

Form ADV Part 2A

Cover Page (Item 1)

O.I.A. Ltd.

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This brochure is dated June 2023

This brochure provides information on the qualifications and business practices of O.I.A. Ltd. If you have any questions about the contents of this brochure, please contact us at 284-495-4620 or e-mail James at offshoreinvestmentadvisor.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 O.I.A. limited is also available on the security exchange commission's website at www.advisorinfo.sec.gov.

The searchable IARD/CRD number for O.I.A. limited is 136174.

Any reference to registered investment advisor RIA or being registered does not confer nor imply any special qualities or special level of training. It simply means that O.I.A. Ltd is registered with the Securities Exchange Commission.

Material changes [item 2]

Business Name change from James Bridgewater DBA Offshore Investment Advisor to: O.I.A. Ltd.

Form ADV Part 2A

Table of contents

Item 1 Cover page

Item 2 Material Changes

Item 3 Contents Page

Item 4 Advisory Business

- 4A Principal Owners.
- 4B Types of Advisory Services.
- 4C Individual Needs of Clients.
- 4D Wrap Fee Programs.
- 4E Assets Under Management.

Item 5 Fees and Compensation

- 5A Fee Schedules.
- 5B Deduction of Fees.
- 5C Other Fees and Expenses.
- 5D Prepaid Fees.
- 5E Sale of Securities.

Item 6 Performance-based Fees and Side-by-Side Management.

Item 7 Types of Clients.

Item 8 Methods of Analysis Investment Strategies and Risk of Loss

- 8A General Description.
- 8B Material Risks for Investment Strategies.
- 8C Material Risks for Types of Securities.

Item 9 Disciplinary Events

- 9A1 Criminal or Civil Action
- 9B1 SEC Proceedings
- 9C1 SRO Proceedings

Item 10 Other Financial Industry Activities and Affiliations

- 10A BD or registered Rep
- 10B Futures or Commodities
- 10C Material Relationships
- 10D referral arrangements

Form ADV Part 2A

Table of contents continued

Item 11 Code of Ethics Participation in Client Transactions and Personal Trading.

Item 12 Brokerage Practices

12A1 Research and Other Soft Dollar Benefits

12A2 brokerage for client referrals

12A3A directed brokerage.

Item 13 Review of Accounts

Item 14 Client Referrals and other Compensation

Item 15 Custody

Item 16 Investment Discretion

Item 17 Voting Client Securities

Item 18 Financial Information

Wrap Fee Programs [appendix 1]

Brochure Supplement 1 James L Bridgewater

Brochure Supplement 2 Patrice Horner

Form ADV Part 2A

4. Advisory business

4A Principal Owners

We are an investment advisor and wealth manager based in Tortola British Virgin Islands. We have been managing discretionary investment portfolios since 2005. The two directors of the firm are James L Bridgewater chief compliance officer and Patrice Horner CFP MBA financial planner.

4B Types of Advisory Services

OIA limited specializes in managing segregated portfolios for private clients, corporations, and trusts. We start with a comprehensive fact find that enables us to clearly understand our client's needs. We then gauge our client's tolerance to risk and finally invest their money accordingly. Our investment portfolios are tax optimized for US taxable, US non- taxable (IRA or 401K) and non-us [non-resident aliens]

Furthermore, OIA Ltd. Is responsible for coordinating updates to the investment policy, monitoring application of the investment policy statement and promptly notifying clients of the need for updates to the policy and/or violations of the policy in implementation.

O.I.A., Ltd. Acts as a fiduciary in its capacity as advisor to client accounts and acknowledges that all advice and decisions rendered must reflect first and foremost the best interests of its clients.

4C Individual Needs of Clients

Our investment portfolios are primarily comprised of individual stocks, bonds, and commodity ETFs. All investments in our client portfolios are traded on US recognized investment exchanges.

Our separately managed accounts are tailored to each individual's unique risk characteristics and investment constraints. Since each client has his or her own unique separately managed account, they may impose certain restrictions on specific securities or types of securities.

4D Wrap Fee Programs.

At present OIA Ltd. Operates as a fee paid adviser and is compensated based on a percentage of the net liquidation value entered as an annualized percentage applied on a daily basis. We do not receive any commissions of any kind from brokers, custodians, or investment funds, nor are we supplied with third party research credits.

4E Assets Under Management

Form ADV Part 2A

O.I.A. Ltd, currently manages \$782,000 for six clients on a purely discretionary basis and has one client of \$5,000 which is non-discretionary.

Item 5 Fees and Compensation

Assets under Management	Annual Fee %
First \$500,000	2%
\$500-1M	1%
\$1M-2M	0.80%
\$2M-3M	0.60%
\$3M Plus	0.50%

5B Deduction of Fees

Our fees are deducted by our custodian Interactive Brokers LLC and credited to O.I.A. Ltd fee collection account. Fees will be deducted daily based on the Net Asset Value of the account as at the close of business.

5C Other Fees and Expenses

O.I.A. Ltd. Is not a broker dealer. All client accounts are held with Interactive Brokers acting as our custodian IBKR may charge a Commission each time a trade is made on behalf of the client, a Commission along with an SEC fee is charged on any sale of a security in the client's account. Custodians will also charge margin interest should there be a debit balance in the account.

5D Prepaid Fees

O.I.A. Ltd. does not charge fees in advance.

5E Sale of Securities

O.I.A. Ltd. Does not receive any compensation or incentive from any third-party provider of services.

Given the above there are no conflicts of interests or incentives to recommend investment products based on the compensation received, rather than based solely on the client's needs.

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

O.I.A. Ltd does not charge performance-based fees on any accounts.

Item 7 Types of Clients

We offer risk tolerance assessments and wealth management services to private clients, in general we require a minimum account size of \$5000 to open and maintain an investment portfolio.

Item 8A – General Description

O.I.A. Ltd. Uses a disciplined 6-step approach to portfolio construction.

Form ADV Part 2A

1. Analyze 3-5 Year Investment Outlook.
2. Interpret clients' answers to our Risk Tolerance questionnaire.
3. Identify investment universe.
4. Determine the appropriate percentage of funds to be invested in each asset class.
5. Diversify across each asset class, at least 10 individual stocks, and several T-bill's, Notes, or Bonds.
6. Rebalance client portfolios periodically.

Investment decisions made for our clients are subject to various market, currency, economic, political, and business risks, and investment decisions are not always profitable. O.I.A. Ltd only manages the securities, cash and other investments held in our clients' accounts. In making investment decisions for the account O.I.A. Ltd will consider only the investments owned by you which you have disclosed to O.I.A. Ltd.

Item 8B Material Risks for Investment Strategies

Risks associated with our strategic asset allocation methodology primarily include but are not limited to:

1. Incorrect analysis of the three-to-five-year outlook.
2. Over or underweight allocation to each asset class.
3. T. Bill, Notes, or Bonds underperforming during periods of high inflation.

Item 8 C Material Risks for Types of Securities

Our clients' portfolios are primarily composed of individual securities within each class of assets, a typical portfolio might comprise at least ten individual stocks, a selection of fixed income securities, perhaps some commodity exchange traded funds, and an element of cash, which may be invested in a money market fund.

- 1) Individual stocks will typically fluctuate in value the most and the level of exposure you have to this asset class is very important, too much exposure and your account will carry too much risk, not enough exposure and your investment returns may not match your expectations.
- 2) Fixed income securities offer varying investment returns based on credit quality and duration, they may pay attractive rates, but those rates may often be less than the rate of inflation.

Item 9. Disciplinary Events

9A1 Criminal or Civil Action

O.I.A Ltd. Has been registered and been providing investment advisory services since 2005 and neither the firm nor any associated persons have any reportable disciplinary information.

9B1 – SEC Proceedings

Neither the firm nor any associated persons have been convicted guilty of any criminal or civil action.

Form ADV Part 2A

9C1 SRO Proceedings

Neither the firm nor any associated persons have any self-regulatory organization proceedings.

Item 10 Other Financial Industry Activities and Affiliations

10A-Broker Dealer or Registered Rep

O.I.A. Ltd is not, nor are any associated persons, registered, or have an application pending to register, as a broker dealer or a registered representative of a broker dealer.

10B Futures or Commodities

O.I.A. Ltd. Is not, nor are any associated persons, registered, or have an application pending to register, as a futures Commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

10C Material Relationships

O.I.A Ltd limited, does not have any relationship or arrangement that is material to our advisory business or to our clients that you or any of your management persons have with any individual or firm listed below.

- Broker-dealer, municipal securities dealer, or government securities dealer, or broker.
- Investment company or other pooled investment vehicle.
- Other investment advisor or financial planner.
- Futures Commission merchant, commodity pool operator, or commodity trading adviser.
- Banking or thrift institution.
- Accountant or accounting firm.
- Lawyer or law firm.
- Insurance company or agency.
- Pension consultant.
- Real estate broker or dealer.
- Sponsor or syndicator of limited partnerships.

10D Referral Arrangements

O.I.A. Ltd. Does not recommend or select other investment advisors for our clients or receive compensation directly or indirectly from any advisers that creates a material conflict of interest. Nor do we have any business relationships with third party advisers that create a material conflict of interest.

Item 11 code of ethics, participation in client transactions and personal trading

Form ADV Part 2A

Pursuant to SEC rule 204A-1, which requires registered advisors to adopt a code of ethics, O.I.A, Ltd has adopted the certified financial planner, code of ethics.

What information on what the CFPB designation means, please see Patrice Horner's brochure supplement.

Upon request, O.I.A, Ltd. Will fully disclose to clients the firm's policies regarding personal investing. Please contact us or visit our website for a copy of the CFP institute's code of ethics and standards of professional conduct that O. I. A., Ltd has adopted or for any other information on our code of ethics and or policies.

The CFP institutes standards of professional conduct set strict guidelines covering the following:

- professionalism
- integrity of the capital markets
- duties to clients
- duties to employers
- investment analysis and recommendations
- conflicts of interest

O.I.A Ltd. Adheres to the CFP's institute's standards of practice handbook as it relates to conflicts of interest standard VI generally speaking standard VI attempts to ensure that (1) the client is not disadvantaged by employee trading in securities held by clients, (2) employees do not benefit personally from trades undertaken for clients, and (3) employees comply with applicable regulatory requirements.

Furthermore, Standard VI (B) states that transactions for clients and the firm must have priority over transactions in securities or other investments of which any individual or group of employees is a beneficial owner. The objective of the standard is to prevent personal transactions from adversely affecting the interests of clients or employers. The personal investment positions of O.I.A. Ltd. employees should never adversely affect client investments.

O.I.A, Ltd. And related persons may undertake transactions in accounts for which they are a beneficial owner only after clients have had adequate opportunity to act on a recommendation. Personal transactions include those made for the related persons own account, for family [including spouse, children, and other immediate family members] accounts, and for accounts in which the member or candidate has a direct or indirect pecuniary interest, such as a trust or retirement account. Family accounts that are client accounts should be treated like any other firm account and should neither be given special treatment nor be disadvantaged because of the family relationship. If a member or candidate has a beneficial ownership in

Form ADV Part 2A

the account, however, the member or candidate may be subject to preclearance or reporting requirements of the employer or applicable law.

O.I.A. Ltd. Has the following reporting procedures for all employees as relates to conflicts of interest and employees personal trading in securities held in client accounts:

- Disclosure of personal holdings beneficial ownerships-all employees are required to disclose holdings in which the employee has a beneficial interest. Disclosure by employees is made upon commencement of the employment relationship and at least annually thereafter.
- Confirmations of trades to the firm and the employee- employees are required to supply either the chief compliance officer or the chief investment officer with copies or confirmations of all personal securities transactions and copies of periodic statements for all securities accounts. The purpose of this duplicate confirmation requirement is to: [one] provide independent verification, which reduces the likelihood of unethical behavior, and [to] enables verification of the accounting of the flow of personal investments that cannot be determined from merely looking at the holdings.
- Preclearance procedures - Employees are required to receive preclearance from either the chief compliance officer or the chief investment officer before placing personal trades. The CCO and Oregon CIO will then identify possible conflicts prior to the execution of the trades and identify possible conflicts before a problem arises.

The above content was copied and adapted from the CFP institute's standard of practice handbook. For more information contact O.I.A., limited or visit the CFP institute's website.

Item 12 Brokerage Practices

O.I.A. Ltd. Recommends Interactive Brokers LLC as our primary broker dealer for our client's assets. We chose Interactive Brokers LLC for a number of reasons, low-cost commissions, quality of executions, and security, customer service and client reporting.

12A1- Research and Other Soft Dollar Benefits

O.I.A. Ltd. Does not receive any soft dollar benefits.

12A2- Brokerage for Client Referrals

O.I.A. Ltd. Does not consider in selecting or recommending broker dealers, whether the firm or any related persons receive client referrals from the broker-dealer or third party.

Form ADV Part 2A

12A2a

O.I.A. Ltd. Does not have an incentive to select or recommend a broker dealer based on an interest in receiving client referrals. Rather, our only interest is in receiving the most favorable executions for our clients.

12A3a – Directed Brokerage

O.I.A. Ltd. Does not routinely recommend, request, or require that a client, direct transactions through a specified broker/dealer different than the client's custodian. Nor does O.I.A. Ltd, Ltd. have any economic relationships with broker/dealers that create a material conflict of interest.

12A3b

For the most part, O.I.A. Ltd. Permits a client to direct brokerage, however at this time there are no clients that are doing so. Directed brokerage may prevent O.I.A. Ltd from achieving the most favorable executions for client transactions and may cost clients more money.

12B

O.I.A. Ltd. Does not aggregate the purchase or sale of securities for various client accounts.

Item 13 Review of Accounts

At least annually, O.I.A. Ltd. Reviews the asset allocation of client accounts and suggests revisions. Reviews will be conducted in person or via conference call if face to face is not possible by either James Bridgewater or Patrice Horner.

On the first business day of each new year, O.I.A. Ltd., Ltd. Shall perform rebalancing transactions to return the accounts to their target allocations, unless the principal value of the proposed rebalancing transaction is less than \$1000 that rebalancing transaction shall be deferred indefinitely.

On the first business day of each new month, O.I.A. Ltd. Shall perform tactical allocation rebalances to adjust the portfolio to reflect the short-term market outlook. If it is determined that the outlook is negative or unnecessarily volatile for a particular position, then that position may be reduced to 0% until it is deemed appropriate to hold again.

The client's custodian Interactive Brokers LLC will provide custody services and is responsible for rendering online statements for clients. The custodian report shall be considered to be the official record for client's accounts and shall be the basis for the risk review to be performed by James Bridgewater or Patrice Horner as adviser to the account.

Form ADV Part 2A

Clients will receive written communication from O.I.A. Ltd. Regarding market commentary, and model portfolio performance, among other things, no less frequently than monthly.

Item 14 Client Referrals and Other Compensation

No individuals or firms provide an economic benefit to OIA limited. For providing investment advice or other advisory services.

At this time, O.I.A. Ltd and related persons do not directly or indirectly compensate any person who is not our supervised person for client referrals.

Item 15 Custody

O.I.A. Ltd. Does not have custody of client funds. All of our client funds are held at interactive brokers LLC. Interactive Brokers LLC. Send monthly statements and trade confirmations directly to our clients usually via e-mail.

Item 16 Investment Discretion

O.I.A. Ltd. Accepts full discretionary authority to manage a portfolio of securities on behalf of our clients our clients sign over a limited power of attorney which enables O.I.A. Ltd. Officers to place buy and sell orders on behalf of our clients.

Item 17 Voting Client Securities

At this time, we do not vote proxies on behalf of our advisory accounts. At our clients' request, we may offer advice regarding corporate actions and the exercise of proxy voting rights. If you own shares of common stock or mutual funds, you are responsible for exercising your right to vote as a shareholder. Clients will receive their proxies or other solicitations directly from their custodian or transfer agent. If necessary, clients may contact O.I.A. Ltd. With questions about particular solicitations.

O.I.A. Ltd. Always considers the interests of our clients first and foremost when making recommendations or taking action.

Item 18 Financial Information

We are not required to provide financial information to our clients because we do not:

- 1) Require the prepayment of more than \$1200 in fees, six months or more in advance, or
- 2) Take custody of client funds or securities or
- 3) Have a financial condition that is reasonably likely to impair our ability to meet our commitments to our clients.

O.I.A. Ltd. And its related employees have not been the subject of a bankruptcy petition at any time during the past ten years.

Wrap Fee Programs (Appendix 1)

O.I.A. Ltd. Currently does not participate in any wrap fee programs.

Form ADV Part 2A

Brochure supplement 1- James L Bridgewater
see separate document - form ADV part 2b brochure supplement
Bridgewater.

Brochure supplement 2- Patrice Horner
see separate document-form ADV part 2b brochure supplement
Horner.