

Form ADV Part 2A Brochure

Strategy Marketplace, LLC

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9/27/2021

This Brochure provides information about the qualifications and business practices of Strategy Marketplace, LLC. (Strategy Marketplace). If you have any questions about the contents of this Brochure, please contact us at 636-207-5829. 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.

Strategy Marketplace, LLC is a registered investment adviser. Registration as an investment adviser does not imply any level of skill or training. The oral and written communications of an adviser provide you with information from which you determine whether to hire or retain an Adviser.

Additional information about Strategy Marketplace is also available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

There are material changes in this brochure from the last interim updating amendment of Strategy Marketplace, LLC dated July 20, 2021. September 27, 2021, material changes relate to Strategy Marketplace, LLC policies, practices, fees, client accounts and referral partners.

Material changes since the last interim amendment filed on 7/20/2021:

- Amendment to fees and services provided, (Items 4 & 5) 9/27/2021.
- Amended the Assets Under Management totals, (Item 4) 9/27/2021.
- Additional information under Methods of Analysis, Investment Strategies and Risks, (Item 8) 9/27/2021.
- Amended the client account review section, (Item 13) 9/27/2021.
- Amended the Client Referral and Compensation, (Item 14) 9/27/2021.

Material change since annual filing on March 29, 2021:

- Change of ownership to 100% to Joseph Gissy, (7/20/21)

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Item 4 – Advisory Business

Strategy Marketplace, LLC (CRD # 309311) (Strategy Marketplace) is registered as an investment adviser with the Securities and Exchange Commission. Strategy Marketplace is based in Missouri and is organized as a corporation under the laws of the State of California. The firm has been in business since 2020.

Strategy Marketplace's principal office and place of business is located at 410 Sovereign Court, Suite 14, Manchester, Missouri 63011. Regular business hours are from 8:30am to 4:30pm Monday through Friday. The firm can be contacted by phone at (636) 207-5829 and by fax at (636) 207-5838.

As of July 1, 2021, Joseph C. Gissy is the sole owner of the firm. Joseph Gissy serves as the firm's Managing Member and Chief Compliance Officer.

Strategy Marketplace provides two levels of portfolio management services to individuals and businesses. These services are primarily provided through the Strategy Marketplace Robo-Advisor (SMRA). SMRA uses responses from a client's goals and risk assessment that is completed by the client before investing begins. The SMRA Artificial Intelligence uses the client's responses to assess which financial models are needed to create an investment portfolio for the client. Based upon the models needed, a structured portfolio strategy is created for the client and then the clients' assets will be invested within the structured portfolio strategy.

If a client opts out of the SMRA platform, these clients will work directly with a SM Investment Advisor Representative, a custodian account will be opened, and an investment advisory agreement will be completed. In these cases where clients are not within the SMRA platform, the client will complete the risk tolerance questionnaire and the advisor will place them in the appropriate strategy based upon their answers.

The firm currently offers a Basic Package (which includes initial setup and basic strategy access to the SMRA platform), and an Advisor Advice Package (which either includes the Basic Package and quarterly calls with an available Strategy Marketplace adviser and guidance on outside assets or investment advisory services outside of the use of SMRA).

Strategy Marketplace may also retain sub-advisors or third-party managers to assist with managing portfolios. Although Strategy Marketplace generally has full discretionary authority to manage client portfolios, services are tailored to the individual needs of each client, and clients may impose restrictions related to the management of their account.

Strategy Marketplace also provides customized investment advisory services to other investment managers, investment platform providers, and institutional investors. These services may include the creation of various model portfolios, along with monitoring and periodic reallocation as necessary, or may include providing investment signals for clients to use in their own investment decision making. In these engagements, there will be no

investment advisory relationship between Strategy Marketplace and the clients of the other investment managers or platform providers.

Additionally, Strategy Marketplace may also provide complimentary or fixed fee financial planning services to investment management clients as needed or requested

Strategy Marketplace currently has \$ 6,000,000.00 under management.

Item 5 – Fees and Compensation

Portfolio Management Services:

Strategy Marketplace's standard fee schedule is as follows:

Account Balance	Annual Fee
\$0.00 - \$499,999	1.00%
\$500,000 - \$999,999	0.95%
\$1,000,000 - \$1,999,999	0.90%
\$2,000,000 - \$2,999,999	0.85%
\$3,000,000 - \$3,999,999	0.80%
\$4,000,000 - \$4,999,999	0.75%
\$5,000,000 - \$5,999,999	0.70%
\$6,000,000 - \$6,999,999	0.65%
\$7,000,000 - \$7,999,999	0.60%
\$8,000,000 - \$8,999,999	0.55%
\$9,000,000 - \$9,999,999	0.50%
\$10,000,000 - \$10,999,999	0.45%
\$11,000,000 - \$11,999,999	0.40%
\$12,000,000 - \$12,999,999	0.35%
\$13,000,000 - \$13,999,999	0.30%
\$14,000,000 - \$14,999,999	0.25%
\$15,000,000 +	0.20%

Robo-Advisory Services:

Strategy Marketplace Packages that include the Strategy Marketplace Robo-Advisor fees are as follows:

Basic Package is Robo-Advisory only (SMRA).

Advisor Advice Package is Robo-Advisory (SMRA) and portfolio management.

	Basic Package	Advisor Advice Package
Annual Fee	0.650%	1.00 - .20% (see table above)
Min Balance	\$500.00	\$500.00

The fee charged by Strategy Marketplace will be calculated and paid monthly in arrears. The Basic Package includes the SMRA service, the fee will be charged by Strategy Marketplace, and if the client engages in the Advisor Advice Package, an additional fee will be assessed for the services. Strategy Marketplace may also charge an additional fixed fee for financial planning services. Strategy Marketplace's fees are charged according to the schedules above. The total fee that a client will be charged will be defined within the investment advisory contract(s).

Fees are calculated using an average of the daily balance in the Client's account throughout the billing period for purposes of determining the market value of the assets upon which the advisory fee is based. Should a client open an account in the middle of a billing period, the firm's investment management fee will be prorated based upon the number of days the account was open. In the event that a client terminates mid-month, the number of days the account was managed during the month until termination is used to determine the percentage of the investment management fee earned (based on the total number of days in that month).

Sub-Adviser and TAMP Fees:

Sub-Adviser fees are typically included as part of the overall fees assessed by Strategy Marketplace. Typically, upon receiving the client approval as part of the Investment Advisory Agreement, Strategy Marketplace will debit the entirety of the Strategy Marketplace and the Sub-Adviser's fees directly from the Client's account(s). Strategy Marketplace will then remit the Sub-Adviser a portion of the total advisory fee to the Sub-Adviser on a monthly basis. Some Sub-Advisers may be granted authority to deduct Sub-Adviser fees directly from the custodian account, for which the Sub-Adviser is managing assets.

Fees are generally deducted directly from client accounts on a monthly basis in arrears, but clients may elect to alternatively pay fees by check or wire transfer. The fees charged

by Strategy Marketplace will generally include outside management fees but will not include other expenses such as trading costs and expenses charged by mutual funds in which Client's funds may be invested. Additional information about brokerage practices may be found in Item 12 below.

Clients will enter into a written advisory contract with Strategy Marketplace at the time the firm is retained. The Contract may be terminated by the client immediately upon notice during the first five (5) business days from the date of execution without penalty. Thereafter, the contract may be terminated by either party upon thirty (30) days' written notice.

Strategy Marketplace may amend its fee schedules at any time by giving thirty (30) days advanced written notice to clients. Although Strategy Marketplace believes its fees are competitive, clients should be aware that lower fees for comparable services may be available from other sources.

Institutional Advisory Services

Strategy Marketplace fees to institutional clients for advisory services are determined on a case-by-case basis based on level and type of service provided. Fees are generally either asset based or structured as a fee split arrangement. Fees are generally paid monthly or quarterly directly by the client and may be due in advance or in arrears depending on the engagement.

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

Strategy Marketplace does not charge performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

Item 7 – Types of Clients

Strategy Marketplace provides its services to individuals, trusts and estates, businesses, and employee benefit plans.

Strategy Marketplace also provides its services to institutional investors and other advisor's managed portfolio, either directly or based upon a third party's agreement.

Strategy Marketplace imposes a minimum account value of \$500 on accounts, although the firm reserves the right to waive minimum requirements.

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

Methods of Analysis and Investment Strategies:

Strategy Marketplace's generally uses tactical asset allocation as its primary investment strategy. A tactical asset allocation strategy is an active management strategy that

rebalances the percentage of assets held in various categories in order to take advantage of market pricing opportunities and strong market sectors.

To implement this strategy, we generally buy, hold and sell various mutual funds, stocks and Exchange Traded Funds (ETF's) . Occasionally, we may also invest in "short" positions, which increase in value as markets go down. Either way, we typically use no-load mutual funds primarily in mutual fund families which offer "exchange" privileges. Such privileges permit redemption proceeds to be exchanged between shares of the mutual fund family's money market fund and equity funds.

We may also retain third party managers or sub advisors to implement certain strategies. Unless exempt from registration, these advisers are required as we are to be registered as an investment adviser in all applicable jurisdictions, and we will review and confirm registration status before recommending or using such other managers. In addition, these advisers are also required to be authorized to conduct business in all applicable state jurisdictions.

Clients should understand that the investment strategy used by advisor will necessitate purchases and redemptions of mutual fund shares in the client's accounts on an ongoing basis. Mutual fund shares will be sold, in many cases, within thirty (30) days of purchase.

The client will typically authorize Strategy Marketplace to instruct the client's custodian or the mutual fund company to make exchanges between designated funds. The timing of such exchanges will be determined by us in our sole discretion. We make no guarantees, promises, or warranties as to the accuracy of our tactical asset allocation model or that the service to be rendered hereunder will result in a profit to a client. In addition, we may use a number of funds to manage client accounts. Although every effort will be made to enter or exit fund positions in a fund for all client accounts on the same day, there is no guarantee that this can be accomplished in every instance.

Tactical asset allocation models are dependent upon identifying trends in market activity. We attempt to identify markets in which the client should be "in the market" or invested in equity mutual funds that may increase in value. We also attempt to identify times of anticipated market decline or anticipated sideways movement markets in which the client should be "out of the market" and invested only in a money market fund. Sometimes we are vulnerable to taking losing positions during sideways or choppy markets where, judged in hindsight, there was no trend to follow. While we believe our tactical asset allocation model will produce positive results, there can be no assurance or guarantee that past performance will again produce positive results in future markets. In addition, outside forces, including government action or inaction, disruptions of the financial markets, electronic communication difficulties, and the inability or refusal of intermediaries to perform as requested, as well as other factors, may unfavorably impact performance. We reserve the right to adjust our model from time to time if market conditions warrant. Such adjustments may or may not produce positive results.

Mutual funds have different investment policies that range from aggressive to conservative, depending on whether the fund is designed to return high yields, to perform at market averages or to avoid losses in declining markets. A fund's strategy, if properly executed, should result in a higher or a lower return over time. Clients are urged to review with care the prospectus of each fund to determine the degree of risk they will assume.

Risk of Loss:

Investing in securities involves risk of loss that clients should be prepared to bear. No investment strategy can assure a profit or avoid a loss. Strategy Marketplace and its sub-adviser's investment strategies and recommendations are subject to various market, currency, economic, political and business risks, and such investment decisions are not always profitable. Clients should be aware that their loss or depreciation to the value to client's accounts can occur. There can be no assurance that the client's investment objectives will be obtained and no inference to the contrary should be made.

There are certain additional risks associated with the securities recommended and strategies used by Strategy Marketplace including, among others.

Methods of Analysis and Investment Strategy Risks:

Fundamental Analysis Risk: involves the examination of quantitative and qualitative factors in understanding securities and using those factors to forecast expected future performance. The risks assumed are that information obtained may be incorrect or incomplete, unexpected events may arise, and/or other factors could result in an inaccurate forecast of the investment return and/or risk of an asset class, mutual fund, stock or bond.

Modern Portfolio Theory Risk: assumes that investors are risk averse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-adjusted return profile - i.e., if for that level of risk an alternative portfolio exists which has better expected returns. Modern Portfolio Theory takes into account expected returns, risks and correlations of individual asset classes. If these assumptions prove to be incorrect, then the chosen target asset allocation may not prove to be the most attractive option from a risk-adjusted return perspective.

Technical Analysis Risk: relies on proper interpretation of a given security's price and trading volume data. A decision might be made based on a historical move in a certain direction that was accompanied by heavy volume; however, that heavy volume may only be heavy relative to past volume for the security in question, but not compared to the

future trading volume. Therefore, there is the risk of a trading decision being made incorrectly, since future trading volume is an unknown. Technical analysis is also done through observation of various market sentiment readings, many of which are quantitative. Market sentiment gauges the relative degree of bullishness and bearishness in a given security, and a contrarian investor utilizes such sentiment advantageously. When most traders are bullish, then there are very few traders left in a position to buy security in question, so it becomes advantageous to sell it ahead of the crowd. When most traders are bearish, then there are very few traders left in a position to sell the security in question, so it becomes advantageous to buy it ahead of the crowd. The risk in utilization of such sentiment technical measures is that a very bullish reading can always become more bullish, resulting in lost opportunity if the money manager chooses to act upon the bullish signal by selling out of a position. The reverse is also true in that a bearish reading of sentiment can always become more bearish, which may result in a premature purchase of a security.

Long-Term Trading Risk: is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Short-Term Trading Risk: Includes liquidity, economic stability, and inflation, in addition to the long-term trading risks listed above. Frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Option Trading Risk: Writing risks include market volatility around individual security prices. Options on securities may be subject to greater fluctuations in value than investing in the underlying securities. Purchasing and writing put or call options are highly specialized activities and involve greater than ordinary investment risk.

Option buying: This is a basic options strategy where investors buy a call or put option with the hope that the price of the underlying stock will move far enough to cover the premium paid for the option.

Option writing: Investors can sell options in order to obtain additional income from premiums paid by the option buyer. Option writing is often associated with the investment strategy known as covered call writing. Covered calls limit the upside of a stock holding.

Uncovered Options and Spreading Strategies: Uncovered options trading can be riskier than writing covered call options. The potential loss is theoretically unlimited. An option spread involves combining two different option strikes as part of a limited risk strategy.

Securities Risks:

Market Risk: Either the stock market as a whole, or the value of an individual company, goes down resulting in a decrease in the value of Client investments. This is also referred to as systemic risk.

Sector Risk: The chance that significant problems will affect a particular sector, or that returns from that sector will trail returns from the overall stock market. Daily fluctuations in specific market sectors are often more extreme than fluctuations in the overall market

Non-Diversification Risk: The risk of focusing investments in a small number of issuers, industries or foreign currencies, including being more susceptible to risks associated with a single economic, political or regulatory occurrence than a more diversified portfolio might be.

Equity (stock) Market Risk: Common stocks are susceptible to general stock market fluctuations and to volatile increases and decreases in value as market confidence in and perceptions of their issuers change. If Client held common stock, or common stock equivalents, of any given issuer, Client would generally be exposed to greater risk than if Client held preferred stocks and debt obligations of the issuer.

Fixed Income Risk: When investing in bonds, there is the risk that the issuer will default on the bond and be unable to make payments. Further, individuals who depend on set amounts of periodically paid income face the risk that inflation will erode their spending power. Fixed-income investors receive set, regular payments that face the same inflation risk.

Interest Rate Risk: The chance that prices of fixed income securities will decline because of rising interest rates. Similarly, the income from fixed income securities may decline because of falling interest rates.

Reinvestment Risk: The risk that interest and principal payments from a bond will be reinvested at a lower yield than that received on the original bond. During periods of declining interest rates, bond payments may be invested at lower rates; during periods of rising rates, bond payments may be invested at higher rates.

Management Risk: Client's investment with the Firm varies with the success and failure of our investment strategies, research, analysis and determination of portfolio securities. If our investment strategies do not produce the expected returns, the value of the investment will decrease.

Opportunity Cost Risk: The risk that an investor may forego profits or returns from other investments.

Mutual Funds Risk: Investing in mutual funds carries the risk of capital loss and thus Clients may lose money investing in mutual funds. The net asset value of a mutual funds

may fluctuate over time in response to the changes in price of the underlying investments. All mutual funds have costs that lower investment returns. The funds can be of bond “fixed income” nature or stock “equity” nature.

Exchange Traded Funds (ETFs) Risk: An ETF is an investment fund traded on stock exchanges. Investing in ETFs carries the risk of capital loss similar to mutual funds. The net asset value of an ETF may fluctuate over time in response to the changes in price of the underlying investments as well. All ETFs have costs that lower investment returns. ETF’s can be of bond “fixed-income” nature or stock “equity” nature. Unlike mutual funds, the market price of an ETF may vary from the net asset value due to market conditions for the ETF security as well as liquidity of the underlying securities. When investing in an ETF or mutual fund, Clients will bear additional expenses based on your pro rata share of the ETF’s or mutual fund’s operating expenses, including the potential duplication of management fees.

Options Risk: Below are some of the main risks associated with investing in options:

When writing covered call options to produce income for a client’s account, there may be times when the underlying stock is “called” (call option contract exercised or assigned) by the investor that purchased the call option. That means the client would be required to sell the underlying security at the exercise (pre-determined) price to that investor

Clients may be required to open a margin account in order to invest in options, which carries additional risks (see above for details) and could result in margin interest costs to the client.

Option positions may be adversely affected by company specific issues (the issuer of the underlying security) which may include but are not limited to bankruptcy, insolvency, failing to file with regulatory bodies, being delisted, having trading halted or suspended, corporate reorganizations, asset sales, spin offs, stock splits, mergers and acquisitions. In addition, market related actions, political issues, and economic issues may adversely affect the option market. These factors could restrict, halt, suspend, or terminate option positions written (sold) or purchased.

Changes in value of the option may not correlate with the underlying security, and the account could lose more than principal amount invested.

Options involve risk and are not suitable for all clients. Therefore, a client should read the option disclosure document, “Characteristics and Risks of Standardized Options”, which can be obtained from any exchange on which options are traded, at www.optionsclearing.com, or by calling 1-888- OPTIONS, or by contacting your broker/custodian.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to the evaluation of Strategy Marketplace or the integrity of the firm's management.

Strategy Marketplace is currently not subject to, nor has ever been subject to, any other legal or disciplinary events of a material nature.

Item 10 – Other Financial Industry Activities and Affiliations

Strategy Marketplace is affiliated with Capital Management Services, Inc., an SEC registered investment adviser. Strategy Marketplace provides similar services to but operates separately from this firm.

Strategy Marketplace has no other financial industry affiliations.

Item 11 – Code of Ethics Code of Ethics

Strategy Marketplace has adopted a Code of Ethics expressing the firm's commitment to ethical conduct. Strategy Marketplace's Code of Ethics describes the firm's fiduciary duties and responsibilities to clients, and practices for reviewing the personal securities transactions of supervised persons with access to client information. The Code also requires compliance with applicable securities laws, addresses insider trading, and covers possible disciplinary measures for violations. Strategy Marketplace will provide a complete copy of its Code of Ethics to any client upon request to the Chief Compliance Officer.

Trading Conflicts of Interest

Individuals associated with Strategy Marketplace are permitted to buy or sell securities for their personal accounts identical to or different than those recommended to clients.

However, no person is allowed to favor his or her own interest over that of a client or make personal investment decisions based on the investment decisions of advisory clients.

In order to address potential conflicts of interest, Strategy Marketplace retains records of employee personal securities activities.

Item 12 – Brokerage Practices

Strategy Marketplace does not maintain possession of client assets. Instead, we require all client assets be maintained in an account at a nonaffiliated "qualified custodian", generally a broker dealer or bank that we require. Although Strategy Marketplace cannot actually open accounts for you, we can assist you in opening an account. Not all advisors required their clients to use a specific custodian/broker.

When recommending brokers or custodians for its clients, Strategy Marketplace considers many different factors including quality of service, services offered, execution quality,

transaction costs, reputation of the firm, financial resources, and stability, among others. In determining the reasonableness of a broker's compensation, we consider the overall cost to you relative to the benefits you receive, both directly and indirectly, from the broker.

Your Brokerage and Custody Costs:

Our clients receive various services directly from our custodian. For our clients' accounts that our custodian maintains, the custodian generally does not charge separately for custody services but instead is compensated by charging commissions or other fees on trades that it executes or trades that are executed by other brokers to and from the custodial accounts. Fees applicable to our client accounts were negotiated based on the condition that a certain level of assets is maintained. We feel this commitment benefits you because we expect the overall rates you pay will be lower than they might be otherwise.

Since our custodians charge you a fee for each trade that we have executed by a different broker-dealer, we have the custodian execute most trades for your account in order to minimize your trading costs.

We have determined that having the custodian execute most trades is consistent with our duty to seek "best execution" of your trades. Best execution means seeking the most favorable terms for a transaction based on all relevant factors, including those listed above.

Products and Services Available to Us from Brokers/Custodians:

Our custodians provide us and our clients with access to its institutional brokerage services like trading, custody, reporting, and related services, many of which are not typically available to retail customers. Our custodians also make available various support services, some of which may help us manage or administer our clients' accounts, while others may help us manage and grow our business.

Our custodians' institutional brokerage services which benefit you directly include access to a broad range of investment products, execution of securities transactions, and asset custody. The investment products available through our custodian include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients.

Our custodian also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both the custodian's own and that of third parties. We may use this research to service all or a substantial number of our clients' accounts, including accounts not maintained at the custodian. In addition to investment research, the custodian also makes available software and other technology that provide access to client account data, facilitates trade execution for multiple client accounts, provides pricing and other market data, facilitates payment of our fees from our clients' accounts, and assists with back-office functions, recordkeeping, and client reporting.

Our custodians also offer other services intended to help us manage and further develop our business. These services include educational conferences and events, consulting on technology, compliance, legal, and business needs, publications and conferences on practice management and business succession, and access to employee benefits providers, human capital consultants, and insurance providers.

The availability of these services from our custodian benefits us because we do not have to produce or purchase them. Of course, this may give us an incentive to recommend that you maintain your account with our custodian based on our interests rather than yours, which is a potential conflict of interest. We believe, however, that our selection of our custodians is in the best interests of our clients, and is primarily supported by the scope, quality, and price of our custodians' services and not those services that benefit only us.

Aggregation of Transactions:

Occasionally, Strategy Marketplace may aggregate trades in order to facilitate more efficient management. When trading a particular security in a block, an average price is given to all participants in the block.

Item 13 – Review of Accounts

Accounts held by Strategy Marketplace may be reviewed as necessary on an ongoing basis.

All Accounts will undergo a suitability and performance review, either quarterly but no less than annually. A suitability review to assess if the portfolio is still in line with the client's most recent risk and goal objectives. A performance review to assess if the client's portfolio is in line with the returns associated with the models the client is presently invested within.

All SMRA only client accounts will be reviewed periodically but not less than annually

Client accounts that are individually managed by an investment adviser representative will be reviewed no less than quarterly and more often as needed when securities are purchased or sold and if the client's objectives have changed. All account reviews will be monitored by the firm's Chief Compliance Officer by notifying all advisors of their quarterly responsibilities.

Additional account reviews may be triggered by a specific client request, by a change in client goals or objectives, by an imbalance in a portfolio asset allocation, or by market or economic conditions.

Clients are provided with account statements from their custodian on at least a quarterly basis which list account holdings, transactions, and fees for the period. Clients will also have access to their accounts information through a client portal located on the Strategy Marketplace website.

Item 14 – Client Referrals and Other Compensation

Strategy Marketplace does not receive any economic benefits, sales awards, or other compensation from outside parties in connection with providing advisory services to clients.

Strategy Marketplace may enter into written agreements with certain individuals and entities, who will act as Promoters of accounts for Strategy Marketplace in accordance with the requirements of state solicitor or federal promoter rules. For example, clients whose accounts are referred in this manner will be provided certain disclosures that will set forth the fee to be paid by Strategy Marketplace to the Promoter.

Strategy Marketplace does not currently receive compensation from third party investment managers in the form of referral fees. The receipt of these fees could give us an incentive to make recommendations based on our interests rather than yours, which is a potential conflict of interest. If a client were to be introduced to a third-party investment adviser by us acting as a solicitor/promoter we shall disclose the nature of the referral relationship and provide each prospective client with a copy of a written solicitor’s disclosure statement disclosing the terms and conditions of the arrangement between us (the solicitor) and the third-party investment manager.

Item 15 – Custody

As noted above, Strategy Marketplace does not hold client funds but instead requires that they be held by a third party “qualified custodian.” We may however have limited control (i.e. a form of custody) in some instances to trade on your behalf, to deduct our advisory fees from your account with your authorization, or to request disbursements on your behalf (although various types of written authorizations are required depending on the type of disbursements). When deducting advisory fees, we are required to obtain written authorization from the applicable client and are required to notify applicable regulatory authorities that the firm has fee deduction authority. We will assist clients in establishing with custodians. When suggesting brokers or custodians to clients, we consider factors including the service they provide, their execution quality, the reasonableness of commissions or other charges compared to comparable parties, their reputation, integrity, experience, and their financial stability.

You will receive account statements directly from your custodian at least quarterly, which will list any fee deductions and will be sent to the email or postal mailing address you provide. We urge you to carefully review these custodial statements when you receive them.

Item 16 – Investment Discretion

Clients typically grant Strategy Marketplace the authority to determine what securities will be purchased, retained, or sold in the client's account. Any discretionary authority accepted however is subject to the client’s risk profile and investment objectives and may be limited

by any other limitations provided by the client in writing.

Strategy Marketplace will not exercise any discretionary authority until it has been given authority to do so in writing. Such authority is granted in the written agreement between Strategy Marketplace and the client, and in the written agreement with the third party custodian.

Item 17 - Voting Client Securities

Strategy Marketplace does not vote proxies on behalf of clients. Clients may however contact the firm with questions about proxies they receive from their custodian.

Item 18 - Financial Information

Strategy Marketplace does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance and therefore is not required to provide a balance sheet. Strategy Marketplace does not have any financial commitments that impairs its ability to meet contractual and fiduciary obligations to clients and not subject of a bankruptcy proceeding.