

Part 2A of Form ADV: Plainsboro Global Capital Inc.

Item 1 – Cover Page

PLAINSBORO GLOBAL CAPITAL INC.

4 WINDMILL CT., PLAINSBORO, NJ 08536

609-356-9922

November 30, 2012

This brochure provides information about the qualifications and business practices of Plainsboro Global Capital Inc. If you have any questions about the contents of this brochure, please contact us at 1-609-356-9922 or yxiang@plainsboroglobalcapital.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 Plainsboro Global Capital Inc. also is available on the SEC's website at www.adviserinfo.sec.gov

Plainsboro Global Capital Inc. is a Registered Investment Adviser under the Investment Adviser's Act of 1940. Registration as a "registered investment adviser" does not imply a certain level of skill or training.

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Item 2 – Material Changes

The following statements are new, as in Item 4(page 5) in this amended version:

Item 4 Advisory Business (Page 5)

New language in this section:

Paragraph 6: PGC managed \$3,345,426, all on a discretionary basis as of September 30, 2012.

The original information is as follows as previously filed in this section of Form ADV Part 2:

Paragraph 6: PGC managed \$1,258,108, all on a discretionary basis as of December 31, 2011.

General Information Related to Form ADV Part 2A

On July 28, 2010, the United States 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 11/30/2012 is an amended Form ADV prepared according to the SEC's new requirements and rules.

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

Pursuant to new SEC rules, we will ensure that you receive a summary of any material changes to this and subsequent brochures within 120 days of the close of the business' fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new brochure as necessary based on changes or new information, at any time, without charge.

Currently, this brochure may be requested by contacting Yang Xiang, President, Plainsboro Global Capital Inc. at 609-356-9922, free of charge.

Additional information about Plainsboro Global Capital Inc. is also available via the SEC's website www.adviserinfo.sec.gov. The SEC's website also provides information about any persons affiliated with Plainsboro Global Capital Inc. who are registered, or are required to be registered, as investment adviser representatives of Plainsboro Global Capital Inc.. We will further provide you with a new brochure as necessary based on changes or new information, at any time, without charge.

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Item 4 Advisory Business

Plainsboro Global Capital Inc.(the "PGC") was established in November, 2010. Yang Xiang is the principal owner of the firm.

PGC provides investment advisory services to individual investors, and serves as the adviser to the Plainsboro China Fund (the "Fund"). The Fund was launched in 2011 as one series of the Plainsboro Funds (the "Trust"), which is a Registered Investment Company. Yang Xiang acts as President, Chief Compliance Officer and Director of the Plainsboro Funds.

The Adviser seeks long-term capital appreciation by investing primarily in small, medium and large capitalization equities, derivatives as well as in fixed income bonds. A custom portfolio will be managed to meet the clients' goals and objectives. For individual clients, a process to uncover such goals and objectives will be achieved by discussions with clients to arrive at an appropriate portfolio and risk parameters.

Clients may impose restrictions on investing in certain securities or types of securities. It is the client's responsibility to advise the Adviser of these restrictions as applicable.

Currently PGC does not participate in wrap fee programs.

PGC managed \$3,345,426, all on a discretionary basis as of September 30, 2012.

Item 5 Fees and Compensation

1) Plainsboro China Fund
Management fees: 1.30%

Fees for the mutual fund are accrued daily and billed monthly on daily market values.

Under the Investment Advisory Agreement, the Adviser, at its own expense and without reimbursement from the Trust, furnishes office space and all necessary office facilities, equipment and executive personnel necessary for managing the assets of the Fund. Under this Agreement the Adviser pays the operating expenses of the Fund excluding fees payable under the Agreement and the Services Agreement, brokerage fees and commissions, taxes, interest expense, the costs of acquired fund fees and expenses, and extraordinary expenses. The Adviser shall not receive any portion of these commissions, fees, and costs. For its services the Adviser receives an investment management fee equal to 1.00% of the average daily net assets of the Fund.

Under the Services Agreement the Adviser receives an additional fee of 0.30% and is obligated to provide executive and administrative services, assist in the preparation of the Trust's tax

returns and various reports to shareholders, and provide non-investment related statistical and research data.

The Adviser (not the Fund) may pay certain financial institutions (which may include banks, brokers, securities dealers and other industry professionals) a fee for providing distribution related services and/or for performing certain administrative servicing functions for Fund shareholders to the extent these institutions are allowed to do so by applicable statute, rule or regulation. The Fund may from time to time purchase securities issued by financial institutions that provide such services; however, in selecting investments for the Fund, these services will not be taken into consideration.

2) Individual Accounts

Currently, all the individual accounts are managed without any monetary compensation for PGC or Yang Xiang.

The clients pay brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred. Individual clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as custodial fees, deferred sales charges, wire transfer and other fees and taxes. PGC or Yang Xiang shall not receive any portion of these commissions, fees, and costs.

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

PGC 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*

Currently, there are two types of clients for PGC

1) The Plainsboro China Fund.

The minimum account for the Fund is \$1,000, subsequent investments are \$100.

2) Individuals.

It is not commercial activity now. PGC or Yang Xiang does not receive any monetary compensation from these individual clients. There is no requirement for opening or maintaining an account.

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

In selecting investments for the Fund's portfolio, the Adviser utilizes a fundamental analysis of factors such as an issuer's financial condition and industry position. The Adviser does not focus or rely on current stock market conditions and other macroeconomic factors when assessing potential investment opportunities. A guiding principle is the consideration of common stocks as units of ownership of a business and the purchase of them when the price appears low in relation to the value of the total enterprise. The balance sheet and earnings history of each investment are extensively studied to appraise fundamental value. For these reasons, the Adviser may seek investments in the securities of companies in industries that the Adviser believes to be temporarily depressed.

Equity securities consist of common stock and related securities, such as preferred stock and depositary receipts. The Adviser may invest in fixed income securities of any maturity, including sovereign and quasi-sovereign debt securities.

The Adviser may invest in companies that have market capitalizations of any size that the Adviser believes are undervalued or have the potential for long-term growth. At times when stocks of smaller capitalization companies present more attractive opportunities, the Adviser may invest in these stocks without limitation.

The Adviser takes a non-diversified investment approach, which means that it can invest a greater percentage of its assets in a single issuer than can a diversified fund. The Adviser may focus its investments in a particular market sector.

Although the Adviser normally holds a focused portfolio of securities, the Adviser is not required to be fully invested in such securities and may maintain a significant portion of its total assets in cash and securities generally considered to be cash equivalents.

The Adviser may sell a security when the security's price reaches a target set by the Adviser, if the Adviser believes that there is deterioration in the issuer's financial circumstances or fundamental prospects, or that other investments are more attractive, or for other reasons.

The frequency of transactions will vary from year to year. Increased portfolio turnover may result in higher brokerage commissions, dealer mark-ups and other transaction costs and may result in taxable capital gains. Higher costs associated with increased portfolio turnover may offset gains in performance.

For the Plainsboro China Fund, under normal market conditions, the Fund will invest at least 80% of its total net assets, which include borrowings for investment purposes, in the securities of issuers located in China and Taiwan. China includes its administrative districts, such as Hong Kong.

The Principal Risks of Investing

By following PGC's strategy, clients may lose money. Many factors affect clients' investment return.

Management Risk: The main risk of investing with PGC is that the Adviser's strategy of investing in undervalued securities may fail. The Adviser may be incorrect in its assessment of the intrinsic value of the companies in which the Fund invests, or undervalued stocks may be out of favor with investors. The portfolio may underperform and you may lose money.

Stock Market Volatility: The value of equity securities fluctuates in response to issuer, political, market, and economic developments. Fluctuations can be dramatic over the short as well as long term, and different parts of the market and different types of equity securities can react differently to these developments. For example, large cap stocks can react differently from small cap stocks, and "growth" stocks can react differently from "value" stocks. Issuer, political, or economic developments can affect a single issuer, issuers within an industry or economic sector or geographic region, or the market as a whole. Changes in the financial condition of a single issuer can impact the market as a whole. Terrorism and related geo-political risks have led, and may in the future lead, to increased short-term market volatility and may have adverse long-term effects on world economies and markets generally.

Issuer-Specific Risks: The price of an individual security can be more volatile than the market as a whole and can fluctuate differently than the market as a whole. An individual issuer's securities can rise or fall dramatically with little or no warning based upon such things as a better (or worse) than expected earnings report, news about the development of a promising product or service, or the loss of key management personnel.

Focused Portfolio and Non-Diversification Risks: PGC attempts to invest in a limited number of securities. Accordingly, clients' portfolios may have more volatility and are considered to have more risk than a fund that invests in a greater number of securities because changes in the value of a single security may have a more significant effect, either negative or positive, on a client's portfolio. To the extent that PGC invests in fewer securities, a client's portfolio is subject to greater risk of loss if any of those securities become permanently impaired. The Fund is considered to be "non-diversified" under the Investment Company Act of 1940, as amended, which means that the Fund can invest a greater percentage of its assets in the securities of fewer issuers than a diversified fund. PGC may also have a greater percentage of its assets invested in particular industries than a diversified fund, exposing a client's portfolio to the risk of unanticipated industry conditions as well as risks particular to a single company or the securities of a single company. Additionally, a non-diversified portfolio generally is more volatile, and a shareholder may have a greater risk of loss if the shareholder redeems during a period of high volatility. Lack of broad diversification also may cause a client's portfolio to be more susceptible to economic, political, regulatory, liquidity or other events than a diversified fund..

Small and Medium Capitalization Stock Risk: Small and medium sized companies typically have less financial resources, more limited product lines and markets than larger companies. Transaction costs in stocks of smaller capitalization companies may be higher than those of larger capitalization companies. Also, their securities may trade less frequently and in more limited volume with potentially greater price volatility and losses than those of larger, more mature companies.

Sector Risk: If a client's portfolio is over weighted in a certain sector, any negative development affecting that sector will have a greater impact on the portfolio than it would have on a fund that is not over weighted in that sector.

Derivative Investment Risk: Derivatives are subject to a number of risks, such as interest rate risk, market risk, credit risk, foreign exchange risk and management risk. Changes in the value of the derivative may not correlate perfectly with the underlying asset, rate or index, and clients may lose more money than their initial investment in the derivative. A small investment in a derivative could have a relatively large positive or negative impact on the performance of a client's portfolio, potentially resulting in losses to clients.

Risks of Debt Securities: To the extent PGC invests in fixed income securities, it could lose money or experience a lower rate of return if it holds a fixed income security whose issuer is unable to meet its financial obligations, or in the event that interest rates decrease or increase, depending on the investments. These securities may accrue income that is distributable to shareholders even though the income may not yet have been paid. If so, PGC may need to liquidate some of its holdings and forgo the purchase of additional income-producing assets. Fluctuations in interest rates may affect the yield and value of PGC's investments in income-producing or fixed income or debt securities. Generally, if interest rates rise, the value of PGC's investments may fall. PGC may invest in short-term securities that, when interest rates decline, affect the yield as these securities mature or are sold and PGC purchases new short-term securities with lower yields. A client's portfolio could lose money if it holds a fixed income security whose issuer is unable to meet its financial obligations. A client's portfolio could lose money or experience a lower rate of return if it holds high-yield securities ("junk bonds") that are subject to higher credit risks and are less liquid than other fixed income securities. Junk bonds have more credit risk than investment grade bonds. Junk Bonds may be regarded as predominantly speculative with respect to the issuer's continuing ability to meet principal and interest payments. They may also be more susceptible to real or perceived adverse economic and competitive industry conditions than higher rated securities. Securities convertible into debt securities are generally treated by the Fund as debt securities.

Sovereign Debt Risk: A sovereign debtor's willingness or ability to repay principal and pay interest in a timely manner may be affected by a variety of factors, including its cash flow situation, the extent of its reserves, the availability of sufficient foreign exchange on the date a payment is due, the relative size of the debt service burden to the economy as a whole, the sovereign debtor's policy toward international lenders, and the political constraints to which a sovereign debtor may be subject. With respect to sovereign debt of emerging market issuers, investors should be aware that certain emerging market countries are among the largest debtors to commercial banks and foreign governments. At times, certain emerging market countries have declared moratoria on the payment of principal and interest on external debt. Certain emerging market countries have experienced difficulty in servicing their sovereign debt on a timely basis that led to defaults and the restructuring of certain indebtedness.

Political, Social and Economic Risks: The value of a client's portfolio may be adversely affected by political, economic, social and religious instability; inadequate investor protection; changes in laws or regulations; international relations with other nations; natural disasters; corruption and

military activity. The economies of China, Hong Kong and Taiwan may differ from the economies of other countries, especially developed economies, in many respects, such as rate of growth, inflation, capital reinvestment, resource self-sufficiency, financial system stability, the national balance of payments position and sensitivity to changes in global trade.

Currency Risks: When PGC conducts securities transactions in a foreign currency, there is the risk of the value of the foreign currency increasing or decreasing against the value of the U.S. dollar. The value of an investment denominated in a foreign currency will decline in dollar terms if that currency weakens against the dollar. PGC does not anticipate hedging currency risks at this time. Additionally, China may utilize formal or informal currency-exchange controls or “capital controls.” Capital controls may impose restrictions on PGC’s ability to repatriate investments or income. Such controls may also affect the value of holdings in a client’s portfolio.

Risks Associated with Emerging Markets: Emerging markets are often less stable politically and economically than developed markets such as the United States, and investing in emerging markets involves different and greater risks. There may be less publicly available information about companies in emerging markets. The stock exchanges and brokerage industries of emerging markets do not have the level of government oversight as do those in the United States. Securities markets of such countries are substantially smaller, less liquid and more volatile than securities markets in the United States.

Trading Markets and Depositary Receipts: Chinese securities may trade in the form of depositary receipts, including American, European and Global Depositary Receipts. Although depositary receipts have risks similar to the securities that they represent, they may also involve higher expenses and may trade at a discount (or premium) to the underlying security. In addition, depositary receipts may not pass through voting and other shareholder rights, and may be less liquid than the underlying securities listed on an exchange.

Risks Associated with China: The Chinese government exercises significant control over China’s economy through its industrial policies (e.g., allocation of resources and other preferential treatment), obligations. Changes in these policies could adversely impact affected industries or companies. China’s economy, particularly its export-oriented industries, may be adversely impacted by trade or political disputes with China’s major trading partners, including the U.S. In addition, as its consumer class emerges, China’s domestically oriented industries may be especially sensitive to changes in government policy and investment cycles.

Risks Associated with Hong Kong: If China were to exert its authority so as to alter the economic, political or legal structures or the existing social policy of Hong Kong, investor and business confidence in Hong Kong could be negatively affected, which in turn could negatively affect markets and business performance and have an adverse effect on PGC’s investments.

Risks Associated with Taiwan: The continuing hostility between China and Taiwan may have an adverse impact on the values of investments in either China or Taiwan, or make investments in China and Taiwan impractical or impossible.

Portfolio Turnover Risk: At times, the Fund may have a portfolio turnover rate that exceeds 100%. A high portfolio turnover would result in correspondingly greater brokerage commission expenses and may result in the distribution to shareholders of additional capital gains for tax purposes. These factors may negatively affect PGC's performance.

Item 9 Disciplinary Information

There have been no disciplinary actions with the firm.

Item 10 Other Financial Industry Activities and Affiliations

Yang Xiang is President, Chief Investment Officer, Compliance Officer and principal owner of PGC. Mr. Xiang also serves as the President, Chief Investment Officer, Director and Compliance Officer of the Plainsboro Funds (the "Trust"). Mr. Xiang is the portfolio manager of the Plainsboro China Fund("the Fund"), which is a series of units of beneficial interest of the Trust.

Plainsboro China Fund was launched in 2011. PGC is the Investment Adviser to the Fund, a mutual fund from which the Adviser receives a monthly management fee equal to 1.30% (annualized) of the average daily net assets of the Fund. PGC pays the operating expenses of the Fund excluding fees payable under the Agreement and the Services Agreement, brokerage fees and commissions, taxes, interest expense, the costs of acquired fund fees and expenses, and extraordinary expenses. Item 5 provides more details. PGC does not plan to recommend the Fund to its individual clients.

For individual clients, PGC currently uses Interactive Brokers and Charles Schwab as its brokers based on price and execution mainly. PGC or Mr. Yang Xiang does not receive any portion of these commissions, fees, and costs.

A potential conflict of interest could arise when deciding the priority of trades between individual clients, Mr. Yang Xiang and the Fund. Individual clients are informed and agree that the priority of trades first goes to the Fund, then any separate account clients of the Adviser and then to the Adviser and its principals.

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

Plainsboro Global Capital Inc. has implemented an investment policy relative to personal securities transactions and firm activity. This investment policy is part of PGC's and the Trust's Code of Ethics which tend to overlap, serves to establish a standard of business conduct for all of the Access Person's that is based upon the fundamental principles of openness, honesty, integrity and trust. PGC's and the Trust's Code of Ethics sets forth standards of conduct and requires compliance with securities laws. Its policies and procedures include a Chief Compliance Officer

overseeing personal investment activities of PGC personnel and the confidential treatment of the Trust's investment non-public information. A copy of this Code of Ethics is available upon request.

Advisory employees may purchase securities that the Adviser recommends to its clients for their own accounts. To prevent possible conflicts of interest, the Adviser places the following restrictions on its advisory employees, board of directors and associated persons:

1. All advisory associates and board members are required to subscribe to and be bound by the PGC and the Trust's Code of Ethics.
2. Advisory associates must seek prior approval before execution of personal securities transactions.
3. All employees are required to report personal securities transactions to compliance officer.

The Adviser does not act as principal (buying securities from or selling securities to any client or other person). The Adviser does not act as a broker or agent (effecting transactions for compensation for any client or other person). PGC may buy or sell for itself securities that it also recommends to clients. The Adviser may invest its idle cash in fixed income instruments, in order to earn income on cash.

Item 12 Brokerage Practices

A. The factors that our firm considers in selecting broker-dealer for client transactions and determining the reasonableness of their compensation (e.g., commissions) include the following:
1) market access to global stocks 2) cost (commission mainly).

1. Research and Other Soft Dollar Benefits
Not applicable.

Our firm does not receive research or other products or services other than execution from a broker-dealer or a third party in connection with client securities transactions ("soft dollar benefits").

2. Brokerage for Client Referrals
Not applicable.

Our firm does not receive client referrals from a broker-dealer or third party.

3. Directed Brokerage
Not applicable.

Our firm does not recommend, request, or require that a client direct our firm to execute transactions through a specified broker-dealer. Nor does our firm permit a client to direct brokerage.

B. Our firm currently does not aggregate the purchase or sale of securities for various client accounts because the size is too small to generate meaningful savings.

Item 13 Review of Accounts

PGC as the adviser to the Fund meets with the Board of Directors quarterly to review the securities in the Fund. The Adviser also produces the quarterly reports for SEC filing and shareholder letters. The shareholders of the Fund will receive quarterly statements from the transfer agent.

Individual account holders are encouraged to meet with the adviser, Yang Xiang, once a year to review risk profile, goals and objectives and account performance. Client accounts are reviewed regularly by the Adviser. The Adviser determines the appropriate portfolio actions to be taken for each Client's account, based upon the Client's investment. In addition, the Adviser will review, at least quarterly, the positions held in the Client's account. The Adviser looks at asset allocation, performance, and Client investment objectives. Yang Xiang, President, reviews all accounts. The Adviser relies on the broker to furnish reports of transactions and holdings to advisory clients on a monthly basis.

Item 14 Client Referrals and Other Compensation

A. Not applicable. There is no one who is not a client providing an economic benefit to our firm or management persons for providing investment advice or other advisory services to our clients.

B. Not applicable. Neither our firm nor a related person directly or indirectly compensates any person who is not our supervised person for client referrals.

PGC does not pay for referrals and does not receive any monetary compensation from any source other than from the Trust after the Fund is launched.

Item 15 Custody

PGC does not have custody of client funds or securities. Our clients will receive account statements from the broker or transfer agent. The statements for individual accounts can be viewed on the broker's website on a daily basis. Clients should carefully review these statements. Clients do not receive account statements from our firm.

Item 16 Investment Discretion

Yang Xiang is President of PGC and President/Portfolio Manager of the Plainsboro China Fund.

Mr. Xiang has discretionary authority from the Trust's Board of Directors 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 and methodology according to the Fund's prospectus. When selecting securities and determining amounts, Yang Xiang observes the investment policies, limitations and restrictions of the Fund for which it recommends securities.

For individual account holders, PGC has discretionary authority to manage securities accounts on behalf of clients. PGC only has the trading authority, but not the authority to withdraw or add funds into clients' accounts. PGC assumes this authority via execution of a power of attorney. PGC is bound to manage the portfolio and security selection in a manner consistent with the clients chosen investment category and the risk parameters established at the most current review or meeting. If the client has placed restrictions on security types to exclude, the Adviser must adhere to these guidelines. It is the client's responsibility to inform the Adviser if their personal financial situation and their investment objectives have changed during the time between annual reviews and meetings.

Item 17 Voting Client Securities

Individual Accounts

The individual account holders have retained the authority to vote on their behalf their proxy votes. Clients will receive their proxies or other solicitations directly from their brokers. In general, clients will not contact the Adviser with questions about a particular solicitation.

Plainsboro China Fund

The Board of Directors of the Fund has delegated responsibilities for decisions regarding proxy voting for securities held by the Fund to the Fund's Adviser. The Adviser will vote such proxies in accordance with its proxy policies and procedures. In some instances, the Adviser may be asked to cast a proxy vote that presents a conflict between the interests of the Fund's shareholders and those of the Adviser or an affiliated person of the Adviser. In such a case, the Adviser votes proxies (i) in accordance with a pre-determined policy; (ii) based upon the recommendations of an independent third party; (iii) advises the Fund's Board of Directors of the circumstances, seeks their direction, and votes accordingly; or (iv) takes other action as may be appropriate in the particular circumstances.

A summary of proxy voting policies:

Each proxy issue will be considered individually. The guidelines are a partial list to be used in voting proposals contained in the proxy statements, but will not be used as rigid rules. The Adviser will generally vote against any management proposal that clearly has the effect of restricting the ability of shareholders to realize the full potential value of their investment, such as proposals to stagger board members' terms. Routine proposals are those that do not change the structure, bylaws, or operations of the corporation to the detriment of the shareholders, such as date and place of annual meeting. Given the routine nature of these proposals, proxies will nearly always be voted with management. For some proxy issues such as paying directors solely in stocks, the Adviser will

review each issue in this category on a case-by-case basis. Voting decisions will be made based on the financial interest of the client.

The Adviser may at times take on an activist role in order to effect change at a security holding in order to unlock shareholder value. The Fund or the Investment Adviser has No voting agreements or arrangements with any current public companies held by the Fund.

Clients may obtain the portfolio proxy voting record by calling up the Plainsboro Global Capital Inc. directly at 1-609-356-9922, or writing to 4 Windmill Ct., Plainsboro, NJ 08536. Clients who have chosen to vote their own portfolio company proxies are responsible for their proxy votes.

Item 18 Financial Information

A. Not applicable - PGC does not require or solicit prepayment of more than \$500 in fees per client, six months or more in advance.

B. PGC has discretionary trading authority but no custody of client funds or securities. There are no contractual commitments to clients. Accordingly, there is no financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients.

C. Neither PGC nor management person has been the subject of a bankruptcy petition at any time during the past ten years.

Item 19 Requirements for State-Registered Advisers

This Item is not applicable to Plainsboro Global Capital Inc.

Part 2A, Appendix 1: The “Wrap Brochure” – Plainsboro Global Capital Inc. does not sponsor a wrap fee program. Therefore, Part 2A, Appendix 1 is not applicable to Plainsboro Global Capital Inc.