



Item 1: Cover Page

O'Brien Financial Planning, Inc.

Main Office Address: 14241 Midlothian Turnpike, #117
Midlothian, VA 23113

Main Phone: 804-419-6002

Fax Number: 888-419-1521

Web Site Address: www.OBrienFP.com

E-mail address: info@obrienfp.com

This brochure was last updated on May 6, 2011

This brochure provides information about the qualifications and business practices of O'Brien Financial Planning, Inc. If you have any questions about the contents of this brochure, please contact us at 804-419-6002. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about O'Brien Financial Planning, Inc. also is available on the SEC's website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The CRD number for O'Brien Financial Planning, Inc. is 147401

If you have any questions about the contents of this brochure, please contact David J. O'Brien, who is responsible O'Brien Financial Planning, Inc.'s regulatory requirements, at 804-419-6002.

Registration with the SEC and other state securities authorities as a registered investment adviser does not imply a certain level of skill or training.

Item 2: Summary of Material Changes

On July 28, 2010, the United State Securities and Exchange Commission published "Amendments to Form ADV," adopting new rules which amend the disclosure document ("Brochure") that we provide to clients as required by SEC Rules. Accordingly, this Brochure is materially different in structure and requires certain new information that our previous brochure did not require. Pursuant to the new SEC Rules, we will ensure that all of our current clients receive this Brochure, in its entirety, by May 30, 2011.

In this Summary of Material Changes, we discuss only the material changes since the last annual update of this Brochure, which was last updated on April 13, 2010:

1. We provide additional disclosures regarding material conflicts of interest which may exist, and how we manage those conflicts in order to keep our clients' best interests paramount at all times. Specifically, we provide enhanced disclosures regarding our relationships with qualified custodians (i.e., discount brokerage firms) and certain investment product providers whom we recommend to our clients. Please refer to Items 5, 11 and 12 of this Brochure.
2. We provide a more extensive review of our investment policies and practices, and the risks attendant to those strategies, and the risks of specific asset classes or investment products we may recommend to our clients. Please refer to Item 8 of this Brochure.
3. We further detail our firm practices with regard to our non-acceptance of "custody" of client accounts. We have chosen to utilize independent qualified custodians, for the safety of our clients' funds, such as Genworth Financial Trust Company and Shareholders Service Group and MG Trust Co. These qualified custodians provide separate monthly or quarterly statements, directly to our clients, detailing their account holdings. Please refer to Item 15 of this Brochure. We also encourage each of our clients to carefully review the account statements receive from the qualified custodian, and to compare those statements to the portfolio statements our firm provides.
4. We also include the new Form ADV, Part 2B (David J. O'Brien's "Financial Advisor Biography"), the investment adviser who directly provides advice to you and assists in the management of your investment portfolio.

Due to the extensive formatting changes, we suggest that all of our clients review this new Firm Brochure with David J. O'Brien during their next conference.

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Summary: About O'Brien Financial Planning, Inc.

O'Brien Financial Planning, Inc. provides financial planning and investment advisory services to select individual clients, as well as trusts, qualified retirement plan sponsors, and business entities. We are in our 6th year of operation. We are fee-only firm, and we sign a Fiduciary Oath for each of our clients to act in their best interests at all times. We currently have \$19,750,000 of assets under advisement.

We follow a straightforward process in helping our clients clarify their financial goals, organize their financial records and identify areas to improve the likelihood they can achieve their goals. We offer to develop a measurable plan and implement our recommendations. With the consent of our clients, we often consult with our clients' other professional advisors, such as CPAs and attorneys, as planning recommendations are formulated and/or implemented.

Our investment philosophy incorporates conventional and modern academic approaches. In making investment recommendations to a client, we consider their capacity to endure market volatility, the amount of investment risk they can afford to take, and the amount of investment risk they may require in order to pursue the growth rate needed to achieve their goals. We use broad diversification across asset classes and may incorporate portfolio management services from institutional investment advisory firms. In developing a client's portfolio strategy, we believe that utilizing a combination of passive and tactical portfolio management approaches offers the opportunity for market participation over short and long term market cycles while providing exposure to risk reduction techniques. Our research has shown that these usually results in a "smoother ride" for our clients, with long-term (15 years or longer) portfolio returns aligned with their financial goals. For more on our investment philosophies, and the risks of our strategies and/or specific investments recommended, please refer to Item 8.

We actively seek to avoid, or at least minimize, conflicts of interest which may exist between our firm and our clients. We sell no products. We accept no commissions or incentives to recommend any financial products. However, all investment advisory firms will likely possess some unavoidable conflicts of interest. In those instances when conflicts of interest arise, O'Brien Financial Planning, Inc. has adopted policies which seek to keep our clients' best interests paramount at all times. See Items 5, 11 and 12 of this Brochure, and other items, which explore in further detail how we act to keep our clients' best interests first at all times during the course of relationship with our clients.

David J. O'Brien, CFP® is a member of the National Association of Personal Financial Advisors and a NAPFA-Registered Financial Advisor. As such, Dave has taken the NAPFA Fiduciary Oath:

The advisor shall exercise his/her best efforts to act in good faith and in the best interests of the client. The advisor shall provide written disclosure to the client prior to the engagement of the advisor, and thereafter throughout the term of the engagement, of any conflicts of interest, which will or reasonably may compromise the impartiality or independence of the advisor.

The advisor, or any party in which the advisor has a financial interest, does not receive any compensation or other remuneration that is contingent on any client's purchase or sale of a financial product. The advisor does not receive a fee or other compensation from another party based on the referral of a client or the client's business.

Following the NAPFA Fiduciary Oath means I shall:

- Always act in good faith and with candor
- Be proactive in disclosing any conflicts of interest that may impact a client
- Not accept any referral fees or compensation contingent upon the purchase or sale of a financial product

More information regarding our firm is found in the pages that follow. Additional information, including brochures, videos, tools and articles can be found at www.OBrienFP.com.

Item 4: Advisory Business

Our Firm's History

O'Brien Financial Planning was formed in 2006 by David J. O'Brien who believes the public deserves objective financial planning services and investment advice. O'Brien Financial Planning, Inc. registered as an investment adviser in Virginia in 2008 and David J. O'Brien became a member of the National Association of Personal Financial Advisors to emphasize a commitment to fee-only and fiduciary standards of care. The focus of the firm has been to emphasize personalized service to our individual and business clients.

Our Principal Owners

David J. O'Brien, MBA, AIF®, CFP® is the owner of O'Brien Financial Planning, Inc.

Amount of Assets Under Advisement

As of May 5, 2011, O'Brien Financial Planning, Inc. provided advice (either as primary advisor or sub-advisor) on approximately \$19,750,000 of financial assets for approximately 25 individuals, families, non-profit organizations and businesses. These include all financial assets of clients who engage O'Brien Financial Planning, Inc. for ongoing advice on their investment portfolios, whether continuous or periodic in nature. Of these assets under advisement, none are managed on a discretionary basis. This amount does not include the financial assets of clients for which investment advisory services are not contracted.

Participation in Wrap Fee Programs

O'Brien Financial Planning, Inc. offers an asset allocation system known as the GFWM Platform. For more information regarding the Genworth Financial Wealth Management Platform, refer to Appendix 1, GFWM Platform Disclosure Brochure, Item 4.

The minimum investment required in the GFWM Platform depends upon the Investment Solution chosen for a client's account and is generally \$25,000-\$50,000 for Mutual Fund accounts and \$100,000 for ETF Accounts, and from \$50,000 to \$500,000 for Privately Managed and Unified Managed Accounts, depending on the investment strategy selected for the account, as described in more detail in the GFWM Platform Disclosure Brochure, Appendix 1. Accounts below the stated minimums may be accepted on an individual basis at the discretion of the Platform sponsor.

Advisory Programs (Types of Services) Offered

O'Brien Financial Planning, Inc. offers three programs to new individual clients of the firm:

- The O'Brien Financial Planning, Inc. Comprehensive Financial Planning Program
- The O'Brien Financial Planning, Inc. Consultation Program
- The O'Brien Financial Planning, Inc. Qualified Retirement Plan Program

Each of these programs is described in further detail in Item 5 ("Fees and Compensation") of this Brochure.

O'Brien Financial Planning, Inc. provides financial planning services, as part of the Advisory Programs stated above. O'Brien Financial Planning, Inc. will evaluate all publicly traded investments, but primarily recommends to its clients institutional-style, no-load mutual funds or mutual funds that may be purchased at net asset value and without sales charges, unified managed accounts and asset allocation models offered by institutional investment advisory firms. O'Brien Financial Planning, Inc. also considers, in providing advice to clients, investments held in 401(k), 403(b) or other qualified retirement plan accounts, and may evaluate the offerings of such retirement plans when constructing an overall investment portfolio for the client.

Our Services are Tailored to Meet Client Needs and Any Imposed Investment Restrictions

In general, advisory services are tailored to meet the needs of individual clients. For most clients, each investment portfolio is individually designed. Model portfolios may be utilized for some clients. Additionally, financial goals planning, estate planning, tax planning, and risk management planning services are generally delivered upon client engagement for such services, with planning issues prioritized and then addressed, either all at one time or over the course of several conferences. As appropriate to each program (except the hourly program), clients have a conference with their advisor at least annually (and it is recommended more often) to review any changes to the client's financial situation, the investment portfolio upon which advice is provided by O'Brien Financial Planning, Inc., and planning issues.

After consultation with their advisor, Clients may impose restrictions on investing in certain securities or types of securities. This most often occurs when clients request certain social investing needs be addressed, such as through the use of mutual funds which avoid investments in certain companies. Other restrictions may be imposed by clients with respect to total annual taxable impact from a portfolio.

Item 5: Fees and Compensation (And Discussion of Each Our Programs)

O’Brien Financial Planning, Inc. is dedicated to the Fee-Only approach to financial planning and investment advice because we feel it significantly reduces conflicts of interest inherent in other approaches. As a Fee-Only firm:

We are solely compensated through the fees we collect from our clients. These fees are collected in either the form of an annual retainer fee, an hourly fee, or fee for assets under advisement. Our standard fee schedule is discussed below.

We do not receive any form of incentive-based compensation to recommend certain financial products.

We do not accept commissions, referral fees from attorneys, CPAs, insurance agents or any other businesses or individuals.

We do not accept ongoing compensation from any of the mutual funds we may recommend in the form of 12(b)1 fees, trailing commissions or other continuing payouts.

O'Brien Financial Planning, Inc. Comprehensive Financial Planning Program

The O'Brien Financial Planning, Inc. Comprehensive Financial Planning Program is generally available for clients with greater than \$250,000 of assets under advisement. The program combines ongoing investment advisory services and additional financial planning services to clients based upon their unique circumstances and needs. Such financial planning services may include assistance with setting long term financial goals, cash flow analysis, assessing the amount of investment risk that may be prudent for the client's portfolio, selection, implementation and monitoring of the client's investments, planning for college and retirement expenses, insurance planning, and assistance with estate planning needs.

The Services Provided

The O'Brien Financial Planning, Inc. Comprehensive Financial Planning Program provides services as outlined in the program's Agreement. This Agreement is provided to a prospective client, along with an engagement letter for the prospective client's review before the Agreement is signed. Generally, the services provided under the O'Brien Financial Planning, Inc. Comprehensive Financial Planning Program include the following:

- The benefits of O'Brien Financial Planning, Inc.'s ongoing research and analysis, which includes information gained from our ongoing study of macroeconomic conditions, the historical analysis of capital markets with a view toward estimating long-term returns of certain asset classes, research with regard to the deployment of capital in ways to reduce various risks relative to historical returns, the taxation of investments, review of specific investment products and strategies, and other matters affecting clients' investments and financial planning in general.
- Development and implementation of an Investment Plan. This Investment Plan includes an Investment Policy Statement, which may thereafter be amended from time to time if and when the client's circumstances change.
- Online access to the client's financial goals plan, risk profile and investment portfolio, utilizing secure online account access and online data reporting services to provide updated account values as of the preceding business day for assets held at custodians utilized by O'Brien Financial Planning, Inc.
- Monthly or quarterly statements sent to the client directly from the corresponding custodians, brokers, banks, mutual funds, partnership sponsors, and/or insurance companies which hold the client's investments. In an effort to reduce the use of natural resources and reduce the opportunity for identity theft, we encourage the use of electronic delivery of these documents through a secure online interface.
- Quarterly Performance Reports of the client's investment portfolio from the custodian.
- Newsletters and other materials published by O'Brien Financial Planning, Inc.
- Portfolio Reviews and Rebalancing of the portfolio, for the assets held under advisement, on an as-needed basis, upon agreement of the client.
- Personal consultations on the services provided throughout the year. We believe it is important to meet at least three times per year, in a combination of quick and intermediate reviews, and generally twice as much in the first year of our work with a client. The brief meetings are intended to answer questions the client may have and allow us to identify any actions that could help the client. Such meetings may even be held by phone. Intermediate reviews look at the client's current situation and compare it to their financial goals plan, investment allocation, savings rate, performance of investments, and cover the client's questions and ideas. Such meetings are, preferably, in person. We recommend that every 12-18 months we meet to review the client's financial plan in depth. This allows us to make adjustments before getting too far off course, and address some of life's milestones. Using an electronic tracking feature, the client may visually see their progress in many areas over time, all through a secure online interface.

Our Fees

O'Brien Financial Planning, Inc.'s annual fee for the services set forth in the Comprehensive Financial Planning Program is charged as a percentage of assets under advisement, according to the schedule below. Fees are paid in quarterly installments, in advance.

Total Assets Under Advisement	Annual Fee
\$0 to 499,999	1% of assets under advisement *
\$500,000 to \$999,999	\$5,000 plus 0.8% of assets exceeding \$500,000
\$1,000,000 to \$4,999,999	\$9,000 plus 0.5% of assets exceeding \$1,000,000
\$5,000,000 and above	\$29,000 plus 0.3% of assets exceeding \$5,000,000

* A minimum household account balance of \$250,000 applies for new clients seeking investment advisory services.

How Fees are Calculated

Billing amounts are based upon the value (market value or fair market value in the absence of market value) of the client's account(s) (including both securities and cash) at the end of the previous quarter. For accounts custodied at Genworth Financial Trust Company, billing amounts are calculated based on the average daily value of client portfolio assets under management during the immediately preceding calendar quarter. Fees on new accounts begin accruing on the date cash or in-kind transfers have been credited to the client's custodial account and are debited by the custodian at that time. The client authorizes O'Brien Financial Planning, Inc. to debit fees from the client's account. The Annual Fee is calculated on a pro rata basis for partial quarters. Valuations are derived from recognized and independent pricing sources, such as Genworth Financial Trust Company, Shareholders Service Group or other custodians.

Minimum and Maximum Fees

There is a minimum level of advised-upon assets of \$250,000 for new clients utilizing the O'Brien Financial Planning, Inc. Comprehensive Financial Planning Program services, which translates to a minimum fee of \$2,500. There is no maximum amount of advised-upon assets or fees. Should the combined market value of the account(s) fall below the stated minimum, O'Brien Financial Planning, Inc. may terminate the relationship or extend the relationship by charging a 1% annual fee on the assets upon which advice is provided or converting the Agreement to the O'Brien Financial Planning, Inc. Financial Planning Program. All fees and minimums set forth above may be modified or changed by O'Brien Financial Planning, Inc. upon 30 days' advance written notice to the client. All fees are negotiable. Factors involved in negotiating fees include whether the client is related to an employee or independent contractor of O'Brien Financial Planning, Inc., our desire to serve clients in need of the assistance of O'Brien Financial Planning, Inc.'s services who otherwise cannot afford our services, the size of the relationship, whether future additions will be undertaken to accounts upon which advice is provided, the level and type of advisory services provided and likely to be provided in the future, and the nature of the relationship between the advisor and the client. Generally, our principals and employees are not charged fees on their accounts.

When Fees are Paid

Fees are billed and paid quarterly, in advance of the quarter.

How Fees are Paid

Fees may be deducted from clients' accounts, or paid directly by check by the client following receipt of a statement, or some combination of the foregoing, as the client desires.

Return of Unearned Fees upon Termination

Unearned pre-paid Annual Fees are refunded pro-rata on terminated accounts.

Other Fees or Expenses Paid in Connection with Advisory Services: Products, Custodians

All fees paid to O'Brien Financial Planning, Inc. for investment advisory and financial planning services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders or by institutional portfolio management firms to clients utilizing their services. Mutual fund expenses are generally described in each fund's prospectus. These expenses will generally include a management fee, other fund expenses, and possibly a distribution fee. In addition, mutual funds incur transaction costs and opportunity costs, which are not disclosed in the fund's prospectus or Statement of Additional Information, but which may be estimated.

Third party institutional portfolio management firms charge a fee which is stated in a proposal to the client in advance of implementing a strategy utilizing the firm. This fee generally is limited to a flat percentage of assets managed. Selection of institutional portfolio management firms or other advisers is a determination made for the client's best interest. O'Brien Financial Planning, Inc. does not receive any compensation from the other adviser or the client for recommending the use of third party firms.

Clients may incur transaction fees or commissions in connection with trading of mutual fund, ETF, individual stock and bonds (and/or principal mark-ups and mark-downs for principal trades), which are charged by the custodian (or brokerage firm holding the client's assets for safekeeping). Mutual fund transaction fees charged by our recommended custodians, Genworth Financial Trust Company and Shareholders Service Group, generally vary from \$0 to \$35 for each purchase and sale transaction. The transaction costs for stock and bond trades vary. Accordingly, the client should review both the fees charged by the funds (including transaction and opportunity costs within funds which are not included in a fund's annual expense ratio), the transaction fees charged by the custodian, as well as the fees charged by O'Brien Financial Planning, Inc., to fully understand the total amount of fees and costs paid by the client, in connection with any recommended transaction. For a discussion of our practice in recommending brokers (custodians) to our clients and negotiating brokerage fees on their behalf, please see Item 12.

Accounts custodied at Genworth Financial Trust Company are not charged for transaction fees or commissions, but generally do carry a Platform Fee and a custodial fee. Platform Fees range from 0.20% to 0.75% and vary based on the investment strategy utilized and amount invested. Custodial fees range from 0.05% to 0.25% and also vary based on the investment strategy utilized and amount invested.

Clients may also incur "account termination fees" upon the transfer of an account from one brokerage firm (custodian) to another. The range for these account termination fees is believed to range generally \$0 to \$200 at present, but at times may be much higher. Clients should contact their custodians (brokerage firms, bank or trust company, etc.) to determine the amount of account termination fees which may be charged and deducted from their accounts for any existing accounts which may be transferred.

Comparable Services.

O'Brien Financial Planning, Inc. believes that the charges and fees offered within its program are competitive with alternative programs available through other firms offering a similar range of services; however, lower fees for comparable services may be available from other sources. A client could invest in mutual funds directly, without the services of O'Brien Financial Planning, Inc. In that case, the client would not receive the services provided by O'Brien Financial Planning, Inc. which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives, undertake a disciplined approach to portfolio rebalancing while taking into account the tax ramifications of same, and to avoid ad hoc emotional reactions to shorter-term market events. Also, the investment strategies offered through the Genworth Financial Wealth

Management platform may not be available to the client directly without the use of an investment adviser granted access to such strategies.

Proper Management of Conflicts of Interest Relating to the Fees We Receive from You, Relating to the Receipt of Percentage-Based Compensation

The majority of our clients pay O'Brien Financial Planning, Inc. fees based upon a percentage of the assets on which we provide advice. This is a very common form of compensation for registered investment advisory firms and avoids the multiple inherent conflicts of interest associated with commission-based compensation (O'Brien Financial Planning, Inc. does not accept commission-based compensation of any nature, nor does O'Brien Financial Planning, Inc. accept 12b-1 fees).

Our compensation is based on the amount of your assets which we have under management. This method of compensation creates conflicts when our compensation could be enhanced based on our advice. These include any situations that would increase the assets we manage, such as taking out a mortgage rather than using cash to purchase a home, deciding not to pay off a mortgage, gifting to charities or children, or our recommendations to bring to our firm other assets, such as 401(k) accounts, under our management, etc. Each time such a potential conflict may arise, we will give you written notice of the conflict in that given situation if our advice regarding the proposed transaction would impact our compensation.

This method of compensation does align our interests with yours, because our compensation increases when the assets we manage for you increase. However, our revenue also may be increased or decreased due to market fluctuations determined predominately by economic factors beyond our control. These market fluctuations would not actually reflect the value we add to investment management. To counter these disadvantages, we will provide you on an annual basis a comparison of market performance to the performance of your account in easy-to-understand graph form, using appropriate indices. To make sure you are aware of the fees we charge, we will make sure you are provided with quarterly billing statements which detail the dollar amount you are being charged, even though these amounts are withdrawn directly from your account.

Also, although we are not directly compensated for other planning considerations, such as tax planning, insurance planning, estate planning, goal setting, etc., we will consider these factors in the context of your comprehensive financial plan, and we will summarize any advice or services we have provided during the year in these respects. We also will offer to review with you annually and in-person the impact your investments have on your tax, insurance, and estate planning, as well as the progress toward your personal goals.

Our goal is that our advice to you remains at all times in your best interests, disregarding any impact of the decision upon our firm. However, the potential for conflict of interests exists, and clients must be aware of that fact as they consider our recommendations.

O'Brien Financial Planning, Inc. Consultation Program

The O'Brien Financial Planning, Inc. Consultation Program offers financial planning services to clients for a fixed rate annual retainer fee or hourly fee. The program offers financial planning services to clients based upon their unique circumstances and needs. Such financial planning services may include assistance with setting long term financial goals, cash flow analysis, assessing the amount of investment risk that may be prudent for the client's portfolio, assisting the client in analyzing and monitoring the client's investments, planning for college and retirement expenses, insurance planning, and assistance with estate planning needs. The program does not include investment advisory services.

The Services Provided

Our clients' needs vary from levels of extreme complexity, requiring much analysis and frequent meetings, to setting up a basic financial plan that has minimal ongoing needs. We believe our fees should, in fairness, reflect these varied circumstances. Hence, our fees for our consulting services vary, dependent upon the complexity of the engagement and the time likely required of O'Brien Financial Planning, Inc. to deliver the services requested. O'Brien Financial Planning, Inc. and the client may agree in writing to change the level of services provided from time to time, should the client's needs vary.

The O'Brien Financial Planning, Inc. Consultation Program provides services as outlined in the program's Agreement. This Agreement is provided to a prospective client, along with an engagement letter for the prospective client's review before the Agreement is signed. Generally, the services provided under the O'Brien Financial Planning, Inc. Retainer Program include the following:

- The benefits of O'Brien Financial Planning, Inc.'s ongoing research and analysis, which includes information gained from our ongoing study of macroeconomic conditions, the historical analysis of capital markets with a view toward estimating long-term returns of certain asset classes, research with regard to the deployment of capital in ways to reduce various risks relative to historical returns, the taxation of investments, review of specific investment products and strategies, and other matters affecting clients' investments and financial planning in general.
- Development and implementation of an Investment Plan. This Investment Plan includes an Investment Policy Statement, which may thereafter be amended from time to time if and when the client's circumstances change.
- Online access to the client's financial goals plan and risk profile, and utilizing secure online account access and online data reporting services.
- Newsletters and other materials published by O'Brien Financial Planning, Inc.
- Reviews with a frequency agreed upon by the client and O'Brien Financial Planning, Inc., generally quarterly or annually, or on an as needed basis, upon agreement of the client.
- Personal consultations on the services provided throughout the year. We believe it is important to meet at least three times per year, in a combination of quick and intermediate reviews, and generally twice as much in the first year of our work with a client. The brief meetings are intended to answer questions the client may have and allow us to identify any actions that could help the client. Such meetings may even be held by phone. Intermediate reviews look at the client's current situation and compare it to their financial goals plan, investment allocation, savings rate, performance of investments, and cover the client's questions and ideas. Such meetings are, preferably, in person. We recommend that every 12-18 months we meet to review the client's financial plan in depth. This allows us to make adjustments before getting too far off course, and address some of life's milestones. Using an electronic tracking feature, the client may visually see their progress in many areas over time, all through a secure online interface.

Our Fees**Consultation Program: Annual Retainer**

O'Brien Financial Planning, Inc.'s annual fee for the services set forth in the Consultation Program may be charged as a flat annual retainer fee, according to the schedule below. Fees are paid in quarterly installments, in advance.

Clients with general financial planning needs	
Total Household Net Worth	Annual Fee
Under \$250,000	\$2,590
\$250,000 to \$999,999	\$2,590 plus 0.25% of Net Worth over \$250,000
\$1,000,000 to \$4,999,999	\$4,465 plus 0.15% of Net Worth over \$1,000,000
\$5,000,000 and above	\$10,465 plus 0.05% of Net Worth over \$5,000,000

Proper Management of Conflicts of Interest Relating to the Fees We Receive from You, Relating to the Receipt of Fixed-Retainer Compensation

Fixed-retainer compensation may conflict with a client's expectations since the advisor will be paid the same amount, irrespective of the amount of work actually performed. To counterbalance this conflict, our firm has adopted these policies:

- A minimum number of "standing appointments" are scheduled each year to assure client access;
- A policy of not advertising (except in directory listings), so that we are wholly dependent on the referrals of our current clients and their satisfaction to grow our business, which gives us an inducement to consistently provide superior service.
- An annual retainer fee fixed for three years, so that it is clear that our compensation is not contingent on the outcome of any transaction regarding in which we are advising you.

Consultation Program: Hourly Fee

O'Brien Financial Planning, Inc.'s fee for the services set forth in the Consultation Program may be charged as an hourly fee of \$225. The scope of services provided may include all or some of the items detailed on page 14 of this brochure, "Consultation Program, The Services Provided" as stated in a client Engagement Letter prior to signing an Agreement. Fees are billed monthly, payable within 30 days and are not negotiable.

Proper Management of Conflicts of Interest Relating to the Fees We Receive from You, Relating to the Receipt of Hourly Compensation

Since we are billing you for the actual hours we allocate to your particular issues and situation, there are potential conflicts of interest which may arise. If your situation involves issues new to us, more research may be required on our part to fully advise you in a professional manner. Also, the speed at which we are able to complete work directly affects the compensation we charge to you. To the extent an issue involves other aspects of your situation, e.g. taxes or estate planning, we must research those related areas as well to properly advise you on unintended consequences of a proposed action. These additional hours would increase our compensation.

To limit these conflicts of interest, we are willing to set a cap on the amount of hours we devote to your situation. Our written recommendations will carry a caveat describing related issues or more in-depth considerations we were not able to fully research and analyze. Then, you can determine whether it is in your interest to authorize funds for the additional time needed to expand the project.

O'Brien Financial Planning, Inc. Qualified Retirement Plan Program

The O'Brien Financial Planning, Inc. Qualified Retirement Plan Program is generally available to organizations that sponsor or intend to sponsor a retirement plan for their employees. The program offers plan design, evaluation, investment advisory and monitoring services as well as participant education and advice to clients based upon their unique circumstances and needs. Services may include assistance with developing an Investment Policy Statement, prudent selection and monitoring of Plan investment options, development of an Investment Committee, selection of a Third Party Administrator (TPA) and Record Keeper, conversion of existing Plans to new service providers and/or investment options and development of participant communications and ongoing Plan sponsor support. O'Brien Financial Planning offers Fiduciary Advisor Services in compliance with sections 408(b)(14) and 408(g) of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Services Provided

The O'Brien Financial Planning, Inc. Qualified Retirement Plan Program provides services as outlined in the program's Agreement. This Agreement is provided to a prospective client, along with an engagement letter for the prospective client's review before the Agreement is signed. Generally, the services provided under the O'Brien Financial Planning, Inc. Qualified Retirement Plan Program include the following:

- The benefits of O'Brien Financial Planning, Inc.'s ongoing research and analysis, which includes information gained from our ongoing study of macroeconomic conditions, the historical analysis of capital markets with a view toward estimating long-term returns of certain asset classes, research with regard to the deployment of capital in ways to reduce various risks relative to historical returns, the taxation of investments, review of specific investment products and strategies, and other matters affecting clients' investments and plan administration in general.
- Development and implementation of an Investment Plan. This Investment Plan includes an Investment Policy Statement, which may thereafter be amended from time to time if and when the client's circumstances change.
- Evaluation and assistance in selection of Third Party Administrator and Record Keeping service providers.
- Development of and support for an Investment Committee utilizing the Prudent Practices for Investment Stewards.
- Plan startup or conversion assistance, development of certain participant enrollment and educational materials, presentations at employee meetings about Plan-related topics and general ongoing assistance with Plan administration.
- Newsletters and other materials published by O'Brien Financial Planning, Inc.
- Quarterly reviews with a frequency agreed upon by the client and O'Brien Financial Planning, Inc., generally quarterly or annually.

Fiduciary Adviser Service

If a Plan Sponsor determines the Fiduciary Adviser service will be offered to Plan Participants, a Fiduciary Adviser Agreement and Disclosure will be entered into and provided to Plan Participants. As a service to Plan Sponsors and Plan Participants, O'Brien Financial Planning, Inc. offers to provide individualized participant advice on assets in the Plan, if requested by the Plan Participant.

If a Fiduciary Adviser arrangement is established by the Plan Sponsor, individual Plan Participants may choose to enter into an agreement with O'Brien Financial Planning, Inc. for the exclusive purpose of receiving investment advice for their account in the Plan. The service is optional and generally made available to Plan Sponsors and Participants at no additional charge.

O'Brien Financial Planning, Inc. is not compensated on the basis of the investment(s) selected by the plan or participants. O'Brien Financial Planning, Inc. does not receive compensation from investment funds. The amounts that will be paid by participants will vary depending on the particular fund(s) in which participants invest their assets and may range as shown in the Enrollment Guide.

O'Brien Financial Planning, Inc. will provide specific investment advice to plan participants and beneficiaries utilizing an "eligible investment advice arrangement" that is generated by a computer-driven model and is fee neutral (O'Brien Financial Planning, Inc.'s compensation is not impacted by which fund family, fund, share class, and/or asset mix is suggested). It is understood that investment decisions are at the direction of each participant

Our Fees

O'Brien Financial Planning, Inc.'s annual fee for the services set forth in the Qualified Retirement Plan Program are charged according to the schedule below. Fees are paid in quarterly installments, in advance.

Total Plan Assets	Annual Fee
\$0 to 3,999,999	0.5% of Plan assets*
\$4,000,000 to \$5,999,999	\$20,000 plus 0.30% of Plan assets exceeding \$4,000,000
\$6,000,000 to \$7,999,999	\$26,000 plus 0.20% of Plan assets exceeding \$6,000,000
\$8,000,000 and above	\$30,000 plus 0.10% of Plan assets exceeding \$8,000,000

* A minimum Plan account balance of \$500,000 applies for new Plan sponsors seeking advisory services.

How Fees are Calculated

Billing amounts are based upon the value (market value or fair market value in the absence of market value) of the Plan assets (including both securities and cash) at the end of the previous quarter. Fees on new accounts begin accruing on the date cash or in-kind transfers have been credited to the Plan's custodial account and are debited by the custodian or record keeper at that time. The Plan Sponsor may authorize O'Brien Financial Planning, Inc. to debit fees from the Participant accounts, or may choose to pay directly by check, or some combination, as discussed below. The Annual Fee is calculated on a pro rata basis for partial quarters. Valuations are derived from recognized and independent pricing sources, such as MG Trust Co. or other custodians.

Minimum and Maximum Fees

There is a minimum annual fee of \$2,590 for new Plan Sponsor clients utilizing the O'Brien Financial Planning, Inc. Qualified Retirement Plan Program services. There is no maximum amount of advised-upon assets or fees. Should the Plan's market value fall below \$500,000, O'Brien Financial Planning, Inc. may terminate the relationship or extend the relationship by charging a \$2,590 annual fee to the Plan, which can be paid from Plan assets or directly by the Plan Sponsor. All fees and minimums set forth above may be modified or changed by O'Brien Financial Planning, Inc. upon 30 days' advance written notice to the client. All fees are negotiable. Factors involved in negotiating fees include whether the client is related to an employee or independent contractor of O'Brien Financial Planning, Inc., our desire to serve clients in need of the assistance of O'Brien Financial Planning, Inc.'s services who otherwise cannot afford our services, the size of the relationship, whether future additions will be undertaken to accounts upon which advice is provided, the level and type of advisory services provided and likely to be provided in the future, and the nature of the relationship between the advisor and the client.

When Fees are Paid

Fees are billed and paid quarterly, in advance of the quarter.

How Fees are Paid

Fees may be deducted from Plan assets (Plan Participant accounts) or paid directly by check by the Plan Sponsor following receipt of a statement, or some combination of the foregoing, as the client desires.

Return of Unearned Fees upon Termination

Unearned pre-paid Annual Fees are refunded pro-rata on terminated accounts.

Other Fees or Expenses Paid in Connection with Advisory Services: Products, Custodians, Third Party Administrators and Record Keepers

All fees paid to O'Brien Financial Planning, Inc. for Plan advisory services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. Mutual fund expenses are generally described in each fund's prospectus. These expenses will generally include a management fee, other fund expenses, and possibly a distribution fee. In addition, mutual funds incur transaction costs and opportunity costs, which are not disclosed in the fund's prospectus or Statement of Additional Information, but which may be estimated.

Clients may incur transaction fees or commissions in connection with trading of mutual fund, ETF, individual stock and bonds, which are charged by the custodian (or brokerage firm holding the client's assets for safekeeping). Mutual fund transaction fees are not charged by our recommended custodian, MG Trust Co., for assets in Qualified Retirement Plans. The transaction costs for stock and bond trades vary. Accordingly, the client should review both the fees charged by the funds (including transaction and opportunity costs within funds which are not included in a fund's annual expense ratio), the transaction fees charged by the custodian, as well as the fees charged by O'Brien Financial Planning, Inc., to fully understand the total amount of fees and costs paid by the client, in connection with any recommended transaction. For a discussion of our practice in recommending brokers (custodians) to our clients and negotiating brokerage fees on their behalf, please see Item 12.

Clients may also incur "account termination fees" upon the transfer of an account from one record keeper or custodian to another. The range for these account termination fees is believed to range generally \$0 to \$200 at present, but at times may be much higher. Clients should contact their record keeper or custodian to determine the amount of account termination fees which may be charged and deducted from their accounts for any existing accounts which may be transferred.

All fees paid to O'Brien Financial Planning, Inc. for Plan advisory services are separate and distinct from the fees and expenses charged by a Plan's Third Party Administrator and Record Keeper. Such fees should be evaluated in advance of entering into an Agreement with such service providers. O'Brien Financial Planning, Inc. has no agreements with any such service providers nor receives any form of compensation from such service providers.

Comparable Services

O'Brien Financial Planning, Inc. believes that the charges and fees offered within its program are competitive with alternative programs available through other firms offering a similar range of services; however, lower fees for comparable services may be available from other sources. A client could invest in mutual funds directly, without the services of O'Brien Financial Planning, Inc. In that case, the client would not receive the services provided by O'Brien Financial Planning, Inc. which are designed, among other things, to assist the client in the prudent management of their qualified retirement plan, develop and follow an investment committee process and apply the Prudent Practices for Investment Stewards.

Proper Management of Conflicts of Interest Relating to the Fees We Receive from You, Relating to the Receipt of Percentage-Based Compensation

The majority of our clients pay O'Brien Financial Planning, Inc. fees based upon a percentage of the assets on which we provide advice. This is a very common form of compensation for registered investment advisory firms and avoids the multiple inherent conflicts of interest associated with commission-based compensation (O'Brien Financial Planning, Inc. does not accept commission-based compensation of any nature, nor does O'Brien Financial Planning, Inc. accept 12b-1 fees).

Our compensation is based on the amount of Plan assets which we have under management. This method of compensation creates conflicts when our compensation could be enhanced based on our advice. These include any situations that would increase the assets we manage, for example, conflicts of interest may arise relating to the following financial decisions an organization may encounter in the administration of their Plan: the decision to offer employer matching contributions, plan eligibility and entrance requirements, ability for participants to take loans and withdrawals as well as the decision to terminate a Plan. Our internal policy to properly manage these and other potential conflicts of interest is to review the choices a client may make with them and compare potential impacts on their employees and long-term business viability. The recommended action we suggest will be based on such analysis. Our goal is that our advice to you remains at all times in the best interest of your organization and your Plan Participant, disregarding any impact of the decision upon our firm.

This method of compensation does align our interests with yours, because our compensation increases when the assets we manage for you increase. However, your assets (and, consequently, our revenue) also may increase or decrease due to market fluctuations determined predominately by economic factors beyond our control. These market fluctuations would not actually reflect the value we add to investment management. To counter these disadvantages, we will provide you on an annual basis a comparison of market performance to the performance of your account in easy-to-understand graph form, using appropriate indices. To make sure you are aware of the fees we charge, we will make sure you are provided with quarterly billing statements which detail the dollar amount you are being charged, even though you may choose to have these amounts withdrawn directly from participant accounts.

Our goal is that our advice to you remains at all times in your best interests, disregarding any impact of the decision upon our firm. However, the potential for conflict of interests exists, and clients must be aware of that fact as they consider our recommendations.

Applicable to All Programs: Proper Management of Conflicts of Interest between Clients

O'Brien Financial Planning, Inc.'s relationship with each client is non-exclusive; in other words, O'Brien Financial Planning, Inc. provides investment advisory services and financial planning services to multiple clients. O'Brien Financial Planning, Inc. seeks to avoid situations in which one client's interest may conflict with the interest of another of its clients. However, one circumstance which could arise is a sudden sharp downturn in the values of one or more stock asset classes, thereby triggering (under adopted investment policies with the vast majority of O'Brien Financial Planning, Inc.'s clients) the need to rebalance the investment portfolios following the close of any business (trading) day. In this instance, O'Brien Financial Planning, Inc. seeks to rebalance each client's investment portfolio on a timely basis, keeping in mind that most mutual fund trades occur at the end of a trading day. In ascertaining which client portfolios to attend to first, O'Brien Financial Planning, Inc. ranks clients by the amount of assets under advisement as of the last quarterly period from highest to lowest, and generally proceeds to rebalance portfolios accordingly.

Applicable to All Programs: Cancellation and Termination of Advisory Agreements

Clients may cancel a new advisory agreement without penalty by providing written notice of such cancellation to O'Brien Financial Planning, Inc. within five (5) business days of the date of signing the agreement. Following the 5-day cancellation period, the first periods' fee is not refundable due to the large volume of initial work to be undertaken by O'Brien Financial Planning, Inc. Thereafter, either party may terminate the agreement without penalty upon notice in writing to the other party. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, with the refund calculations based pro rata to the date of termination. Termination of an agreement will not affect: (a) the validity of any action previously taken by O'Brien Financial Planning, Inc. under the agreement; (b) liabilities or obligations of the parties from transactions initiated before termination of the agreement; or (c) a client's obligation to pay advisor fees (prorated through the date of termination). Upon the termination of the agreement, O'Brien Financial Planning, Inc. will not possess any obligation to recommend or take any action with regard to the securities, cash, or other investments in a client's account.

Item 6: Performance-Based Fees and Side-by-Side Management

Item 6 is inapplicable to O'Brien Financial Planning, Inc.

O'Brien Financial Planning, Inc. does not accept performance-based fees, nor manage accounts which impose performance-based fees.

Item 7: Types of Clients

O'Brien Financial Planning, Inc. provides investment advice primarily to individuals and their families, including high net worth individuals and trusts. We also provide investment advice to qualified retirement plans and plan participants.

Required Minimum Client Assets Under Advisement

For new clients of the O'Brien Financial Planning, Inc. Comprehensive Financial Planning Program, O'Brien Financial Planning, Inc. has a minimum level of assets under advisement of \$250,000. Minimums are subject to negotiation.

For clients of the O'Brien Financial Planning, Inc. Consultation Program, there is no minimum account size.

For new clients of the O'Brien Financial Planning, Inc. Qualified Retirement Plan Program, O'Brien Financial Planning, Inc. has a minimum level of assets under advisement of \$500,000. Minimums are subject to negotiation.

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

Generally

O'Brien Financial Planning, Inc. provides investment strategy and implementation for clients utilizing a variety of securities or pooled investment vehicles (such as mutual funds and unified managed accounts). Clients of O'Brien Financial Planning, Inc. receive the benefit of our investment philosophies and strategies, research and due diligence, account monitoring, and personal financial planning recommendations.

O'Brien Financial Planning, Inc. establishes investment strategies using internal and external sources of analysis. Expansive research, investment information, and certain institutional and proprietary analyses are drawn upon by O'Brien Financial Planning, Inc., in order to provide innovative investment advisory services. Each of O'Brien Financial Planning, Inc.'s clients receives a written Investment Policy Statement, which sets forth recommended asset allocation guidelines.

Specific no-load (no commission) mutual funds or mutual funds that may be purchased at net asset value and without sales charges and other investment products and securities are then recommended to clients. Clients' portfolios are then periodically monitored, and changes to investment portfolios are suggested when appropriate.

Methods of Analyses and Investment Strategies, Generally

In designing investment plans for clients, O'Brien Financial Planning, Inc. relies upon the information supplied by the client and the client's other professional advisors. Such information may pertain to the client's financial situation, estate planning, tax planning, risk management planning, short-term and long-term lifetime financial goals and objectives, investment time horizon, and perceived current tolerance for risk.

This information becomes the basis for the strategic asset allocation plan which we believe will best meet the client's stated long term personal financial goals. The strategic asset allocation provides for investments in those asset classes which O'Brien Financial Planning, Inc. believes (based on historical data and O'Brien Financial Planning, Inc.'s proprietary analysis) will possess attractive combinations of return, risk, and correlation over the long term.

In developing an implementation strategy for a client's investment portfolio, O'Brien Financial Planning, Inc. does not focus exclusively on returns when choosing or monitoring investments. While returns are important, many clients are also very sensitive to how the returns were captured across different market environments. In implementing a client's Investment Policy, we attempt to capture returns and balance risk consistent with the client's goals. This approach is embodied in a few core themes:

- Asset allocation is more important than timing or security selection. Studies show that how a portfolio is allocated across asset classes is the single most important factor determining the performance of a portfolio. (Brinson, Hood & Beebower, Financial Analysts Journal, 1986; Brinson, Singer & Beebower, Financial Analysts Journal, 1991.)
- The market undergoes deep long term cycles that require flexibility in the investment approaches used in a portfolio. Keeping a portfolio aligned with the market environment is a key to meeting a client's long term objectives.
- Institutional capabilities improve results. The markets are more global and inter-connected than ever before. The discipline and resources of institutional portfolio managers are critical for developing sound investment plans.
- Emotion is the enemy of sound investing. Whether it's chasing returns or fearfully retreating from a sound investment plan in response to a negative surprise, emotion undermines objective, long-term decision making.

These core themes are the foundation on which we build a client's investment plan. The greater the client understands these core themes, the more likely they are to maintain a disciplined investment approach and make considered changes only when prudent and necessary.

There are four approaches to Asset Allocation that O'Brien Financial Planning, Inc. may consider for use in construction of a client's investment portfolio, each providing unique attributes in the various market environments.

Strategic Asset Allocation.

Provides broad market exposure by creating an optimized mix of asset classes based on long-term market projections.

Tactical Constrained Asset Allocation.

Designed to capture or mitigate short to intermediate term cycles within long term market movements by shifting within preset allocation ranges.

Tactical Unconstrained Asset Allocation.

Shifts allocations as deemed necessary to adjust for short-term market risk and opportunities without regard for preset ranges.

Absolute Return Strategies.

Seeks to generate modest positive returns over time without regard to the overall market direction, while actively managing broad market risk.

Methods of Analysis; Sources of Information

Our security analysis is based upon a number of factors including those derived from commercially available software, general economic and market and financial information, due diligence reviews, and specific investment analyses that clients may request. The main sources of information include commercially available investment information and evaluation services, financial journals, academic white papers and periodicals. Prospectuses, statements of additional information, other issuer-prepared information, data aggregation and consulting services (Fiduciary Analytics, Genworth Financial Wealth Management, etc.) are also utilized.

Sources of analysis include participation in the quarterly investment policy committee (IPC) and Premier Consultant meetings of Genworth Financial Wealth Management, in which extensive review of investment strategies and economic factors is conducted. O'Brien Financial Planning, Inc. conducts further analysis of the data provided in the investment policy committee meetings and also reviews economic and market assessments from research and institutional portfolio management firms, including, but not limited to Crestmont Research, JPMorgan Asset Management, Litman/Gregory Asset Management and Rochdale Investment Management.

David J. O'Brien also attends various investment and financial planning conferences offered through the National Association of Personal Financial Advisors (NAPFA), the Financial Planning Association (FPA) and Institute for Fiduciary Studies (Fi360). Research is also received from consultants, including economists and market strategists affiliated with Genworth Financial Wealth Management (GFWM) and other firms. GFWM provides historical market analysis, risk/return analysis, and continuing education services. Various computer software programs from GFWM and from other third parties such as Fiduciary Analytics, New Frontier Advisors and MoneyGuide Pro may also be utilized to better model the historical and/or expected returns of designed portfolios.

Types of Investments

Each client typically receives an investment portfolio which consists generally of no-load stock and bond mutual funds, or mutual funds that may be purchased at net asset value and without sales charges. Some investment portfolios may also include individual equity and fixed income investments (stocks, bonds, C.D.'s, etc.). O'Brien Financial Planning, Inc. does not typically request discretionary authority from clients to manage portfolio assets, but does obtain client permission for third party institutional portfolio management firms to exercise discretion in managing client assets to a stated investment strategy. For the purposes of maintaining target asset allocation levels for model portfolios offered through qualified retirement plans, O'Brien Financial Planning, Inc. will obtain permission from Plan sponsors to conduct the rebalancing activity as needed to maintain the target allocation which has been adopted by the Plan's Investment Committee.

Insurance products such as annuities and various types of life insurance products may also be evaluated. Recommendations may be undertaken to clients to invest in low-cost, no-load (no commission) variable or fixed deferred or immediate annuities when appropriate to the circumstances and tax situation of the client. More often, this occurs when a client possesses an existing high-cost variable annuity, and a rollover of the annuity is indicated rather than redemption for tax planning purposes, in order to seek to lower the total fees and costs paid by the client and/or provide different investment choices. At times clients may be advised to retain an existing annuity, previously purchased by the client, or undertake partial or full surrenders of same (and/or tax-free exchanges), following an evaluation of the annuity contract, riders thereto, investment alternatives within the annuity and their fees and costs, including any surrender fees which may be imposed by the insurance company.

New clients' existing investments are evaluated in light of the desired investment policy objectives. We work with new clients to develop a plan to transition from a client's existing portfolio to the desired portfolio. Investment advice may be offered on any investments held by a client at the start of the advisory relationship. Each client's portfolio holdings and strategic asset allocation are then monitored periodically, taking into account the cash flow needs of the client. Review meetings with clients are held regarding their investment assets under advisement and other personal financial planning issues.

Risk of Loss, Generally

Investing in securities involves a risk of loss that clients should be prepared to bear. The investment recommendations seek to limit risk through broad global diversification in equities (through broadly diversified stock mutual funds and/or separate account and unified managed account programs) and investment in high quality fixed income securities or diversified bond funds. However, the investment methodology will still subject the client to declines in the value of their portfolios, which can at times be dramatic.

Even though O'Brien Financial Planning, Inc. attempts to implement investment strategies that do not expose a client to more risk than they can afford, financially or emotionally, investing is inherently uncertain as to future returns. While both macroeconomic and microeconomic risks are evaluated, for purposes of weighing risks and returns and for the computation of the expected returns of various asset classes (for use in financial planning decision-making), O'Brien Financial Planning, Inc. does not generally engage in market-timing activities. O'Brien Financial Planning, Inc. believes that growth from economies across the globe is highly likely to occur in the future, over long periods of time, and that this growth will be reflected in client's investments. However, there can be no assurance that these effects will occur over any given time period.

In pursuing a long term investment strategy that is considerate of a client's risk tolerance as described in the client's Investment Policy Statement, a client may experience less portfolio growth than is seen in broad equity indexes. While O'Brien Financial Planning, Inc. seeks to reduce non-compensated risks to which a client may be exposed, other risks (including but not limited to the risk of a general stock market decline) may be assumed in order to seek to attain the client's longer-term financial goals and objectives;

however, O'Brien Financial Planning, Inc. cannot provide any guarantee that the client's goals and objectives will be achieved.

Risk of Loss, Certain Higher-Risk Securities

Certain asset classes recommended, such as U.S. small and mid cap stock, micro cap, international and emerging market equities and debt possess higher levels of volatility as individual asset classes within a portfolio. O'Brien Financial Planning, Inc. or third party institutional portfolio management firms utilized in the management of a client's assets, may employ securities in these asset classes as part of an overall strategic asset allocation for a client, and when such is undertaken, O'Brien Financial Planning, Inc. or the third party institutional portfolio management firm possesses a reasonable belief that the risk-return relationship for these securities will likely be beneficial for the investor over the long term.

Cash Balances in Client Accounts

Cash in clients' investment accounts are typically swept into the bank or money market mutual fund accounts of the custodians (Genworth Financial Trust Company Shareholders Service Group or MG Trust Co.). O'Brien Financial Planning, Inc. discusses with each client, during the time of review conferences and at other times, upcoming cash flow needs and seeks to plan accordingly to meet those needs. While it is not the practice to encourage clients to maintain a large amount of cash in their accounts, such may be undertaken at the request of the client. Upon request of a client, cash balances will be maintained for temporary or short-term purposes.

Should the client desire a "cash reserve account," O'Brien Financial Planning, Inc. will assist the client to establish a separate, non-managed cash reserve account, which is not monitored thereafter by O'Brien Financial Planning, Inc., typically either with Vanguard (using one of its money market funds) or with an online bank (offering FDIC-insured money market funds, up to certain limits). O'Brien Financial Planning, Inc. then seeks to review with the client, during periodic conferences, whether any funds are needed to restore cash reserves. O'Brien Financial Planning, Inc. excludes separate accounts established for cash reserve purposes in the calculation of O'Brien Financial Planning, Inc.'s assets under advisement, and excludes the value of these cash reserve accounts from a client's fee calculations.

Item 9: Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events of their firm or certain management personnel which would be material to your evaluation of O'Brien Financial Planning, Inc. or the integrity of O'Brien Financial Planning, Inc.'s management of your investment portfolio.

O'Brien Financial Planning, Inc. possesses no legal or disciplinary events which, in the judgment of O'Brien Financial Planning, Inc.'s Chief Compliance Officer, are required to be disclosed under the guidelines for such disclosure promulgated by the U.S. Securities and Exchange Commission.

Item 10: Other Financial Industry Activities and Affiliations

O'Brien Financial Planning, Inc. has no affiliation with any financial industry firm. This includes, but is not limited to not having any relationship with any broker-dealer, municipal securities or government securities dealer, investment company, investment adviser, financial planner, banking or thrift institution, accountant or accounting firm, lawyer or law firm, insurance company or agency, pension consultant, third party administrator, record keeper, real estate broker. As stated previously in Item 5, we receive no compensation directly or indirectly from other investment advisers we recommend or select for our clients.

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

Generally, We Seek to Avoid Material Conflicts of Interest

O'Brien Financial Planning, Inc. seeks to avoid material conflicts of interest. Accordingly, O'Brien Financial Planning, Inc. does not receive any third party direct monetary compensation (i.e., commissions, 12b-1 fees, or other fees) from brokerage firms, custodians or mutual fund companies.

However, some additional services and non-direct monetary or other forms of compensation are offered and provided to O'Brien Financial Planning, Inc. as a result of its relationships with custodian(s) and/or providers of mutual fund products. For example, David J. O'Brien may be invited to attend educational conferences and/or modest entertainment events sponsored by such brokerage firms or custodians or mutual fund companies. Other services may be provided as outlined below. O'Brien Financial Planning, Inc. believes that the services and benefits actually provided to it by brokerage firms (custodians) and mutual fund providers do not materially affect the investment management recommendations made to clients of O'Brien Financial Planning, Inc.. However, in the interest of full disclosure of any potential conflicts of interest, we discuss the possible conflicts herein.

Although O'Brien Financial Planning, Inc. believes that its business methodologies, ethics rules, and adopted policies are appropriate to minimize potential material conflicts of interest, and to manage appropriately any material conflicts of interest that may remain, clients should be aware that no set of rules can possibly anticipate or relieve all potential material conflicts of interest.

Proper Management of Conflicts of Interest between Clients

O'Brien Financial Planning, Inc.'s relationship with each client is non-exclusive; in other words, O'Brien Financial Planning, Inc. provides investment advisory services and financial planning services to multiple clients. O'Brien Financial Planning, Inc. seeks to avoid situations in which one client's interest may conflict with the interest of another of its clients. However, one circumstance which could arise is a sudden sharp downturn in the values of one or more stock asset classes, thereby triggering (under adopted investment policies with the vast majority of O'Brien Financial Planning, Inc.'s clients) the need to rebalance the investment portfolios following the close of any business (trading) day. In this instance, O'Brien Financial Planning, Inc. seeks to rebalance each client's investment portfolio on a timely basis, keeping in mind that most mutual fund trades occur at the end of a trading day. In ascertaining which client portfolios to attend to first, O'Brien Financial Planning, Inc. ranks clients by the amount of assets under advisement as of the last quarterly period from highest to lowest, and generally proceeds to rebalance portfolios accordingly.

Our Code of Ethics

O'Brien Financial Planning, Inc. has adopted a Code of Ethics, to which all employees are bound to adhere. The key component of our Code of Ethics states:

O'Brien Financial Planning, Inc. and its employees shall always:

- Act in the best interests of each and every client;
- Act with integrity and dignity when dealing with clients, prospects, suppliers, and others;
- Strive to maintain and continually enhance our high degree of professional education regarding Modern Portfolio Theory, strategic asset allocation, and financial, tax, estate, and risk management planning; and
- Seek at all times to preserve our firm's independence and to maintain our complete objectivity with respect to our advisory services and each recommendation made to our clients.

O'Brien Financial Planning, Inc. further adopted a detailed Code of Ethics expressing the firm's commitment to ethical conduct, which is adopted by reference by O'Brien Financial Planning, Inc., and which is utilized to guide the personal conduct of our various team members. This detailed Code of Ethics describes the firm's fiduciary duties and responsibilities to clients and sets forth our practices of

supervising the personal securities transactions of employees with prior or concurrent access to client trade information.

O'Brien Financial Planning, Inc. will provide a complete copy of the Code of Ethics to any client or prospective client upon request.

Participation or Interest in Client Transactions and Personal Trading

O'Brien Financial Planning, Inc. does not currently participate in securities in which it has a material financial interest. O'Brien Financial Planning, Inc. and its related persons, as a matter of policy, do not recommend to clients, or buy or sell for client accounts, securities in which the firm or its related persons has a material financial interest.

O'Brien Financial Planning, Inc.'s Code of Ethics provides that individuals associated with our firm may buy or sell securities for their personal accounts identical or different than those recommended to clients. However, it is the expressed policy of our firms that no person employed by the firms shall prefer his or her own interest to that of an advisory client nor make personal investment decisions based on investment decisions of advisory clients.

To supervise compliance with the Code of Ethics, our firm requires that anyone associated with this advisory practice and who possesses access to advisory recommendations (before or at the time they are entered into) ("access persons") to provide annual securities holding reports and quarterly transaction reports to O'Brien Financial Planning, Inc.'s Chief Compliance Officer or his or her designee. We also require access persons to receive advance approval from O'Brien Financial Planning, Inc.'s Chief Compliance Officer or his designee prior to investing in any initial public offerings or private placements, and with regard to trading of certain individual securities.

The Code of Ethics further includes our firms' policy prohibiting the use of material non-public information and protecting the confidentiality of client information. We require that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices. Any individual not in observance of the above may be subject to discipline.

Item 12: Brokerage Practices

Use of Brokerage Firms (Custodians), Generally

O'Brien Financial Planning, Inc. utilizes the services of Genworth Financial Trust Company, Shareholders Services Group and MG Trust Co. Each custodian respectively provides our team members with access to institutional trading and custody services, which services are typically not available to retail investors. These services generally are available to independent investment advisors on an unsolicited basis and at no charge to them. However, not all independent investment advisors recommend their clients to utilize particular custodians. The custodian may choose the brokerage firm through which a client's transactions will be made.

Genworth Financial Trust Company

O'Brien Financial Planning, Inc. utilizes the consulting services of Genworth Financial Wealth Management, an affiliate of Genworth Financial Trust Company. Genworth Financial Wealth Management does not require the use of Genworth Financial Trust Company as custodian for access to any of the services described herein. While there is no direct linkage between the investment advice given and use of the consulting services, O'Brien Financial Planning, Inc. does receive valuable benefits from Genworth Financial Wealth Management. These benefits include the use of eWealthManager.com, an online tool to obtain economic and investment research, analyze client portfolios, develop proposals, service client accounts and the calculation of investment advisory fees. The online tool also provides online clients with access to account values and activity, tax and performance reports and custodial

statements. Additional economic benefits include invitations to quarterly investment policy committee and Premier Consultant meetings (travel and lodging are not provided by Genworth Financial), and access to periodic investment review teleconferences, white papers and economic research by Genworth Financial Wealth Management or other independent sources and practice management information.

Shareholders Service Group

O'Brien Financial Planning, Inc. utilizes Shareholders Service Group for custodial services for some client accounts. While there is no direct linkage between the investment advice given and use of Shareholders Service Group, economic benefits are offered which would not be offered if O'Brien Financial Planning, Inc. did not give investment advice to clients. These benefits are currently limited to occasional offers for discounted subscription fees to third party software and research providers.

MG Trust Co.

O'Brien Financial Planning, Inc. utilizes MG Trust Co. for custodial services for Qualified Retirement Plan client accounts. There is no direct linkage between the investment advice given and use of MG Trust Co., and no economic benefits are offered to O'Brien Financial Planning, Inc. in exchange for the use of MG Trust Co.

Discussion of Benefits to O'Brien Financial Planning, Inc. as to Custodians

The benefits provided by Genworth Financial Trust Company and Shareholders Services Group include assistance with practice management and assistance with the management of client accounts, including but not limited to: (a) receipt of duplicate client confirmations; (b) receipt of electronic duplicate statements; (c) access to a trading desk serving investment adviser firm participants exclusively, and providing research, pricing information, and other market data; (d) access to the investment advisor portion of their web sites which include practice management articles, compliance updates, and other financial planning related information and research materials; (e) access to other vendors (such as practice management, technology or compliance providers, or providers of research or other materials) on a discounted fee basis through discounts arranged by the custodians; and (f) permitting O'Brien Financial Planning, Inc. to access an electronic communication network for client order entry and to access clients' account information and which may otherwise assist O'Brien Financial Planning, Inc. with its back-office functions, including record keeping and client reporting.

Participation in the custodians programs also may provide access to certain managed portfolios (asset allocation models, separately managed accounts or unified managed accounts) which are typically not available to retail investors. These programs also provide access to certain mutual funds which generally require significantly higher minimum initial investments or are generally available only to institutional investors.

The benefits received through participation in the custodians programs does not depend upon the amount of transactions directed to, or amount of assets placed in custody with, Genworth Financial Trust Company and Shareholders Services Group. Invitation to investment policy committee and Premier Consultant meetings is dependent on the amount of assets utilizing the investment platform of Genworth Financial Wealth Management, an affiliate of Genworth Financial Trust Company. Travel and lodging expenses associated with these meetings are paid exclusively by O'Brien Financial Planning, Inc. As previously stated, Genworth Financial Wealth Management does not require the use of Genworth Financial Trust Company as custodian for access to any of the services described herein.

Generally, many of these services may be utilized to service all or a substantial number of our clients' accounts. Educational, research, or other services provided by custodians (i.e., Genworth Financial Trust Company and Shareholders Services Group, etc.) or mutual fund companies may benefit all of O'Brien Financial Planning, Inc.'s or O'Brien Financial Planning, Inc.'s clients, or may benefit only some clients.

Our Recommendations of Brokerage Firms

Clients are permitted to direct O'Brien Financial Planning, Inc. to utilize their desired brokers. However, if such brokers are utilized, O'Brien Financial Planning, Inc. may not possess access to certain mutual funds and other investments that are generally available only to institutional investors or which would require a significantly higher minimum initial investment, and commission rates paid or transaction fees paid may be higher than the fees negotiated by O'Brien Financial Planning, Inc.

For client accounts custodied at Genworth Financial Trust Company, generally most, if not all transactions will be directed to Fidelity Brokerage Services LLC and/or National Financial Services LLC, or other broker-dealers selected by Genworth Financial Asset Management and contracted by Genworth Financial Trust Company.

While as a fiduciary, O'Brien Financial Planning, Inc. endeavors to act in its clients' best interests, our desire that clients maintain much of their assets in accounts at Genworth Financial Trust Company, Shareholders Services Group or MG Trust Co. may be based in part on the benefit to our firm of the availability of some products and services (previously described) at no cost to us, or at reduced costs, and not solely on the nature, cost, or quality of custody and brokerage services provided by the brokers, and this may create a potential conflict of interest. O'Brien Financial Planning, Inc.'s clients may, therefore, pay higher transaction fees, commissions (for individual stock and ETF trades), than those charged by other brokers. However, we have negotiated fees with the custodians we recommend, and we have selected these custodians for their generally low fees relative to other alternatives. Also, please note that we prefer to recommend custodians which possess significant financial resources, for purposes of enhanced safety of clients' funds, yet who also provide very good personalized service and attention to our client's needs. For all of these reasons, the lowest cost custodian for clients may not be recommended to clients by O'Brien Financial Planning, Inc.

Non-Aggregation of Client Trades

O'Brien Financial Planning, Inc. has chosen to not aggregate (combine) the trades of its clients. This is primarily due to the fact that we utilize the services of third party institutional portfolio management firms (as stated previously in Item 8) in a majority of our client's portfolios, and these firms are responsible for trades in client accounts utilizing their service. Since O'Brien Financial Planning, Inc. initiates very little trading because of this, it would be highly unusual to encounter an opportunity to aggregate client trades. This does not lend itself to computer software programs which could aggregate trades. As a result, O'Brien Financial Planning, Inc.'s clients do not receive the benefits of reduced transaction fees such aggregation of trades could provide to our clients, generally, when trades are performed directly by O'Brien Financial Planning, Inc.

Non-Participation in Client Referral Programs of Custodians

O'Brien Financial Planning, Inc. will continue to avoid certain relationships with custodians (brokerage firms, etc.) and investment product providers which it believes might materially hamper its independence in its providing advice to its clients or result in clients paying higher mutual fund management, administrative, or other product-related fees and costs. For this and other reasons, O'Brien Financial Planning, Inc. does not participate in the client referral programs which may be sponsored by such custodians

Item 13: Review of Accounts

Portfolio Reviews and Rebalancing of the client's portfolio, for the assets held under advisement with O'Brien Financial Planning, Inc., will be undertaken: (1) periodically as set forth in the specific Program in which the client may be enrolled (see Item 7); (2) upon request, and (3) upon a substantial asset class decline, under the following adopted policies and procedures.

Periodic Portfolio Reviews are undertaken by David J. O'Brien to ascertain if the values in any asset class have strayed beyond their target minimums or maximums, and for purposes of meeting a client's cash flow needs. Even if one or more asset classes fall outside their target minimums or maximums, we may determine not to rebalance the asset class for various reasons, such as avoidance of short-term capital gains, deferring long-term capital gains realization, minimization of transaction costs, or our view on whether the asset class is undervalued or overvalued relative to historic norms and our view of the level of the macroeconomic risks to which the asset class may be exposed. Such in-house portfolio reviews are subject to additional restrictions set forth below. Clients are only contacted in the event that rebalancing actions are recommended.

Additional Portfolio Reviews are undertaken upon request by the client, such as when special cash needs arise or when additional cash or securities are added to the investment portfolio. O'Brien Financial Planning, Inc. will respond to such requests within a reasonable period of time.

As the majority of client portfolios utilize third party institutional portfolio management firms to manage assets to a stated investment strategy, client assets managed by these firms will also be subject to an additional level of review and rebalancing by the portfolio management firm(s). Any such review, rebalancing and reallocation is conducted by the third party portfolio management firm(s) in accordance with the specific portfolio strategy utilized by the client.

Special Procedures upon Major Market Change

Upon a substantial decline in the valuation of the stock markets, generally, or a specific stock asset class, an opportunity may be presented for rebalancing of your investment portfolio. In such event, our resources may be limited given the number of relationships with our clients, especially if the downward change in valuation of the asset class occurs suddenly. O'Brien Financial Planning, Inc. shall undertake rebalancing actions during this period as follows:

Due to the number of clients under advisement, priority will be based upon the total amount of assets under advisement, with clients who possess higher assets under advisement given greater priority. As we do not accept discretion to make changes to client accounts, we will telephone the client to discuss the proposed rebalancing action. For clients utilizing the "Advisor Model" through the Genworth Financial Wealth Management platform or with accounts custodied at Shareholders Service Group, we will make the rebalancing request only after receiving verbal approval from our client. Clients with assets not utilizing this model or at SSG will need to sign the appropriate rebalancing documentation in order to affect the rebalancing request. There is no assurance that we can undertake rebalancing actions for all of our clients on the day in which rebalancing is indicated; therefore, if we cannot rebalance a client's account on that day, we will seek to rebalance the account by the next business day. All periodic account reviews, and reviews desired by special request of any client, will be suspended during this process.

Portfolio Reports Provided to Clients

Clients are provided with periodic custodial reports from a custodian. O'Brien Financial Planning, Inc. does not offer to provide clients with portfolio reports, as these are already provided by the custodian. The periodic custodial reports from Genworth Financial Trust Co. include a listing of all investments in the Client's account, their current valuation, and a listing of all transactions occurring during the period. The quarterly performance reports include information concerning the allocation of the assets in each Client Account among various asset classes and the investment performance of the Client's Account during the

quarter. In addition, in February of each calendar year, the client may be provided with a realized gains and loss report for any taxable accounts which are under advisement to aid the client's CPA/accountant/tax preparer in income tax preparation.

Clients are offered online access to account information, utilizing a combination of secure online account aggregation and online data reporting services to provide updated account values as of the preceding business day for assets held at the custodians (Genworth Financial Trust Co., Shareholders Service Group or MG Trust Co.) utilized by O'Brien Financial Planning, Inc.

We may also offer periodic data for other investment accounts upon which we provide advice, not held at the foregoing custodians, if such information can be obtained from our account aggregation services, and provided the client's consent is obtained to furnish such account aggregation service with any account passwords required to access account information.

While we are hopeful that the information supplied by custodians and data aggregation services is reliable, we cannot guarantee its accuracy.

Clients may also directly access account information at the custodians with which the accounts are held online (specifically, Genworth Financial Trust Co., Shareholders Service Group or MG Trust Co.), each and every business day, via the secure web sites of these institutions.

Clients are strongly encouraged to review the monthly or quarterly statements they receive from custodians. Despite the best efforts of any firm to safeguard client's assets, fraud could still occur. While we hope that our clients trust our firm, and we have never had an instance of theft of client funds, we believe it is nevertheless important for clients to verify their investment holdings. Should the client detect any unauthorized trading in an account, or unauthorized transfers of cash or securities, they are asked to contact David J. O'Brien at 804-419-6002.

Please note that we have never had any unauthorized withdrawals or transfers from our clients' accounts; your assistance in reviewing your monthly and/or quarterly account statements aids us in deterring any such activity in the future.

Item 14: Client Referrals and Other Compensation

O'Brien Financial Planning, Inc. does provide or accept compensation from any person for client referrals.

Item 15: Custody

It is our policy to not accept custody of a client's securities. In other words, we are not granted access to our clients which would enable us to withdraw or transfer or otherwise move funds or cash from any client account to our accounts or the account of any third party (other than for purposes of fee deductions, as explained below). This is for the safety of our clients' assets.

However, with a client's consent, O'Brien Financial Planning, Inc. may be provided with the authority to seek deduction of O'Brien Financial Planning, Inc.'s fees from a client's accounts; this process generally is more efficient for both the client and the investment adviser, and there may be tax benefits for the client to this method when fees can be paid from certain tax-deferred accounts.

All of our clients receive account statements directly from qualified custodians, such as a bank or broker-dealer that maintains those assets. You should carefully review these account statements, and compare them to the quarterly or other reports we make available to you. We urge all of our clients to compare

statements in order to ensure that all account transactions, including deductions to pay advisory fees, remain proper, and to contact us with any questions

Item 16: Investment Discretion

O'Brien Financial Planning, Inc. does not accept any form of discretionary authority over our client's assets and will not initiate any transactions in our client's accounts without prior consent of our client. Under our Agreement, our clients appoint O'Brien Financial Planning, Inc. as the client's attorney-in-fact for the limited purpose of authorizing sales, purchases, and other transactions in the client's accounts which the client has directed O'Brien Financial Planning, Inc. to accomplish. O'Brien Financial Planning, Inc.'s ability to enter trades electronically for clients often provides reduced transaction fees and other benefits to the client.

Please note that in utilizing third party institutional portfolio management firms to manage assets to a stated investment strategy, the client provides the third party firm with discretion to pursue the stated investment policy or asset allocation model, as detailed in the Client Services Agreement or Client Directive Form between the client and third party portfolio management firm.

O'Brien Financial Planning, Inc. seeks to undertake a minimal amount of trading in client accounts, in order to keep transaction fees, other expenses, and tax consequences associated with trading to minimal levels.

Item 17: Voting Client Securities

As a matter of firm policy and practice, O'Brien Financial Planning, Inc. does not accept authority to vote proxies on behalf of clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios, unless they have designated a third party institutional portfolio management firm as their agent to vote on proxies on securities in an account managed by the portfolio management firm. Generally, clients will receive their proxies or other solicitations directly from the custodian or transfer agent. However, clients may call or e-mail us with questions regarding a particular proxy or other solicitation, and O'Brien Financial Planning, Inc. may provide advice to clients regarding clients' voting of proxies or such solicitations, upon request of a client or clients or in unusual circumstances.

Item 18: Financial Information

O'Brien Financial Planning, Inc. does not require the prepayment of more than \$500 in fees per client, six months or more in advance. O'Brien Financial Planning, Inc. does not accept any form of discretion over clients' accounts, as described in Item 16 of this Brochure. Due to this, O'Brien Financial Planning, Inc. is not required to disclose financial conditions that are reasonably likely to impair its ability to meet contractual commitments to clients. However, O'Brien Financial Planning, Inc. currently possesses no such financial conditions. O'Brien Financial Planning, Inc. has never been the subject of a bankruptcy proceeding.

Item 19. Requirements for State-Registered Advisers

O'Brien Financial Planning, Inc. is not compensated for advisory services with performance-based fees. O'Brien Financial Planning, Inc. has not been involved in an award or otherwise been found liable in an arbitration claim or civil, self-regulatory organization, or administrative proceeding involving any matter. O'Brien Financial Planning, Inc. does not have any relationship or arrangement with any issuer of securities that is not listed in Item 10.C. of Part 2A.

BROCHURE SUPPLEMENT – March 4, 2011

This brochure supplement provides information about David J. O'Brien that supplements the O'Brien Financial Planning, Inc. Firm Brochure. You should have received a copy of that Firm Brochure. Please contact O'Brien Financial Planning, Inc. if you did not receive O'Brien Financial Planning, Inc.'s brochure or if you have any questions about the contents of this supplement.

Additional information about David J. O'Brien is available on the SEC's website at www.adviserinfo.sec.gov

David J. O'Brien, MBA, AIF®, CFP®



President
O'Brien Financial Planning, Inc.
14241 Midlothian Turnpike, #117
Midlothian, Virginia, 23113
804-419-6002

Educational Background and Business Experience

David J. O'Brien, MBA, AIF®, CFP®, born 1964 in Philadelphia, received a Bachelor of Arts degree in English from the University of Richmond in 1986 and graduated with a Master in Business Administration degree from the University of Richmond in 1995. Dave is a 2002 graduate of GE's Executive Information Management Program at the Jack Welch Leadership Development Center. In 2006, he earned the Accredited Investment Fiduciary™ designation awarded by the Center for Fiduciary Studies, which is associated with the University of Pittsburgh. Dave received a Certificate in Financial Planning from Virginia Commonwealth University in 2007 and attained the Certified Financial Planner™ (CFP®) designation in 2008.

Dave is President of O'Brien Financial Planning, Inc., an independent Fee-Only Registered Investment Adviser in Midlothian, Virginia, which he founded in 2006.

Explanation of Professional Designations

NAPFA-Registered Financial Advisor®

NAPFA-Registered Financial Advisor® is the top level of membership in the National Association of Personal Financial Advisors (NAPFA). All NAPFA-Registered Financial Advisors® must possess three years of comprehensive financial planning experience and have a sample comprehensive financial plan pass a peer review process.

Since Jan. 1, 2009 all NAPFA-Registered Financial Advisors® must possess a Bachelor's degree from an accredited institution. Since Jan. 1, 2010, new NAPFA-Registered Financial Advisors® must also possess either the Certified Financial Planner™ designation awarded by the Certified Financial Planner Board of Standards, Inc., or (since mid-2010) the American Institute of Certified Public Accountants' Personal Financial Specialist (CPA/PFS) credential.

All NAPFA-Registered Financial Advisors® must also adhere to NAPFA's Fiduciary Oath, Standards of Membership and Affiliation, and Bylaws. NAPFA-Registered Financial Advisors® must also comply with NAPFA's industry-leading strict continuing education requirements of 60 hours every two years.

All NAPFA-Registered Financial Advisors® provide investment and/or financial advice on a strictly Fee-Only basis as defined by NAPFA. NAPFA defines a Fee-Only financial advisor as one who is compensated solely by the client with neither the advisor nor any related party receiving compensation that is contingent on the purchase or sale of a financial product. No NAPFA-Registered Financial Advisor® may receive commissions, rebates, awards, finder's fees, bonuses or other forms of compensation from others as a result of a client's implementation of the individual's planning recommendations. In addition, NAPFA-Registered Financial Advisors® must continue to meet NAPFA's standards for strong character and adherence to the laws and regulation governing the profession.

Dave has chosen to participate in NAPFA's "Find An Advisor" listing of advisors, a benefit provided by payment of regular annual membership fees to all NAPFA-Registered Financial Advisors®, NAPFA Corporate Members and NAPFA Provisional Members. Only fee-only registered investment advisers who are in these membership categories may participate in the Find An Advisor program. NAPFA does not receive any portion of fees paid by clients who engage a personal financial advisor as a result of the information provided by NAPFA's Find An Advisor program.

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. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

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

- **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.

Accredited Investment Fiduciary®, AIF®

The AIF designation certifies that the recipient has specialized knowledge of fiduciary standards of care and their application to the investment management process. To receive the AIF designation, individuals must complete a training program, successfully pass a comprehensive, closed-book final examination under the supervision of a proctor and agree to abide by the AIF Code of Ethics. In order to maintain the AIF designation, the individual must annually renew their affirmation of the AIF Code of Ethics and complete six hours of continuing education credits. The certification is administered by the Center for Fiduciary Studies, LLC (a Fiduciary360 (fi360) company).

Disciplinary Information

David J. O'Brien possesses no disciplinary history required to be disclosed by the U.S. Securities and Exchange Commission.

Additional Compensation

Dave does not receive any economic benefit from sources other than clients, as described in Form ADV Part 2.

Supervision

As a solo professional, Dave is self-supervised, but, like all state Registered Investment Advisers, is subject to inspections and audits by the Virginia State Corporation Commission Division of Securities and Retail Franchising, telephone number 804-371-9051.

Requirements for State-Registered Advisers

David J. O'Brien is not compensated for advisory services with performance-based fees.

David J. O'Brien has not been involved in an award or otherwise been found liable in an arbitration claim or civil, self-regulatory organization, or administrative proceeding involving any matter.

David J. O'Brien does not have any relationship or arrangement with any issuer of securities that is not listed in Item 10.C. of Part 2A.