

Item 1 – Cover Page

du Pasquier & Co. dba du Pasquier Asset Management
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<http://www.dupasco.com/dpam/index.html>
March 11, 2013
Part 2A of Form ADV

This Brochure provides information about the qualifications and business practices of du Pasquier Asset Management (“DPAM”). If you have any questions about the contents of this Brochure, please contact us at 212-624-1001. 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.

du Pasquier Asset Management is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about du Pasquier Asset Management also is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

On July 28, 2010, the United State Securities and Exchange Commission published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC Rules. This Brochure dated 3/11/2013 is a new document prepared according to the SEC’s new requirements and rules. As such, this Document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of our last annual update of our brochure.

Currently, our Brochure may be requested by contacting our Compliance Officer, Emanuel Scott at 212-624-1001 or richard.scott@dupasco.com. Our Brochure is also available on our web site, <http://www.dupasco.com/disclosure/downloads/>, also free of charge.

Additional information about du Pasquier Asset Management is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with DPAM who are registered, or are required to be registered, as investment adviser representatives of DPAM.

Item 3 -Table of Contents

Item 1 – Cover Page.....	i
Item 2 – Material Changes	ii
Item 3 – Table of Contents.....	iii
Item 4 – Advisory Business.....	1
Item 5 – Fees and Compensation.....	2
Item 6 – Types of Clients	4
Item 7 – Methods of Analysis, Investment Strategies and Risk of Loss	4
Item 8 – Disciplinary Information.....	4
Item 9 – Other Financial Industry Activities and Affiliations	4
Item 10 – Code of Ethics.....	4
Item 11 – Review of Accounts	6
Item 12 – Client Referrals and Other Compensation	6
Item 13 – Investment Discretion	6
Item 14 – Voting Client Securities	7
Item 15 – Financial Information	7
Item 16 – Requirements for State-Registered Advisers.....	7
Item 17 – Part 2B Brochure Supplement.....	7

Item 4 – Advisory Business

The DPAM provides investment advisory services. These services are not termed as financial planning or similar terms. As of 12/31/12, DPAM has approximately \$30.6 million assets under management.

The principal owners are Chris and Dorothy Moran.

Chris Moran

Date of Birth: September 4, 1960

Education: B.A. Political Science, honor bestowed 1982, Vassar College

Mr. Moran has been the Vice President of du Pasquier & Company since 1989.

Dorothy M. Moran

Date of Birth: April 26, 1929

Education: No formal education after completion of High School.

Mrs. Moran has been President of du Pasquier & Company since 1989.

The advisor provides advice on the following:

A. Equity Securities

- Exchange-listed securities
- Securities traded over-the-counter
- Foreign issuers

B. Warrants

C. Corporate debt securities (other than commercial paper)

D. Commercial paper

E. Certificates of deposit

F. Municipal securities

G. Investment company securities

- Mutual fund shares

H. United States government securities

I. Option contracts on securities

Item 5 – Fees and Compensation

DPAM offers investment advisory services for a percentage of assets under management.

DPAM's investment management services allow for negotiable fees but are typically structured as follows:

2.00% per Annum.....First \$ 1,000,000
1.50% per Annum.....Next \$ 1,750,000
0.75% per Annum.....Next \$ 3,000,000
0.65% per Annum.....Next \$ 5,000,000
0.50% per Annum in excess of \$ 10,000,000

DPAM Wrap Fee Program:

Individual Investment Managers employed with DPAM also offer the option of a Wrap Fee (also known as an "all-inclusive fee") arrangement. Wrap fees paid by the client typically approximate up to 3% of the total assets under management and are paid in advance. Additional expenses i.e., SEC fees, trailing commissions, annual IRA fees, wire transfer fund fees, postage and handling fees are not covered under a Wrap Fee. Wrap fees are typically negotiable but are typically structured as follows:

Equity and Balanced Accounts:

3.0% for the first \$ 500,000
2.0% for the next \$ 2,000,000
1.5% for the next \$ 2,000,000
1.0% for assets over \$ 4,500,000

Fixed Income Accounts:

1.5% for the first \$ 500,000
1.25% for the next \$1,000,000
1.0% for the next \$3,000,000
0.75% for assets over \$ 4,500,000

General Information on Fees:

Fees are calculated quarterly based upon market value of the portfolio. One-fourth of the annual fee will be billed in advance and debited from the client's account each quarter as

authorized by the clients (unless paying separately paying by check). The DPAM advisory fees charged are calculated as described above and are not charged on the basis of capital gains upon or capital appreciation of the funds or any portion of the funds of an advisory client (SEC Rule 205(a)(1)).

All fees paid by DPAM for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a mutual fund directly, without the services of DPAM. In that case, the client would not receive the services provided by DPAM which are designed, among other things to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and the fees charged by DPAM to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

Termination of the advisory agreement may be completed by either party at anytime, however DPAM requires written notice from the client in order to terminate the agreement. Refunds of prepaid, unearned investment management fees will be prorated and refunded from the date the termination request is received.

All fees are subject to negotiation.

The specific manner in which fees are charged by DPAM is established in a client's written agreement with DPAM. DPAM will generally bill its fees on a quarterly basis. Clients may also elect to be billed directly for fees or to authorize DPAM to directly debit fees from client accounts. Management fees shall [or shall not] be prorated for each capital contribution and withdrawal made during the applicable calendar quarter (with the exception of de minimis contributions and withdrawals). Accounts initiated or terminated during a calendar quarter will be charged a prorated fee.

Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to DPAM's fee, and DPAM shall not receive any portion of these commissions, fees, and costs.

Item 6 – Types of Clients

DPAM generally provides investment advice to individuals, pension and profit sharing plans, trusts, estates, or charitable organizations, and corporations or other business entities.

Item 7 – Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis include: charting, fundamental, technical, and cyclical analysis
Investment Strategies used to implement advice given to clients include:

- (1) Long term purchases (securities held at least a year)
 - Risks managed by identifying securities' long term technical trends.
- (2) Short term purchases (securities sold within a year)
- (3) Trading (securities sold within 30 days)
- (4) Short sales
- (5) Margin transactions
- (6) Option writing, including covered options, uncovered options, or spreading strategies

Investing in securities involves risk of loss that clients should be prepared to bear.

Item 8 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of DPAM or the integrity of DPAM's management. DPAM has no information applicable to this Item.

Item 9 – Other Financial Industry Activities and Affiliations

DPAM is a SEC registered investment advisor. However, the principle executive officers and other employees are separately licensed as registered representatives of DP, a registered broker-dealer and a FINRA member firm.

Item 10 – Code of Ethics

DPAM or a related person may buy or sell for itself securities that it also recommends to clients.

Employees of DPAM or its related persons, may have a position in securities which have been recommended to clients. They may also give advice and take action in the performance of their duties to clients who may be similar to or differ from advice given, or the timing and the nature of action taken, with respect to other clients' accounts. Additionally, employees of DPAM, from time to time, may not be free to divulge or act upon certain information in their possession on behalf of investment advisory or other clients. In particular, it should be noted that Investment Managers may direct the purchase and sale of securities of such accounts in a manner that differs from the recommendations or analyses of DPAM's research. No officer or employee of DPAM, or related persons, will be allowed to trade ahead of any client on any given day.

All employee and employee related accounts generate duplicate statements to Compliance and subject to the firm's Insider Trading Policy. For all employees' accounts away from DPAM, duplicate confirms and statements are received and reviewed by Compliance.

DPAM has adopted a Code of Ethics consistent with Rule 204A-1 of the Advisors Act. DPAM's Code of Ethics provides for a high ethical standard of conduct for all DPAM's professionals and employees, compliance with federal securities laws, and policies and procedures for the reporting of certain personal securities transactions on a quarterly basis. A copy of DPAM's Code of Ethics is available to DPAM's advisory clients upon written request to the Compliance Officer at DPAM's principal office address.

DPAM has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at DPAM must acknowledge the terms of the Code of Ethics annually, or as amended.

DPAM anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which DPAM has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which DPAM, its affiliates and/or clients, directly or indirectly, have a position of interest. DPAM's employees and persons associated with DPAM are required to follow DPAM's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of adviser and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for DPAM's clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of DPAM will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between DPAM and its clients.

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with DPAM's obligation of best execution. DPAM will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the Order.

DPAM's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Mary Lawson at 212-624-1001.

Item 11 – Review of Accounts

The Investment Manager implements a portfolio strategy consistent with the client investment goals and objectives and monitors a client's portfolio on an ongoing basis. The Investment Manager may review or change an accounts strategy more frequently if triggered by significant changes in variables such as the market, political or economical circumstances, or changes in the client's individual circumstances.

du Pasquier Asset Management's advisory clients also receive trade confirmations and account statements from the custodian. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 12 – Client Referrals and Other Compensation

DPAM may compensate certain representatives by paying a percentage of the advisory fee received. These agreements do not increase any costs to the client and have no impact on advisory fees. DPAM and representatives are required to comply with all pertinent SEC, state and federal laws for client referrals. DPAM receives 12b-1 fees.

Item 13 – Investment Discretion

DPAM receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account.

When selecting securities and determining amounts, DPAM observes the investment policies, limitations and restrictions of the clients for which it advises. For registered investment companies, DPAM's authority to trade securities is limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made.

Item 14 – Voting *Client* Securities

As a matter of DPAM firm policy and practice, DPAM does not have any authority to and, does not vote proxies on behalf of advisory clients.

Item 15 – Financial Information

The registered investment advisor is required in this Item to provide you with certain financial information or disclosures about DPAM’s financial condition. DPAM has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

Item 16 – Requirements for State-Registered Advisers

DPAM is a SEC registered adviser.

Item 17 – Part 2A Appendix 1 Brochure Supplement and Biographies

Scotty C. George

Date of Birth: August 13, 1951

Education: B.A. Economics & Sociology, honor bestowed 1974, University of Florida

Prior to joining DPAM in January 2003 Mr. George was Chairman and Chief Investment Strategist (CIS) of Corinthian Partners Asset Management from May 1997 till January 2003. Mr. George was the CIS of Laidlaw Holdings Asset Management, Inc. a global investment firm headquartered in New York City. Mr. George has been a Vice President of Asset Management of E.F. Hutton and later PaineWebber. Mr. George has been employed in the securities and Investment Advisory business continuously since January 1981.

Thomas H. Core

Date of Birth: June 3, 1937

Education: B.A. Business Administration, honor bestowed 1962, Franklin and Marshall College

Tom Core is an Asset Manager with du Pasquier Asset Management (DPAM). Mr. Core joined du Pasquier & Co. Inc. in July of 1992. Prior to joining du Pasquier, Mr. Core was a partner at Moore & Schley, Cameron & Co. from 1975 until 1989. Mr. Core started in the securities industry in 1965 with Merrill Lynch and has been employed in the securities and Investment Advisory business continuously since that time.

Richard Wilson

Date of Birth: July 25, 1963

Education: BS Marine Engineering, 1985, Massachusetts Maritime Academy

Richard is an advisor for du Pasquier Asset Management. Richard provides customized investment portfolios for individual clients, manages US family trusts, and retirement accounts. He previously managed investment portfolios for high net worth individuals at Prudential Bache Securities. Prior to that, Richard advised European institutional investors on US small cap and mid cap equities for Value Investing Partners, Paris. Richard has been employed in the securities and Investment Advisory business continuously since January 1993.

Roger Cruise

Date of Birth: June 4, 1940

Education: Bachelor of Chemical Engineering, Master of Business Administration-Columbia University

Roger has been an Investment Adviser with du Pasquier Asset Management ("DPAM") since 2009. Before joining DPAM, he founded France Capital in Paris in 1984, and served as president until his departure in 2009. Prior to forming France Capital, Roger worked as a security analyst at Banque de Neuflyze (1973-1983) and F. Eberstadt & Co. (1968-1972). He is a Chartered Financial Analyst ("CFA"), and a Charter Member of the International Society of Security Analysts. Roger is a past president of the Association of Americans Resident Overseas ("AARO").

- Item 3, Disciplinary Information
Please reference Item 8 above
- Item 4, Other Business Activities
Please reference Item 9 above

- Item 5, Additional Compensation
Please reference Item 12 above

- Item 6, Supervision

Investment Managers employed by du Pasquier Asset Management are selected based on several factors which include but are not limited to: education, industry experience.

- Item 7, Requirements for State-Registered Advisers
DPAM is a SEC registered investment advisor.

In addition to Part 3 of the *Brochure Supplement*, no *supervised person* has been involved in any material events that need to be disclosed.