

Firm Brochure
(Part 2A of Form ADV)

Item 1: Cover Page

CHARLES A. LILES & ASSOCIATES, INC.
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This brochure provides information about the qualifications and business practices of Charles A. Liles & Associates, Inc. If you have any questions about the contents of this brochure, please contact us at: 317-566-2106, or by email at: cliles@lilesassociates.com. 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 Charles A. Liles & Associates, Inc. is available on the SEC's website at www.adviserinfo.sec.gov. You can search this site by a unique firm-specific identifying number known as a CRD number. The CRD number for Charles A. Liles & Associates, Inc. is 128581.

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

This brochure was last updated on February 13, 2018.

Item 2: Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually when material changes occur since the previous release of the Firm Brochure on February 15, 2017.

Material Changes since the Last Update

As of December 31, 2017, Charles A. Liles & Associates, Inc. managed \$38.1 million in assets for 26 clients.

Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: 317-566-2106 or by email at: cliles@lilesassociates.com.

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Item 4: Advisory Business

Firm Description

Charles A. Liles & Associates, Inc., (the "Firm") was founded in 2003.

The Firm provides personalized, confidential financial planning and investment management to individuals, trusts, estates, partnerships and small businesses. Advice is provided through consultation with the client and may include: determination of financial objectives, identification of financial problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement and estate planning, and charitable giving.

The Firm is strictly a fee-only investment management and financial planning firm. The firm does not sell annuities, insurance, stocks, bonds, mutual funds, limited partnerships, or other commissioned products. The firm is not affiliated with entities that sell financial products or securities. No commissions in any form are accepted. No finder's fees are accepted.

Investment advice is an integral part of financial planning. Extensive conversations are held with each client before any investment recommendation is made to determine the client's financial goals and objectives, attitude toward financial risk and investment time horizon.

Clients are presented with an investment plan which summarizes their current investment and financial situation along with specific recommendations and a time line for implementation.

The Firm does not act as a custodian of client assets. Clients receive periodic statements, trade confirmations and other information from an independent securities custodian. The Firm places trades for clients under a limited power of attorney.

The Firm coordinates its investment management and financial planning work with the client's other professional advisors such as attorneys, accountants and insurance agents.

The initial meeting is free of charge and is considered an exploratory interview to determine the extent to which financial planning and investment management may be beneficial to the client.

Principal Owners

Charles A. Liles is 100% owner of Charles A. Liles & Associates, Inc.

Types of Advisory Services

Charles A. Liles & Associates, Inc. provides investment and financial planning and management services.

On more than an occasional basis, the Firm furnishes advice to clients on matters in addition to investments such as insurance; college savings; cash

management, savings and credit; estate planning and family giving; charitable giving and philanthropy; retirement planning; and taxes.

As of December 31, 2017, Charles A. Liles & Associates, Inc. managed \$38.1 million in assets for 26 clients. All assets are managed on a discretionary basis, with none managed on a non-discretionary basis.

Tailored Relationships

All investment planning and management services are tailored to meet the specific needs, goals and objectives of each client. Financial planning needs are determined during initial conversations and prioritized and addressed during the client engagement.

Clients may impose restrictions on investing in certain securities or types of securities.

Agreements may not be assigned without written client consent.

Investment Advisory Agreement

Charles A. Liles & Associates, Inc. requires all clients sign an Investment Advisory Agreement which outlines all aspects of an investment planning and management engagement. In addition, each client signs an Investment Advisory Fee Schedule, and completes an Addendum to Investment Advisory Agreement which provides needed personal information to establish account(s) with the third party securities custodian.

The Investment Advisory Fee is calculated monthly based on the market value of assets as shown on the custodian's statement as of the last business day of each month. The fee is paid quarterly after the end of the three month billing period. Clients agree to have advisory fees deducted from their custodial accounts and are provided with a detailed, written computation of fees before the fees are deducted.

The monthly fee rate is one twelfth (1/12) of the following annual rates:

1.00% for the first	\$ 500,000
.80% for the next	\$ 500,000
.60% for the next	\$2,000,000
.40% for the next	\$2,000,000

The annual rate for aggregate values in excess of \$5,000,000 is negotiable.

Family accounts may be grouped for fee computation purposes.

The computation of fees begins on the last day of the month in which the account is funded. Fees for terminated advisory relationships are computed through the last day of the month immediately prior to termination.

Hourly rates (plus out-of-pocket expenses) for special client projects and requests are available and depend upon the scope and complexity of the assignment and are set on a case-by-case basis.

The client or Firm may terminate the advisory relationship at any time by providing written notice to the other party.

Asset Management

Assets are invested primarily in no-load or load-waived mutual funds and exchange-traded funds through a discount broker/dealer securities custodian. Fund companies charge each fund shareholder an investment management expense fee that is disclosed in the fund prospectus. Discount brokerages may also charge a transaction fee for the purchase of some funds.

Clients may from time-to-time ask the Firm to hold existing positions in stocks and bonds. This may be accommodated for low cost basis securities the client holds for charitable giving or if there is an agreement to sell the individual securities over time as part of the investment plan. The brokerage firm charges a fee for stock and bond trades. Charles A. Liles & Associates, Inc. does not receive any compensation, in any form, from fund companies.

Item 5: Fees and Compensation

Description

Please see the description of Investment Advisory Fees under Investment Advisory Agreement noted in Item 4.

Fees are *NOT NEGOTIABLE* except for aggregate investment values in excess of \$5,000,000.

Fee Billing

Please see the description of fee billing under Investment Advisory Agreement noted in Item 4.

Other Fees

Custodians may charge transaction fees on purchases or sales of certain mutual funds and exchange-traded funds. These transaction charges are usually small and incidental to the purchase or sale of a security. The selection of the security is more important than the nominal fee that the custodian charges to buy or sell the security.

Expense Ratios

Mutual funds generally charge a management fee for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.5% for their services. These fees are in addition to the fees paid by the client to Charles A. Liles & Associates, Inc. Details on the expense ratio of a mutual fund are found in the fund's Prospectus available online through the fund's website.

Performance figures quoted by mutual fund companies in various publications are after their fees have been deducted.

Item 6: Performance-Based Fees

Sharing of Capital Gains

Charles A. Liles & Associates, Inc. **does not** accept performance-based fees which are fees based on a share of capital gains on or capital appreciation of the investment assets of a client nor does it recommend investments which use performance-based fees.

Compensation to the Firm is based solely on the market value of client assets as described under the Investment Advisory Agreement section noted in Item 4.

Item 7: Types of Clients

Description

The Firm provides personalized, confidential investment management and financial planning to individuals, trusts, estates, partnerships and small businesses.

Client relationships vary in scope and length of service.

Account Minimums

Charles A. Liles & Associates, Inc. requires an aggregated minimum of assets under management of \$500,000 to open an investment advisory relationship.

The Firm in its sole discretion, may waive its minimum relationship size based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with clients, etc.).

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

Methods of Analysis

Security analysis methods may include fundamental analysis, technical analysis, and cyclical analysis.

The main sources of information include financial newspapers and magazines, research materials prepared by others, corporate rating services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases.

Other sources of information that Charles A. Liles & Associates, Inc. may use include Morningstar Principia mutual fund information, Advisor Intelligence, and various financial websites.

Investment Strategies

The primary investment strategy used on client accounts is strategic asset allocation utilizing a core and satellite approach. This means that we use passively-managed index and exchange-traded funds as the core investments, and then add actively-managed funds where there are greater opportunities to make a difference. Portfolios are globally diversified to control the risk associated with traditional markets. A disciplined approach to rebalancing is employed in order to maintain asset class exposures within desired risk tolerances subject to client-specific tax planning and other considerations.

The investment advisory service centers around a disciplined approach to planning a client's investment strategy and includes: a review of the client's current investment activities, strategies and policies; proposing asset allocation strategies using modern portfolio concepts and taking into consideration the client's unique financial circumstances and evolving goals; proposing appropriate securities to fulfill the asset allocation strategy including coordinating custody and brokerage services; preparing a written Investment Policy Statement to include background and purpose, objectives, investment guidelines, selection of money managers, securities guidelines and periodic reporting procedures; and, providing ongoing supervision of the investment program.

Other strategies may include long-term purchases, short-term purchases, trading, margin transactions, and covered option writing.

Personal and financial information is updated and reviewed periodically to assure timeliness of advice and recommendations.

Risk of Loss

All investment programs have certain risks that are borne by the investor. Our investment approach is to educate clients about the risks of investing and to manage the risks in the context of meeting the client's investment objectives. Investors face the following investment risks:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Item 9: Disciplinary Information

Legal and Disciplinary

Registered investment advisors 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 the firm or the integrity of the firm's management of your investment portfolio.

Charles A. Liles & Associates, Inc. and its employees have not been involved in legal or disciplinary events related to past or present investment clients.

Item 10: Other Financial Industry Activities and Affiliations

Financial Industry Activities

Charles A. Liles & Associates, Inc. is not registered as a securities broker-dealer, municipal securities dealer, or government securities dealer or broker.

Affiliations

The Firm does not have any compensation or other fee arrangements with any person who is a broker-dealer, investment company, other investment advisor, financial planning firm, commodity pool operator, commodity trading adviser or futures commission merchant, banking or thrift institution, accounting firm, law firm, insurance company or agency, pension consultant, real estate broker or dealer, or an entity that creates or packages limited partnerships.

Neither the Firm nor any management person has any relationship or arrangement with any issuer of securities.

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

Code of Ethics

The employees of Charles A. Liles & Associates have committed to a Code of Ethics and will provide a copy of the Code of Ethics to any client or prospective client upon request. The Firm's Code of Ethics principles include: objectivity, confidentiality, competence, fairness & suitability, integrity & honesty, regulatory compliance, full disclosure and professionalism.

Participation or Interest in Client Transactions

Charles A. Liles & Associates, Inc. and its employees, 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.

Personal Trading

Employees of Charles A. Liles & Associates, Inc. may buy or sell securities for their personal accounts identical or different than those recommended to clients. However, it is the expressed policy of the Firm that no employee 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.

The Firm prohibits the use of material non-public information and requires that all employees must act in accordance with all Federal and State regulations governing registered investment advisory practices.

Item 12: Brokerage Practices

Selecting Brokerage Firms

Charles A. Liles & Associates, Inc. does not have any affiliation with product sales firms. Specific custodian recommendations are made to clients based on their need for such services. The Firm considers custodians based on professionalism, quality of trade execution, reliability, information technology capabilities, integrity and reasonable commission rates, if any.

Charles A. Liles & Associates, Inc. recommends that clients open brokerage accounts with Fidelity Investments. For more than 60 years, Fidelity has built a reputation of integrity and financial management expertise. Fidelity has a thorough understanding of the services the Firm needs to best serve its clients and how to deliver them in efficient and convenient ways.

The benefits provided by Fidelity to the Firm and its clients include: a large, annual investment in technology and services; a wide range of services; access to over 6,600 mutual funds from more than 465 fund families; trading strength which ensures quality execution of transaction; simplified monthly statements reflecting all investment positions and transactions; and other assistance with practice management and management of client accounts.

The Firm *DOES NOT* receive fees, commissions or client referrals from any of its arrangements with Fidelity.

Best Execution

Charles A. Liles & Associates, Inc. reviews the execution of trades every business day to assure the accuracy and timeliness of orders. The Firm does not have the authority to negotiate the trade by trade commissions, if any, that are charged to any client by Fidelity. Clients generally pay competitive commissions for similar services from similar broker/dealers. The Firm does not receive any portion of the trading fees or commissions charged by Fidelity.

Soft Dollars

Charles A. Liles & Associates, Inc. *DOES NOT* receive any soft dollars from Fidelity which is research or other products or services other than execution of trades in connection with client securities transactions.

Order Aggregation

Most trades are mutual funds or exchange-traded funds where trade aggregation does not garner any client benefit.

Item 13: Review of Accounts

Periodic Reviews

Periodic portfolio and account reviews are held with each client at frequencies ranging from every four to every six months. Client investments are organized by cash, equities, fixed income and alternative investments and by equity style such as large cap and small cap and by equity discipline such as growth, value and international. Current market values are compared with investment plan targets established in each client's investment policy statements. Recommendations to buy or sell investments are made if values have moved outside of policy percentage targets or for purposes of meeting the client's cash flow needs. In addition, securities sales and purchases may also be recommended to effect tax loss recognition.

Rebalancing may not be recommended for various reasons such as avoidance of short-term capital gains, deferring long-term capital gains realization, minimizing transaction costs, or the Firm's view on whether an asset class, style or discipline is under- or over-valued relative to historic norms.

Portfolio reviews may be undertaken more frequently at client request if special cash needs arise or when additional cash or securities are added to an account.

The President of Charles A. Liles & Associates, Inc. performs all portfolio and account reviews.

Review Triggers

Other conditions that may trigger a review are changes in Federal tax laws, new investment information, and changes in a client's own financial situation.

Regular Reports

A Portfolio Allocation and Rebalancing Sheet is reviewed at every client portfolio and account review meeting. Each meeting is followed-up with a detailed letter summarizing the key points of the meeting, actions undertaken and actions planned for the intervening months before the next client meeting.

Monthly statements are either mailed or made available online to each client from the account custodian, Fidelity Investments, showing the market value of each investment at the end of the month and a history of any transactions made during the month. Clients are also mailed trade confirmations immediately after a trade has occurred in any account. Clients may elect to receive their monthly custodian statement and trade confirmations via email.

Clients are encouraged to carefully review the monthly statements received from Fidelity Investments and to contact Charles Liles, President of the Firm, should they detect any unauthorized trading in an account, or unauthorized transfers of cash or securities.

Fidelity Investments sends annual tax reporting statements for each custodial account.

Clients may also access their account information daily online through Fidelity Investments secured website.

Charles A. Liles & Associates, Inc. sends quarterly written reports which include an investment letter with client-specific action items, Portfolio Appraisal Report(s) and Performance Report(s) which measures a portfolio's performance compared with recognized securities market indices. The Firm also mails to each client every quarter a detailed computation of investment advisory fees incurred during the immediately preceding calendar quarter.

Item 14: Client Referrals and Other Compensation

Incoming Referrals

Charles A. Liles & Associates, Inc. referrals come from current clients, estate planning attorneys, accountants, insurance professionals, personal friends and other similar sources. The firm *does not* compensate referring parties for these introductions.

Referrals Out

Charles A. Liles & Associates, Inc. does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

Other Compensation

Charles A. Liles & Associates, Inc. receives no other form of compensation from or for client referrals.

Item 15: Custody

Charles A. Liles & Associates, Inc. does not accept custody of a client's securities. In other words, the Firm is not granted access to client accounts which would enable the Firm to withdraw, transfer, or otherwise move cash or securities from any client account to the Firm's account (other than for investment advisory fee deductions) or the account of any third party (unless expressly requested in writing). This is for the safety of the Firm's clients.

However, each client grants Charles A. Liles & Associates, Inc. the authority to deduct investment advisory fees periodically from the client's account(s) which is generally more efficient for both the client and the Firm. Fees are only deducted after the client has had a reasonable opportunity to review the computation of the fees due.

Account Statements

All client investment assets under advisement by Charles A. Liles & Associates, Inc. are held by a qualified custodian, Fidelity Investments, which sends monthly statements directly to the client for each account. The Firm urges its clients to carefully review these statements and to compare them to the periodic reports sent by the Firm to assure that all account transactions, including deductions to pay advisory fees, remain proper and to contact the Firm with any questions.

Item 16: Investment Discretion

Discretionary Authority for Trading

Charles A. Liles & Associates, Inc. is granted and accepts full discretion in making investment and reinvestment decisions regarding the cash and/or securities in client accounts. Each client's grant of discretion is evidenced in the Investment Advisory Agreement signed by the client when establishing an advisory relationship. In addition, client grants trading authority to the Firm when signing the custodian's brokerage account application and agrees that custodian may accept instructions on the client's account from Charles A. Liles & Associates, Inc. Client also authorizes the custodian to accept instructions from the Firm to deduct advisor fees directly from client's account(s). However, the firm as a matter of course consults with the client prior to each trade to obtain concurrence.

The Firm's ability to enter trades electronically for clients often provides reduced transaction fees and more timely completion of trades. The Firm does not receive any portion of the transaction fees or commissions paid by the client to the custodian on certain trades.

The Firm seeks to limit the amount of trading in client accounts in order to minimize transaction fees, other expenses and tax consequences associated with trading.

Item 17: Voting Client Securities

Proxy Votes

Charles A. Liles & Associates, Inc. does not vote proxies on securities. Clients are expected to vote their own proxies.

When assistance on voting proxies is requested, the Firm will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client.

Clients will receive their proxies or other solicitations directly from their account custodian or from the securities' transfer agent.

Item 18: Financial Information

Financial Condition

Charles A. Liles & Associates, Inc. does not have any financial impairment that precludes the firm from meeting contractual commitments to clients.

The Firm has never been subject of a bankruptcy proceeding.

Item 19: Requirements for State-Registered Advisors

Principal Executive Officers and Management Persons

Please refer to the succeeding Brochure Supplement.

Other Business Activities

Charles A. Liles & Associates, Inc. is not engaged in any business activities other than giving investment and financial planning advice.

Performance-Based Fees

Charles A. Liles & Associates, Inc. is not compensated with performance-based fees because such fees may create an incentive for the Firm to recommend an investment that may carry a higher degree of risk to the client.

Arbitration, Civil, Self-Regulatory Organization or Administrative Proceedings

Neither Charles A. Liles & Associates, Inc. nor any management person has ever been involved in an award or otherwise found liable involving: (a) an investment or an investment-related business or activity; (b) fraud, false statement(s), or omissions; (c) theft, embezzlement, or other wrongful taking of property; (d) bribery, forgery, counterfeiting, or extortion; or (e) dishonest, unfair or unethical practices.

Information Security Program

Information Security

Charles A. Liles & Associates, Inc.. maintains an information security program to reduce the risk that your personal and confidential information may be breached.

Privacy Notice

The Firm is committed to maintaining the confidentiality, integrity and security of the personal information that is entrusted to us.

The categories of nonpublic information that we collect from you may include information about your personal finances, information about your health to the extent that it is needed for the financial planning process, and information

about transactions between you and third parties. We use this information to help you meet your personal financial goals.

With your permission, we disclose limited information to attorneys, accountants, and mortgage lenders with whom you have established a relationship. You may opt out from our sharing information with these nonaffiliated third parties by notifying us at any time by telephone, mail, fax, email, or in person. With your permission, we share a limited amount of information about you with your brokerage firm in order to complete account applications and execute securities transactions on your behalf.

We maintain a secure office to ensure that your information is not placed at unreasonable risk.

We do not provide your personal information to mailing list vendors or solicitors. We require strict confidentiality in our agreements with unaffiliated third parties that require access to your personal information, including financial service companies, consultants, and auditors. State securities regulators may review our Company records and your personal records as permitted by law.

Personally identifiable information about you will be maintained while you are a client, and for the required period thereafter that records are required to be maintained by federal and state securities laws. After that time, information may be destroyed.

We will notify you in advance if our privacy policy is expected to change. We are required by law to deliver this *Client Privacy Policy* to you annually, in writing.

Brochure Supplement (Part 2B of Form ADV)

Education and Business Standards

Charles A. Liles & Associates, Inc. requires that advisors in its employ have at a minimum a bachelor's degree and have work experience that demonstrates their aptitude for investment management and financial planning. In addition, each employee must adhere to the Firm's Code of Ethics.

Charles A. Liles

Year of Birth: 1953

Educational Background:

- University of North Carolina at Greensboro, B.S. Business Administration, *Magna Cum Laude* (1977)

Business Experience:

- Charles A. Liles & Associates, Inc., President and Investment Advisor Representative (9/2003 to Present), CRD No. 2725676
- Oxford Financial Group, Ltd., Assistant Director and Investment Advisor Representative (3/2001 to 9/2003)
- Bank One Capital Markets, First Vice President and Director, Commercial Banking and Public Finance (10/1980 to 2/2003)

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervision:

- Charles A. Liles is the only employee of Charles A. Liles & Associates, Inc.

Arbitration Claims: None

Self-Regulatory Organization or Administrative Proceeding: None

Bankruptcy Petition: None
