

Ticker Tocker, LLC

**108 Mill Plain Road, 3rd Floor
Danbury, CT 06811
(203) 617-4020**

**FORM ADV PART 2A
BROCHURE**

July 3, 2018

This brochure provides information about the qualifications and business practices of Ticker Tocker, LLC (“Ticker Tocker”), a registered investment adviser. If you have any questions about the contents of this brochure, please contact us at (203) 617-4020. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

Additional information about Ticker Tocker also is available on the SEC’s website at www.adviserinfo.sec.gov. You can search this site by using a unique identifying number, known as a CRD number. The CRD number for Ticker Tocker is 289111.

Ticker Tocker is registered as an investment adviser with the SEC. SEC registration does not imply a certain level of skill or training.

ITEM 2 – MATERIAL CHANGES

This is the initial Brochure prepared by Ticker Tocker. Accordingly, there have been no material changes from a prior Brochure.

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ITEM 4 – ADVISORY BUSINESS

Ticker Tocker, LLC, a Connecticut limited liability company (“**Ticker Tocker**”), is an investment adviser with its principal place of business in Danbury, CT. Ticker Tocker was founded in 2007 under the name Real Time Trading Technologies, LLC. The majority of the membership interests in Ticker Tocker are held by Lucien Verelst. Joseph Murphy and Stephen Kalayjian are the managers of Ticker Tocker (“**Managers**”). Currently, Mr. Murphy is the Chief Compliance Officer (“**CCO**”) of Ticker Tocker and Mr. Kalayjian is the Chief Operating Officer (“**COO**”) of Ticker Tocker.

Description of Advisory Services

The Platform

Ticker Tocker sponsors an online mobile trading platform (“**Platform**”), which permits individual members of the Platform (“**Investors**”) to trade equities, futures contracts and foreign currencies on a social investment network. In the future, Investors may be able to trade options and cryptocurrencies as well. Investors may learn from, interact with, and follow the trading activity of more experienced Investors (“**Leaders**”) through the Platform, and Leaders can provide strategies and provide educational materials to other Investors within the Platform. To access the Platform, Investors must be natural persons and must verify that they are U.S. residents, among other requirements. Investors execute live trades on the Platform through a connected online brokerage firm of their choice (each, a “**Selected Broker**”). (Investors are also permitted to open an account on the Platform for a simulated experience, only executing hypothetical trades until they are comfortable investing actual funds, in which case an account with a Selected Broker is not required.) Each Selected Broker is the executing securities broker-dealer for equities transactions and/or futures commission merchant (“**FCM**”) for futures, options, and currency transactions.

Ticker Tocker does not have any discretionary authority with respect to any trades made by Investors or Leaders through the Platform. Prior to registering to join the Platform, Investors must sign an Investor Agreement with Ticker Tocker (“**Investor Agreement**”), which generally sets forth the scope and limits of Ticker Tocker’s relationship with Investors and Investors’ obligations in trading through the Platform. In order to serve as a Leader, Investors must then also enter into a separate agreement (“**Leader Agreement**”) with Ticker Tocker. As part of these agreements, Investors acknowledge that Ticker Tocker is not directing client accounts, providing tailored investment advice, or making recommendations with respect to particular stocks, futures, currency, options or cryptocurrency trades. Rather, Ticker Tocker merely sponsors the Platform, through which Investors are permitted to trade equities, futures contracts and currencies and later options and cryptocurrencies. Ticker Tocker employees provide only technical support to Investors in connection with the Platform. As noted above, Ticker Tocker does not provide tailored investment advice or make recommendations with respect to particular stocks, futures, currency, options or cryptocurrency trades and Ticker Tocker employees do not interact with Investors with respect to Investors’ trading activities.

Investors may develop their own trading strategy (an “**Investor Strategy**”) or may select a strategy designed by a Leader (a “**Leader Strategy**”). If an Investor selects a Leader Strategy,

the Investor may set various parameters, including whether to automatically trade the strategy or set alerts to execute transactions that must then be manually entered. An Investor can enter limit or stop losses at various dollar amounts and percentages, as well as on a per-trade or per-security basis, on the Platform. An Investor may select the dollar or percentage amount to allocate to a particular strategy. When an Investor selects a Leader Strategy, the Investor can also set certain parameters with respect to the amount of funds invested, the time that the strategy will run, and how much the strategy can lose before it gets turned off, but cannot alter the algorithm itself. Investors must set all of the parameters themselves and then give permission to the Selected Broker to trade funds held at the Selected Broker. If an Investor selects a Leader Strategy, an algorithm then directs trading by alerting the Investor to a trade to be executed manually by the Investor or automatically according to the parameters set by the Investor (some Selected Brokers may require additional approval for automated trades). The algorithmic trading can be amended or suspended at any time by the Investor. Ticker Tocker does not participate in wrap fee programs.

Leaders may also provide certain additional services to Investors, which may include Chart Layouts, Educational Courses, Tocker Scores, Trade Ideas, Blocks, and Live Room Broadcasts (collectively, “**Leader Services**”).

Ticker Tocker does not permit any Investor that is, or is acting on behalf of, a “benefit plan investor,” as such term is defined by the Employee Retirement Income Security Act of 1974, as amended (“**ERISA**”) (which includes employee benefit and other plans subject to ERISA, as well as plans subject to Section 4975 of the Internal Revenue Code of 1986, as amended (“**Code**”), such as “IRAs” or “Keogh” plans) to utilize the Platform. U.S. state or local governmental plans and states and instrumentalities may also not be Investors. Investors also must be U.S. residents and at least 18 years of age. Persons who no longer meet these criteria will not be permitted to trade on the Platform.

Ticker Tocker Direct and Ticker Tocker Institutional Direct

Separate from Ticker Tocker’s sponsorship of the Platform, Ticker Tocker also operates “Ticker Tocker Direct” and “Ticker Tocker Institutional Direct,” through which Ticker Tocker offers non-discretionary investment advice regarding trading pattern recognition software — and tutorials, broadcasts, and other communications on how to use such software — to individual and institutional clients, respectively. In particular, Mr. Kalayjian assists in providing such services solely as an employee of Ticker Tocker and not in his capacity as a Leader on the Platform; other Leaders are prohibited from providing similar services. Through Ticker Tocker Direct and Ticker Tocker Institutional Direct, Ticker Tocker does not have discretionary authority with respect to trades made by individual or institutional clients. After clients enter into separate agreements with Ticker Tocker regarding the scope of services to be offered by Ticker Tocker (“**Services Agreements**”), Ticker Tocker may provide tailored or individualized investment advice based on a client’s particular objectives or circumstances and make recommendations with respect to particular stocks, futures, currency, options or cryptocurrency trades.

To use Ticker Tocker Direct, prospective clients must be natural persons that are “qualified clients” as defined in Rule 205-3 under the Investment Advisers Act of 1940, as amended (“**Advisers Act**”). Such clients must also be U.S. residents and at least 18 years of age.

To use Ticker Tocker Institutional Direct, prospective clients must be non-natural person entities (e.g., a broker-dealer or proprietary trading firm) and have a U.S. principal place of business. Although entities are prohibited from becoming Investors on the Platform, entities may, upon entering into an appropriate Services Agreement, use Ticker Tocker Institutional Direct for the benefit of their natural person employees (“**Authorized Users**”). In order to receive advice regarding off-exchange foreign currency transactions involving future delivery, each client of Ticker Tocker Direct or Ticker Tocker Institutional Direct must also be an “eligible contract participant” within the meaning of Section 1a(18) of the Commodity Exchange Act (“**CEA**”) and Commodity Futures Trading Commission Regulation 1.3 adopted thereunder. Finally, Ticker Tocker does not permit any client that is, or is acting on behalf of, a benefit plan investor, as such term is defined by ERISA, to use Ticker Tocker Direct or Ticker Tocker Institutional Direct. Clients that no longer meet the requisite criteria will not be permitted to use Ticker Tocker Direct or Ticker Tocker Institutional Direct, as applicable.

Ticker Tocker may provide one-on-one tutoring to individual clients through Ticker Tocker Direct or tutoring classes to one or more Authorized Users through Ticker Tocker Institutional Direct. Ticker Tocker may communicate with Ticker Tocker Direct or Ticker Tocker Institutional Direct clients via in-person or telephone appointments, online or video chats, or broadcasts to answer questions, provide investment advice, or make recommendations regarding the trading pattern recognition software. Such communications may be interactive and tailored to a client’s (or, in the case of Ticker Tocker Institutional Direct, an Authorized User’s) specific objectives, strategies, instruments, or asset classes, but Ticker Tocker’s services are non-discretionary. Some information regarding Ticker Tocker Direct and Ticker Tocker Institutional Direct is available on Ticker Tocker’s website.

For more information on Ticker Tocker’s Platform, Ticker Tocker Direct, Ticker Tocker Institutional Direct, and the corresponding risks, please see Item 8, “Methods of Analysis, Investment Strategies and Risk of Loss.”

Assets Under Management

Ticker Tocker does not manage any Investor or other client assets on a discretionary basis.

ITEM 5 – FEES AND COMPENSATION

Investor Subscription and Leader Subscription Fees

Ticker Tocker receives compensation from Investors in the form of fixed, monthly Investor Subscription Fees in the amount of \$160, which allows Investors to become members of the Platform. If, after joining the Platform, an Investor elects to become a Leader, the Leader will pay Ticker Tocker a fixed, monthly Leader Subscription Fee in the amount of \$400 (rather than \$160). The Leader Subscription Fee, however, does not include exchange market data fees, which are also payable by each Leader. Such fees may not be negotiated. Ticker Tocker will directly bill Investors and Leaders for such fees incurred on a monthly basis in advance using Investors’ and Leaders’ credit card information, which Investors and Leaders will agree to share

with Ticker Tocker. Each Investor and Leader is billed monthly in advance on the anniversary of his or her initial sign-up date, and is given his or her first month free.

The Firm can, however, offer reduced fees from time to time for certain periods of time or for certain types of Investors and/or Leaders (for example, students or persons referred by a particular source).

Leader Strategy Fees

If an Investor selects a Leader Strategy, Ticker Tocker will separately charge the Investor an additional monthly Leader Strategy Fee in advance. The amount of such Leader Strategy Fee will be determined by each Leader. A Leader may make available more than one strategy that Investors may elect to follow (*e.g.*, Leader Strategies A and B), and each Leader Strategy may feature a different fee (*e.g.*, \$160 per month for Leader Strategy A and \$200 per month for Leader Strategy B). With respect to Strategy Fees, Ticker Tocker will bill the Investor directly monthly in advance via stored credit card information, retain 30% of the applicable Leader Strategy Fee, and remit the remaining 70% to the Leader via echeck monthly in arrears. Leader Strategy Fees do not vary based on whether an Investor elects manual or automatic trading.

Investor Subscription or Leader Subscription Fees charged by Ticker Tocker to Investors or Leaders or percentages of Leader Strategy Fees remitted by Ticker Tocker to Leaders are never transaction-based or asset-based. Neither Ticker Tocker nor any of its employees accepts compensation for the sale of securities or other investment products through the Platform, including asset-based sales charges.

Leader Services Fees

Ticker Tocker may also receive compensation from Leaders in the event that Leaders choose to provide Leader Services to Investors, according to the fee schedule below. Ticker Tocker bills Investors for Leader Services Fees in advance, as applicable, and will remit all or a portion of such fees to the applicable Leader. The average amount and payment frequency of such Leader Services Fees varies:

Activity	Leader Services Fee	Payment Frequency
Chart Layouts	\$20 (average fee charged)	Per chart layout per month
Educational Courses	\$100 (average fee charged)	Per course
Tocker Scores	\$20 (average fee charged)	Per Tocker Score per month
Trade Ideas	\$150 (average fee charged)	Monthly
Blocks	\$50 (average fee charged)	Per block
Live Room Broadcasts	\$150 (average fee charged)	Per broadcast
Leader Strategies	\$150 (average fee charged)	Per Strategy per month

Additional Leader Fees

Separately, Leaders themselves are permitted to charge Investors additional fees for Investors to purchase additional services on the Platform that are distinct from the Leader

Services already being offered and that are not listed in the chart above (*e.g.*, layout redesigns). Investors are billed directly via stored credit card information on file with Ticker Tocker and Ticker Tocker then pays the appropriate Leader via echeck monthly in arrears. Leaders will post applicable Additional Leader Fees for such services on the Platform.

Brokerage and Related Fees

Investors of the Platform pay commissions and fees to each Selected Broker based on executed transactions. Neither Ticker Tocker nor its employees receives any portion of the commissions and fees generated by the Selected Brokers from executed transactions in the Investors' accounts.

Separately, Ticker Tocker may also receive flat referral fees from an introducing broker (“IB”) to a Selected Broker for each Investor who opens and maintains an account with such Selected Broker for a certain period of time. This arrangement is discussed in more detail under Item 14 – “Client Referrals and Other Compensation.”

Service Fees (Ticker Tocker Direct and Ticker Tocker Institutional Direct)

Fees payable by each natural person participating in Ticker Tocker Direct and by each entity participating in Ticker Tocker Institutional Direct are negotiated on an individual basis (“**Service Fees**”). Ticker Tocker does not have a standardized Service Fee schedule for Ticker Tocker Direct and Ticker Tocker Institutional Direct. For Ticker Tocker Institutional Direct, Service Fees may be based on or derivative of the number of Authorized Users or may be a fixed monthly fee. Ticker Tocker will directly bill clients for Service Fees incurred on a monthly basis in advance, according to the specific payment method each client selects as part of executing the Services Agreement. Options include automated credit card charge processed by Ticker Tocker, ACH automated bank account payment, wire transfer to Ticker Tocker's account, and the application of soft dollar credits from a brokerage firm.

If a termination occurs with respect to the Platform, Ticker Tocker Direct, or Ticker Tocker Institutional Direct, Investors on the Platform and clients of Ticker Tocker Direct and Ticker Tocker Institutional Direct will continue to have access for the remainder of the current 30-day billing period, but will not be refunded a prorated amount of any applicable fees for the month in which such termination occurs.

ITEM 6 – PERFORMANCE-BASED ALLOCATION AND SIDE-BY-SIDE MANAGEMENT FEES

Ticker Tocker does not charge or accept any performance-based fees to any Investors of the Platform or clients participating in Ticker Tocker Direct or Ticker Tocker Institutional Direct.

ITEM 7 – TYPES OF CLIENTS

As noted in Item 4, Investors on the Platform consist only of natural persons that are U.S. residents. Ticker Tocker does not permit any Investor that is, or is acting on behalf of, a “benefit

plan investor,” as such term is defined by ERISA (which includes employee benefit and other plans subject to ERISA, as well as plans subject to Section 4975 of the Code, such as “IRAs” or “Keogh” plans) to utilize the Platform. Further, Ticker Tocker restricts U.S. state or local governmental plans and states and instrumentalities from joining the Platform. Employees of Ticker Tocker, including the Managers, are eligible to be Investors or Leaders on the Platform.

Also as noted in Item 4, prospective clients of Ticker Tocker Direct must be natural persons that are “qualified clients” as defined in Rule 205-3 under the Advisers Act and must be U.S. residents that are at least 18 years of age. To use Ticker Tocker Institutional Direct, prospective clients must be non-natural person entities and must have a U.S. principal place of business.

ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Methods of Analysis and Investment Strategies

Ticker Tocker sponsors the Platform. Ticker Tocker does not have any discretionary authority with respect to any trades made by Investors or Leaders through the Platform, does not provide individualized investment advice or manage Investor assets, and does not direct accounts or make recommendations with respect to particular stocks, futures, currency, options or cryptocurrency trades made on the Platform. Rather, Ticker Tocker merely sponsors the Platform and permits Investors and Leaders independently to trade equities, futures contracts and foreign currencies, and later options and cryptocurrencies, through the Platform.

In addition, Ticker Tocker provides non-discretionary investment advice regarding trading pattern recognition software — and tutorials, broadcasts, and other communications on how to use such software — to individual and institutional clients through Ticker Tocker Direct and Ticker Tocker Institutional Direct. In offering these services, Ticker Tocker may provide to clients (and, in the case of Ticker Tocker Institutional Direct, their Authorized Users) personalized or tailored investment advice or recommendations related to securities or commodity interests.

Material Risks

General Investment Risks. Investments in securities, futures, currencies, options and cryptocurrencies involve risk of loss of part or all of an Investor’s or Ticker Tocker Direct or Ticker Tocker Institutional Direct client’s (including an Authorized User’s) (collectively, “Customers”) capital. Customers should be prepared to bear the loss of all or some of their investments. In addition, the value of the securities, futures, currencies, options and cryptocurrencies traded by Customers is subject to market and other investment risks. The value of an Investor’s account may increase and decrease, reflecting fluctuations in the value of securities, futures, currencies, options and cryptocurrencies held in the account. Participation in Ticker Tocker Direct or Ticker Tocker Institutional Direct does not reduce, and may in fact increase, the risks associated with engaging in investment activity.

Risks Associated With Use of the Platform, Ticker Tocker Direct, and Ticker Tocker Institutional Direct. The information provided herein and in other information available to

current and prospective Investors on the Platform, as well as prospective clients of Ticker Tocker Direct and Ticker Tocker Institutional Direct, should not be the sole basis of an investment decision. An investor's own personal financial situations should be considered before making an investment decision, trading on the Platform, or participating in Ticker Tocker Direct or Ticker Tocker Institutional Direct, as applicable. On the Platform, Investors should not consider the information discussed by Leaders to be actionable investment advice and should consult their own investment advisers before taking any action or following a Leader Strategy. Through Ticker Tocker Direct and Ticker Tocker Institutional Direct, Customers should remain aware that Ticker Tocker is providing advice and that Mr. Kalayjian is not acting in his separate capacity as a Leader on the Platform. Customers should consult their own legal, tax and financial advisers regarding the suitability, desirability and appropriateness of purchasing securities, futures, currencies, options or cryptocurrencies through the Platform or obtaining personalized investment advice from Ticker Tocker, as applicable. The information, materials and services made available on the Platform and by Ticker Tocker via Ticker Tocker Direct and Ticker Tocker Institutional Direct are not a substitute for the exercise of independent judgment and expertise.

No Tailored Advice Provided by Ticker Tocker or Leaders. The Platform provides a means for Investors and Leaders to execute trades in equities, futures contracts, currencies, options and cryptocurrencies via a social investment network. Investors can learn from, interact with, and follow the trading activity of Leaders through the Platform. However, Ticker Tocker neither has nor exercises any discretion with respect to any trades on the Platform. Ticker Tocker does not recommend the purchase or sale of any security, future, currency, or option by Investors or Leaders and does not provide any tailored or individualized investment advice.

Investors retain all responsibility for determining whether to engage in a purchase or sale of securities, futures, currencies, options or cryptocurrencies through the Platform. Leaders do not tailor any advisory services to the individual needs of Investors and are not permitted to collect any information about Investors (such as information about Investors' entire portfolio of current investments, risk profile, or any other factors) that would allow a Leader to provide tailored advice. Leaders are free to provide as comprehensive or concise an overview of why they have picked a security, future, currency, or option as they prefer, and the algorithms make trading decisions without taking into account the needs or objectives of any particular Investor. Only Investors of the Platform choose which trades to make and/or Leaders to follow.

Investment Advice or Recommendations Provided by Ticker Tocker Direct and Ticker Tocker Institutional Direct Are Tailored to a Particular Customer. In conjunction with Ticker Tocker Direct and Ticker Tocker Institutional Direct, Ticker Tocker may provide to Customers tailored or personalized investment advice or recommendations. Any such communications made by Ticker Tocker are unique to a Customer's specific objectives, strategies, instruments, or asset classes and are not intended for broader use or distribution. As a result, they should not be relied upon or consulted by other Customers in formulating their own investment strategies or programs. Further, Ticker Tocker is providing such investment advice or recommendations and Mr. Kalayjian is not acting in his capacity as a Leader on the Platform.

Risk of Following Leaders. Leaders may employ a variety of investment strategies at their sole discretion and may trade in securities, futures, options or cryptocurrencies that cover a broad range of industries and strategies and different currencies. Each Investor is responsible for choosing to follow Leaders whose investment strategies are appropriate for his or her own investment objectives. While Ticker Tocker verifies trades made on the Platform, Ticker Tocker does not evaluate or otherwise assess the investment success or history of any Leader and cannot guarantee that the use by an Investor of a Leader Strategy will result in a positive return on investment, or that any Leader will pursue an investment strategy appropriate to any particular Investor. Importantly, no Leader can offer any tailored or personalized investment advice or recommendations via the Platform.

Leaders are Not Registered Investment Advisers or Commodity Trading Advisors. Leaders are not, as a condition of serving as a Leader on the Platform, required to register as an investment adviser with the SEC or as a commodity trading advisor (“CTA”) with the Commodity Futures Trading Commission. As a result, Leaders are not necessarily subject to the federal regulations and requirements that would otherwise be imposed on registered investment advisers or CTAs.

Selected Broker Risk. Each Investor on the Platform is responsible for executing trades via a Selected Broker. In doing so, Investors are responsible for coordinating and entering into appropriate risk management functions with the Selected Broker (*e.g.*, Investors may enter limit or stop losses at various dollar amounts and percentages, as well as on a per-trade or per-security basis). Ticker Tocker neither vets nor monitors Selected Brokers on behalf of Investors. Investors remain ultimately responsible for all aspects of their relationship with a Selected Broker.

Technical and Data Security Risks Related to Use of the Platform. The Platform is an online mobile trading arrangement that permits Investors, via electronic means, to input certain personal and financial information in order to trade securities, futures, currencies, options and cryptocurrencies on a social investment network. Due to its electronic nature, it is possible that the Platform could experience, either intermittently or for an extended period of time, various technical problems, connectivity issues, or other similar difficulties beyond the control of Ticker Tocker that would inhibit Investors’ ability to make trades via the Platform or access their accounts on the Platform and/or at the Selected Brokers, either at certain desired times or altogether. Among other measures, Ticker Tocker has adopted a Business Continuity Plan and Cybersecurity Policies and Procedures to address any such issues that may arise, but there is no guarantee that such measures will be adequate or effective. In addition, in making trades through the Platform, Investors may share sensitive personal and financial information with Ticker Tocker through the Platform, including credit card, bank account, or other financial information. There is a significant risk — as with all online or electronic platforms — that such information may be improperly obtained by other third parties.

No Operating History. Ticker Tocker is a newly formed entity with a limited operating history. There can be no guarantee of Ticker Tocker’s continued viability or its ability successfully to sponsor the Platform. The Platform has not previously been operational and may encounter certain unexpected glitches during its launch and initial operation. Accordingly, registration as

an Investor and participation in the Platform should only be considered by individuals who can afford a loss of their entire investment.

Reliance on Managers. All decisions regarding the management and affairs of Ticker Tocker will be made by the Managers. As such, the success of Ticker Tocker will depend substantially upon the skill and expertise of the Managers. The loss of one or more of the Managers could have a substantial impact on Ticker Tocker's ability to continue to sponsor the Platform.

Indemnification Risk. The Investor Agreement contains provisions limiting the liability of Ticker Tocker to Investors, and providing for Ticker Tocker's indemnification by the Investor in certain circumstances, provided that Ticker Tocker has met its standard of care. Under these provisions, Investors may be exposed to liability for their actions on the Platform and potentially required to indemnify Ticker Tocker for any losses incurred by it based on Investors' activities on the Platform. The Leader Agreement contains similar provisions limiting Ticker Tocker's liability to Leaders and requiring Leaders to indemnify Ticker Tocker in certain circumstances. Other agreements with Ticker Tocker, as well as Investors' and Leaders' agreements with other service providers, may also contain provisions regarding Investor and Leader liability and potential indemnification based on activities associated with the Platform. Services Agreements between Ticker Tocker and clients of Ticker Tocker Direct and Ticker Tocker Institutional Direct will also contain similar provisions.

Tax Risks. Ticker Tocker does not provide any advice with respect to potential tax payments. Investors or Leaders may be required to make based on their returns on investments made through the Platform. Investors and Leaders should consult their tax advisers for advice regarding potential tax liabilities that may result from Platform investments.

This Brochure includes only a summary of key risk factors to consider before becoming an Investor on the Platform or a client of Ticker Tocker Direct or Ticker Tocker Institutional Direct.

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 a Customer's evaluation of Ticker Tocker or the integrity of management. Neither Ticker Tocker nor any of its Managers have been involved in any legal or disciplinary events during the prior ten years that would be material to a Customer's evaluation of Ticker Tocker or its management.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Ticker Tocker is not currently registered and does not have an application pending to register as a broker-dealer. Neither Mr. Murphy nor Mr. Kalayjian is currently registered or has an application pending to register as a representative of a broker-dealer.

Ticker Tocker is registered as a CTA under the CEA. Ticker Tocker is also a member of the National Futures Association ("NFA"). Mr. Murphy, Mr. Kalayjian, and Mr. Verelst are

each registered as a Principal under the CEA, and Mr. Murphy is also registered as an Associated Person under the CEA.

ITEM 11 – CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Code of Ethics

Ticker Tocker has adopted a Code of Ethics in accordance with Rule 204A-1 under the Advisers Act, which is applicable to all of its employees, members, managers, officers, and other persons who provide investment advice on behalf of Ticker Tocker and are subject to Ticker Tocker's supervision and control (collectively, "**Supervised Persons**"). The purpose of the Code of Ethics is to preclude activities which may lead to or give the appearance of conflicts of interest, insider trading, and other forms of prohibited or unethical business conduct. Ticker Tocker and its Supervised Persons are prohibited from engaging in any fraudulent, deceptive or manipulative conduct. The Code of Ethics includes, among other things, provisions concerning the confidentiality of Customer information, a prohibition on insider trading, restrictions on giving or receiving gifts, and personal securities trading procedures of access persons ("**Access Persons**"), including reporting obligations. Under the Code of Ethics, Access Persons are required to file certain periodic reports with Ticker Tocker's CCO as required by Rule 204A-1 under the Advisers Act. All Supervised Persons must acknowledge the terms of the Code of Ethics annually, or as amended.

The Code of Ethics will be provided upon request by current or prospective Customers.

ITEM 12 – BROKERAGE PRACTICES

As noted above, an Investor executes live trades on the Platform through Selected Brokers of the Investor's choice. Investors are also permitted to open an account on the Platform for a simulated experience, only executing hypothetical trades until they are comfortable investing actual funds (in which case an account with a Selected Broker is not required.) Ticker Tocker plays no role in selecting or recommending broker-dealers for the execution of transactions on the Platform. Investors are under no obligation to choose a particular Selected Broker.

The Selected Broker serves as the executing securities broker-dealer for equities transactions and/or FCM for futures, options, and currency transactions, and can also be a counterparty for retail off-exchange foreign currency transactions, if any. Selected Brokers are responsible for, among other things: screening and opening accounts, account documentation, customer identification procedures, know-your-customer and anti-money laundering controls, margin trading, suitability, settlement, clearance, providing confirmations and statements, Rule 15c3-5 risk management controls, supervision, privacy, recordkeeping, establishing and monitoring credit and risk limits related to Investors' transactions, and all other similar broker obligations applicable to Investor accounts. Investors are required to complete all new account paperwork and to be approved by a Selected Broker before entering into any transactions on the Platform. Investors are also able to enter limit or market orders with the applicable Selected Broker.

As noted above, Investors may set various parameters, including whether to automatically trade a Leader Strategy or set alerts to execute transactions that must then be manually entered. Investors must set all of the parameters themselves and then give permission to the Selected Broker to trade funds held at the Selected Broker. Assuming a Leader Strategy is selected, an algorithm then directs trading by alerting the Investor to a trade to be executed manually by the Investor or automatically according to the parameters set by the Investor (some Selected Brokers may require additional approval for automated trades). The algorithmic trading can be amended or suspended at any time by the Investor.

Investors pay commissions and fees to each Selected Broker based on executed transactions. Neither Ticker Tocker nor the Managers receives any portion of the commissions and fees generated by the Selected Brokers from the Investors' accounts. Separately, as discussed in Item 14 below, Ticker Tocker may also receive a flat referral fee from an IB to a Selected Broker for each Investor who opens and maintains an account with such Selected Broker for a certain period of time.

Ticker Tocker does not receive any soft dollar benefits from Selected Brokers.

ITEM 13 – REVIEW OF ACCOUNTS

Reviews with respect to information posted by Leaders on the Platform are conducted at least annually or as otherwise agreed to by Ticker Tocker. Reviews will be conducted by Ticker Tocker's CCO and typically include the CCO's review of performance disclosures and social media postings to ensure that Leaders remain in compliance with the terms of the Leader Agreement and other guidelines provided by Ticker Tocker.

In terms of regular reporting regarding Investor accounts, Investors will be given periodic reports directly by the applicable Selected Broker concerning their account on the Platform.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

Under an arrangement with Gar Wood Securities, LLC ("Gar Wood Securities"), which is an IB to a Selected Broker, Ticker Tocker may receive a one-time flat referral fee for each Investor who opens and maintains a futures account with such Selected Broker for a certain period of time. Such referral fee is a one-time payment for each Investor account (currently estimated to be \$200 per account) payable one year after the account is opened on the Platform, and is not based on the volume or dollar value of transactions. Because Ticker Tocker plays no role in selecting or recommending a given Selected Broker, such an arrangement merely incentivizes Ticker Tocker to attract a greater number of Investors to join the Platform and does not, therefore, create a material conflict of interest for Ticker Tocker. Separately, Selected Brokers may also pay to Ticker Tocker a portion of the commissions for futures and foreign currency trading (but not a portion of equity commissions).

Ticker Tocker may make payments to independent parties for purposes of referring prospective Investors and/or Leaders to the Platform and for referring Ticker Tocker Direct and Ticker Tocker Institutional Direct clients. As of the date of this Part 2A Brochure, Ticker Tocker

has not entered into any such arrangements, but it does expect to utilize solicitation arrangements in the future.

In addition, Users or Leaders referred by a particular third party may pay reduced fees to the Platform for a period of time. Certain owners of Ticker Tocker, however, may have or will receive an ownership interest in Ticker Tocker in part as a result of their efforts in referring Users and/or Leaders to the Platform. Employees will not directly solicit individuals to become Investors or Leaders. Potential Investors may only join directly through the Platform.

ITEM 15 – CUSTODY

Rule 206(4)-2 under the Advisers Act (the “**Custody Rule**”) provides that a registered adviser has custody if it holds, directly or indirectly, client funds or securities or has any authority to obtain possession of them. With respect to the Platform, all Investor assets are held with the applicable Selected Broker. All Investor and Leader fees discussed in Item 5 are payable directly to Ticker Tocker via Investors’ and Leaders’ credit card information. Such fees are outlined in the Investor Agreement and Leader Agreement, as applicable, and do not relate to (and are wholly separate from) the balance of an Investor’s or a Leader’s account on the Platform. With respect to Ticker Tocker Direct and Ticker Tocker Institutional Direct, all client fees discussed in Item 5 are payable according to the specific payment method each client selects as part of executing the Services Agreement (which include automated credit card charge, ACH automated bank account payment, bank account wire transfer, and the application of soft dollar credits from a brokerage firm). Such fees are outlined in the Services Agreements. Under this arrangement, Ticker Tocker merely charges Customer accounts for applicable fees using payment information expressly provided by Customers; in the context of the Platform, Ticker Tocker exercises no control over Investors’ assets held at the applicable Selected Broker and does not deduct any fees from such accounts. Accordingly, Ticker Tocker’s view is that it does not have custody over any Customer cash or securities and need not comply with the Custody Rule.

ITEM 16 – INVESTMENT DISCRETION

As noted above, Ticker Tocker neither has nor exercises discretionary authority to manage securities accounts on behalf of Investors.

ITEM 17 – VOTING CLIENT SECURITIES

Ticker Tocker does not have any authority to and does not vote proxies on behalf of Investors. Investors retain the responsibility for receiving (from Selected Brokers) and voting proxies for any and all securities traded through the Platform. Selected Brokers will forward to Investors copies of all proxies and shareholder communications relating to assets on the Platform. Any Investor questions should be directed to the applicable Selected Broker.

ITEM 18 – FINANCIAL INFORMATION

Ticker Tocker is not aware of any financial condition that is reasonably likely to impair its ability to meet its commitments, and Ticker Tocker has not been the subject of a bankruptcy proceeding during the past ten years.