

approved by the firm principal in advance of the transaction in any related person's account. The firm maintains the required personal securities transaction records per regulation.

Item 12 - Brokerage Practices

Essex Capital Management is not affiliated with and does not maintain an ongoing agreement with a "service provider" such as a bank, custodian, or broker-dealer firm. When engaged to provide investment consultation services, we will first recommend the service provider with whom the client's assets are currently maintained. Should a client prefer a new service provider, our recommendation will be based on the need, overall cost, and ease of use for that particular client.

Client Referrals

All compensation paid to Essex Capital Management is paid directly by our clients. We do not receive any additional monetary compensation when a client engages a recommended service provider. We may, however, receive certain non-cash benefits from discount brokers recommended to clients. These benefits may include electronic client statements and discounts on investment research, educational materials and software. It is our firm's policy to restrict non-cash ("soft dollar") compensation to products and services that directly enhance our ability to render quality advice to our clients.

Directed Brokerage

Essex Capital Management does not require or engage in directed brokerage involving its accounts. We recognize our obligation to seek "best execution" for its clients, however, it is our belief that the determinative factor is not always the lowest possible cost, but rather if the selected service provider's transactions represent the best "qualitative" execution while taking into consideration the full range of services provided. Therefore, Essex Capital Management will seek services involving competitive rates but that may not necessarily result in the lowest possible rate for each transaction. The firm periodically reviews its policies regarding recommending service providers to clients in light of its duty to seek "best execution."

The client may direct the firm (in writing) to use another particular broker-dealer to execute some or all transactions for the client's account. In these circumstances, the client is responsible for negotiating, in advance of the transaction, all of the terms and/or arrangements for their account with their selected broker-dealer. Essex Capital Management will not be obligated to seek better execution services or prices from these other broker-dealers, nor will we be able to aggregate client transactions for execution through other custodians with orders for other accounts we manage. As a result, the client choosing his or her own broker-dealer may pay higher commissions or other transaction costs, experience greater spreads, or receive less favorable net prices on transactions for the account than would otherwise be the case. Further, pursuant to the firm's obligation of best execution, Essex Capital Management reserves the right to decline a client's request to direct brokerage if the firm believes any directed

brokerage arrangement would result in additional operational difficulties, expense, or risk to the firm.

Trade Aggregation

Transactions or orders in a security may be "aggregated" or "batched" for several clients at approximately the same time. Essex Capital Management may (but is not obligated to) aggregate orders in an attempt to obtain best execution, negotiate favorable transaction rates, or to allocate equitably among client accounts should there be differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed separately. In certain situations, the firm will execute individual purchase or sales of securities when deemed necessary for a particular account.

With aggregated orders, transactions will generally be averaged as to price and allocated among the clients on a *pro rata* basis on any given day and the firm will attempt to do so in accordance with applicable industry rules and/or guidance provided by statute. The firm shall not receive any additional compensation or remuneration as a result of the aggregation transactions.

In the event Essex Capital Management determines that a prorated allocation is not appropriate under particular circumstances, the allocation will be made based upon other relevant factors, which may include (in no particular order):

- when only a small percentage of the order is executed, shares may be allocated to the account with the smallest order or the smallest position or to an account that is out of line with respect to security or sector weighting relative to other portfolios with similar mandates;
- allocations may be given to one account when one account has limitations in its investment guidelines which prohibit it from purchasing other securities which are expected to produce similar investment results and can be purchased by other accounts;
- if an account reaches an investment guideline limit and cannot participate in an allocation, shares may be reallocated to other accounts, such as that which might occur due to unforeseen changes in an account's assets after the order is placed; or
- when a *pro rata* allocation of a potential execution would result in a *de minimis* allocation in one or more accounts, an account may be excluded from the allocation and transactions may be executed on a *pro rata* basis among the remaining accounts.

The firm reviews both its trade aggregation procedures and allocation processes on a periodic basis to ensure it remains within stated policies and/or regulation.

Item 13 - Review of Accounts

Whether and how often we will review your account depends upon the type of service you engage us to provide. Not all types of agreements automatically include periodic reviews.

Review of Financial Planning and Investment Consultation Accounts

Hourly, as-needed financial planning and investment consultation agreements with Essex Capital Management terminate upon delivery of the plan or advice to the client. We do not automatically provide ongoing reviews under this type of agreement, and are under no obligation to contact a client whose engagement was completed to recommend changes to his or her financial plan, or to any of the recommendations and advice provided in the past.

Reviews are an important part of ensuring that a plan continues to meet a client's needs, however, and we encourage all clients to re-engage us for periodic check-ups or portfolio reviews. It is the client's responsibility to initiate these reviews under a new or amended client agreement.

Review of Portfolio Management Accounts

Essex Capital Management reviews portfolio management accounts no less often than quarterly. Additional reviews may be triggered by events or research related to a specific holding, a change in our view of the merits of a holding, or information related to the macro-economic climate affecting a sector or holding within that sector. We may review portfolio management accounts when considering an additional holding or an increase in a current position. If a client needs to generate cash, adds cash, or if the cash level rises above what we believe is appropriate for the investment environment, given that particular client's stated risk tolerance and objectives, this may also trigger a review.

Item 14 - Client Referrals and Other Compensation

Essex Capital Management does not engage in solicitation activities as defined by Rule 206(4)-3 of the Investment Advisers Act of 1940 (as amended), or similar state statute, nor does it pay a direct or indirect fee for referrals.

As stated earlier, Essex Capital Management and associated personnel may be members of NAPFA, the FPA, and other professional associations. A benefit these entities may provide to the investing public is the availability of online search tools that allow interested parties (prospective clients) to search for participant firms or individual financial planners within a selected state or region. These passive websites may provide means for interested persons to contact a firm or planner via electronic mail, telephone number, or other contact information, in order to interview the participating firm or planner. Members of the public may also choose

to telephone association staff to inquire about a firm or individual planner within their area, and would receive the same or similar information.

Prospective clients locating Essex Capital Management or Kimberley Feeney Zollo via such an association are not actively marketed by the association. Clients who find us in this way do not pay more for their services than clients referred to us in another fashion, such as by another client. Essex Capital Management does not pay these entities for prospective client referrals, nor is there a fee-sharing arrangement reflective of a solicitor engagement. (The firm believes this arrangement is in consonance with SEC No-Action Letter No. 1251421 in its response to the National Football League Players Association).

Essex Capital Management may provide referrals to various other professionals as a service to its clients. The firm does not have an agreement with or receive referral fees from any other persons or firms for these referrals. Any fees charged by these entities are completely separate from fees charged by Essex Capital Management.

Item 15 - Custody

All client funds and securities will be maintained by unaffiliated, qualified custodians such as banks, broker-dealers, mutual fund companies, or transfer agents, and not with or by Essex Capital Management or any of our associates. We do not have, and will not accept, custody of client funds or securities.

In keeping with our policy of not having custody of client funds or securities:

- Firm policies restrict Essex Capital Management and our associated persons from acting as trustee for or having full power of attorney over a client account. (An associate may, however, serve as an unpaid trustee for the account of an immediate family member)
- We do not collect fees for services to be performed more than six months in advance *and* in excess of \$1,200.
- At no time will a firm employee be authorized to have knowledge of a client's account access information (i.e., online 401(k), personal brokerage, or bank accounts), even for the convenience or accommodation of the client or the client's legal agent.

Clients will be provided with transaction confirmations and summary account statements provided directly by their selected service provider. Typically, these statements are provided on a monthly or quarterly basis, or as transactions occur. Clients may, however, receive periodic reports or "snapshots" from Essex Capital Management that include investment performance information. Clients are urged to compare the account statements received directly from the service provider with any report they receive from Essex Capital Management.

Item 16 - Investment Discretion

For clients who engage Essex Capital Management for portfolio management services, those services are most often provided via a discretionary account agreement. Similar to a limited power of attorney, discretionary authority allows us to implement investment decisions, such as buys or sells of securities on behalf of an account without prior client authorization in order to meet the account objectives. (By definition, discretionary account transactions do not involve those with respect only to a trade execution's price or time).

Should a portfolio management client prefer his or her account to be managed in a non-discretionary manner, thereby requiring client approval prior to execution of any and all transactions, we have the authority to either terminate the account or continue to manage the account under a higher asset-based fee. All account restrictions, limitations, and rescissions will be made in writing by the client and approved in writing by a firm principal. A record will be made and retained per regulation for each of these actions.

Item 17 - Voting Client Securities

Proxy Voting

The firm does not vote client proxies. Clients maintain exclusive responsibility for directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, as well as making all other elections relative to mergers, acquisitions, tender offers or other events pertaining to the client's investment assets. Other Corporate Actions Essex Capital Management has no power, authority, responsibility, or obligation to take any action with regard to any claim or potential claim in any bankruptcy proceeding, class action securities litigation or other litigation or proceeding relating to securities held at any time in a client account, including, without limitation, to file proofs of claim or other documents related to such proceeding, or to investigate, initiate, supervise or monitor class action or other litigation involving client assets.

Firm's Receipt of Materials

If Essex Capital Management receives correspondence for a client relating to the voting of his or her securities, class action litigation, or other corporate actions, it will typically forward the correspondence to the client, or to another entity such as the client's attorney, if directed by the client to do so.

Item 18 - Financial Information

Due to the nature of Essex Capital Management's services, an audited balance sheet is not required nor included in this disclosure. No further material financial information is required to be provided.

Part 2B: Brochure Supplement (Advisory Personnel)

Managing Member/Firm Principal/Investment Adviser Representative

Kimberley Feeney Zollo, CFP®

Year of Birth: 1965

Educational Background and Business Experience

Education

Bachelor of Science in Business Administration, Salem State University, Salem MA 1991

Master of Business Administration, Bentley University, Waltham, MA

Certified Financial Planner Program, Salem State University, Salem MA

Business Experience

Name of Company Position Held Year Start Year End

State Street Research & Management Company, Vice President 1992-2004

Commonwealth Financial Network, Advisor 2007- 6/2012

Maloy Financial Services, Advisor 2007 – 6/2012

North Shore Community College, Adjunct Professor, 9/2010 - Present

Disciplinary Information

Ms. Feeney Zollo has not been the subject of any disciplinary action that would require disclosure.

Other Business Activities

Ms. Feeney Zollo is not currently engaged in any other business activities.

Additional Compensation

Essex Capital Management employees do not accept or receive additional economic benefit (i.e., sales awards or other prizes) for providing advisory services to firm clients.

Supervision

Ms. Feeney Zollo serves in multiple capacities with the firm: Managing Member, Firm Principal, Financial Planner, and Investment Adviser Representative, and she is responsible for the supervision of the firm's advisory services activities and any of its staff. The firm recognizes that not having all organizational duties segregated may potentially create a conflict of interest. To address any such potential conflicts, Essex Capital Management employs policies and procedures to ensure timely, accurate record keeping and supervision. The firm may outsource certain functions to qualified entities to assist in these efforts when deemed necessary.

Questions relative to the firm, staff, its services, or this ADV Part 2 or its Advisory Personnel Supplemental Brochure may be made to the attention of Ms. Feeney Zollo at (781) 595-0201.

Additional information about the firm, other advisory firms, or an associated representative is available at www.adviserinfo.sec.gov. A search for firms or associated personnel can be accomplished by name or firm identifier, known as an IARD number. The IARD number for Essex Capital Management, LLC is 164782.

The business and disciplinary history of an investment advisory firm and its representatives may also be obtained by calling the Massachusetts Securities Division at (617) 727-3548.

About the CFP® Professional Designation

The **CERTIFIED FINANCIAL PLANNER™**, CFP® and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one’s ability to correctly diagnose financial planning issues and apply one’s knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board’s *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the *Standards of Professional Conduct*. The Standards prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board’s enforcement process, which could result in suspension or permanent revocation of their CFP® certification.