

## **Part 2A of Form ADV: Firm Brochure**

Zinvest Financial Service LLC

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**This brochure provides information about the qualifications and business practices of Zinvest Financial Service LLC (“Adviser”). If you have any questions about the contents of this brochure, or if you would like to request a copy of this brochure free of charge, please contact us at 400-039-0319 or at [service@zinvestglobal.com](mailto:service@zinvestglobal.com) .**

**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.**

**Adviser is a registered investment adviser with the United States Securities and Exchange Commission. Registration of an investment adviser does not imply any level of skill or training. The oral and written communication of an adviser provide you with information about which you determine to hire or retain an adviser. Additional information about Adviser is also available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

## Item 2

### Material Changes

Registered investment advisers are required to disclose all material changes of fact regarding its brochure since its last annual update. The following sections have been updated in this filing:

Item 4 – The direct ownership has been updated, no changes in beneficial ownership.

We will provide you with a new brochure as necessary based on any material changes or new information, at any time, and without charge. Our brochure may be requested free of charge through our website, [www.zinvestglobal.com](http://www.zinvestglobal.com), or by contacting us at [service@zinvestglobal.com](mailto:service@zinvestglobal.com).

Item 3

## Table of Contents

Item 1 – Cover Page
Item 2 – Material Changes
Item 3 – Table of Contents
Item 4 – Advisory Business
Item 5 – Fees and Compensation
Item 6 – Performance-Based Fees and Side-By-Side Management
Item 7 – Types of Clients
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss
Item 9 – Disciplinary Information
Item 10 – Other Financial Industry Activities and Affiliations
Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading
Item 12 – Brokerage Practices
Item 13 – Review of Accounts
Item 14 – Client Referrals and Other Compensation
Item 15 – Custody
Item 16 – Investment Discretion
Item 17 – Voting Client Securities
Item 18 – Financial Information

#### Item 4

##### Advisory Business

Adviser, doing business as Zinvest Financial Services, is 100% owned by Velox Holdings. Velox Holdings is 100% owned by Zinvest Financial Holdings Ltd, which is 85% owned by Mr. Bingshan Song CRD#678955, 10% by Mr. Tao Hu CRD# 6861026, and 5% by Mr. Minghuang Li CRD# 6895284.

##### *Premium Model Portfolio Program*

*Adviser offers an automated Premium Model Portfolio Program via the Adviser website and mobile applications. Adviser begins by assessing a Client's investment profile through an online questionnaire via the Adviser website and mobile applications. The profile questionnaire gauges factors such as the Client's financial situation, investment time horizon, tolerance for risk, investment income needs, cash flow needs, and years of investment experience. Based on the total score obtained from the profile questionnaire the Client's investment objectives are determined. Adviser then provides a recommended model portfolio allocation ("model portfolios") designed to meet those stated Client objectives. The Client may choose Adviser's recommendation or a different model portfolio of their own choosing. Clients are also provided electronically with an Investment Policy Statement that summarizes the Client's stated investment objectives, risk tolerance, investment time horizon, model portfolio asset allocation, investment limits, and process for monitoring and review.*

*Adviser will ensure that the following conditions are met: 1) Adviser will manage the model portfolios on the basis of the Client's stated financial situation and investment objectives; 2) each Client will receive account statements with a description of all account activity at least quarterly prepared by Velox Clearing LLC who acts as Adviser's clearing firm and qualified custodian maintaining custody of the Client's portfolio assets; and, 3) each Client will retain certain indicia of ownership of the securities and funds in the account, e.g., the ability to withdraw funds, among others.*

##### *Automated Asset Allocation of ETFs Program*

*Adviser offers an automated Asset Allocation of ETFs Program via the Adviser website and mobile applications. Adviser begins by assessing a Client's investment profile through an online questionnaire via the Adviser website and mobile applications. The profile questionnaire gauges factors such as the Client's investment time horizon, tolerance for risk, investment income needs, cash flow needs, and years of investment experience. Based on the total score obtained*

*from the Client questionnaire the Client's investment objectives are determined. Adviser then provides a recommended asset allocation of ETF's designed to meet those stated Client objectives. The Client may choose Adviser's recommendation or a different asset allocation of ETF's of their own choosing. Clients are also provided electronically with an Investment Policy Statement that summarizes the Client's stated investment objectives, risk tolerance, investment time horizon, asset allocation, investment limits, and process for monitoring and review.*

*Adviser recommendations are comprised of a mix of low-cost exchange traded funds ("ETF" s) in different asset classes. This strategy focuses on Modern Portfolio Theory, which provides the framework for combining securities in a portfolio to attempt to generate the highest returns possible at a given level of risk. This is achieved through a focus on diversification - the process of building portfolios with asset classes and securities that should move independently of each other. After initial account opening, Clients can continually update their asset allocation selection or ETF selections. Adviser provides Clients with individual, password protected, login credentials to its website and mobile application where Clients can view their holdings and their account history as well as access to all account related documents. Adviser rebalances the model portfolios on a periodic basis to realign the portfolio to the desired weighting across investments. Clients utilizing Adviser's automated portfolio management service should understand that asset allocation recommendations are limited to a number of ETFs.*

#### *Asset Allocation of Individual Stocks Program*

*Adviser offers the buying and selling of individual stocks for Clients within the Asset Allocation of Individual Stocks Program. Adviser begins by assessing a Client's investment profile through an online questionnaire via the Adviser website and mobile applications. The profile questionnaire gauges factors such as the Client's investment time horizon, tolerance for risk, investment income needs, cash flow needs, and years of investment experience. Based on the total score obtained from the Client questionnaire the Client's investment objectives are determined. Adviser then provides a recommended asset allocation designed to meet those stated Client objectives. The Client may choose Adviser's recommendation or a different asset allocation or different individual stock selection. For non-retirement accounts and non-ERISA accounts, the management of the account may include the use of margin. Adviser Clients are also provided electronically with an Investment Policy Statement that summarizes the Client's stated investment objectives, risk tolerance, investment time horizon, model portfolio asset allocation, investment limits, and process for monitoring and review.*

## Item 5

### Fees and Compensation

#### 1. Asset Allocation Investment Programs

*Adviser's Asset Allocation Advisory Programs, as described above, in ETF allocation and Individual stock allocation are offered free of any advisory fees.*

*All of Adviser's zero fee Asset Allocation Advisory Programs are exclusive of clearing firm charges, brokerage commissions, transaction fees, and other related costs and expenses ("pass-through charges"), which are incurred through the investment of Client assets by Adviser. Clients may incur certain pass-through charges imposed by its clearing firm and custodian Velox Clearing LLC, executing brokers, and other third parties. Pass-through charges may include, but are not limited to, such costs as ticket charges, custodial fees, odd-lot differentials, executing broker commissions, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Such fees are fully disclosed on the Adviser website. Adviser may also, in its sole discretion, pass-through any other fees imposed upon Clients by its' clearing firm, custodian, brokers, and other third parties.*

*ETFs may charge management fees, which are disclosed in a fund's prospectus and included in the share price of the ETFs. Such charges, fees and commissions are exclusive of and in addition to Adviser' zero fee Programs, and Adviser does not receive any portion of these commissions, fees, and costs.*

#### 2. Premium Model Portfolio Program

*The Firm calculates the fees for its Premium Model Portfolio Program and directs the custodian to debit the client account. The fee is based on the daily average of a Client's assets that Advisor managed over the previous quarter and is calculated and charged in accordance with the following fee schedule:*

<i>Assets Under Management</i>	<i>Annualized Fee</i>
<i>Assets less than \$100,000</i>	<i>0.75%</i>
<i>Over \$100,000</i>	<i>0.50%</i>

*The Investment Advisory Fee is billed and payable quarterly in arrears (covering the previous quarter), within in 10 days of the end of the quarter. Client's designated custodian will provide all valuations used to calculate the Fee, independent of any Adviser involvement.*

## Item 6

### Performance-Based Fees and Side-By-Side Management

Adviser does not charge fees based on a per share of capital gains or capital appreciation of the Client's portfolio, i.e. performance-based fees.

## Item 7

### Types of Clients

Adviser generally offers its Advisory Programs to individuals. There is no minimum account size for the Advisory Programs.



## Item 8

### Methods of Analysis, Investment Strategies and Risk of Loss

For its Advisory Programs, Adviser begins with a preset asset allocation based on the Client's investment profile and stated investment objectives, as described in Item 4. Adviser's investment strategy focuses on building diversified model portfolios using Modern Portfolio Theory which provides the framework for combining securities in a portfolio to attempt to generate the highest returns possible at a given level of risk. This is achieved through a focus on diversification - the process of building portfolios with different asset classes and securities to reduce risk. The model portfolios constrain the weightings of individual holdings to ensure a fully diversified allocation.

Investing in securities involves risk of loss that Clients should be prepared to bear. All securities investments can potentially result in a total loss of the investment. Specific and material risks associated with Adviser's Advisory Programs include, but are not limited to, market risk where Adviser's portfolios are generally positively correlated with the stock market indices. An overall downturn in the stock market will generally result in losses in Adviser's model portfolios.

## 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 evaluation of Adviser or the integrity of Adviser's management. Adviser has no information applicable to this Item.

## Item 10

### Other Financial Industry Activities and Affiliations

Zinvest Financial Service LLC's management persons are affiliated with its related broker dealer, Velox Clearing LLC ("Velox"). No relationships or arrangements between Adviser, Velox, and any other persons or entities creates a material conflict of interest with Adviser's Clients. Velox acts as the introducing broker dealer, clearing broker, and clearing custodian for Adviser Client accounts. Accordingly, there are no potential material conflicts of interest with this arrangement.

## Item 11

### Code of Ethics, Participation in Client Transactions and Personal Trading

Pursuant to SEC Rule 204A-1 of the Investment Advisers Act of 1940, Adviser has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its Clients. The Code of Ethics includes provisions relating to the confidentiality of Client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at Adviser must acknowledge the terms of the Code of Ethics annually, or as amended.

Adviser anticipates that, in appropriate circumstances, consistent with Clients' investment objectives, it may recommend to advisory Clients, the purchase or sale of securities in which Adviser, its management persons and/or Clients, directly or indirectly, have a position of interest.

Adviser's employees and persons associated with Adviser are required to follow Adviser's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of Adviser and its employees may trade for their own accounts in securities, which are recommended to and/or purchased for Adviser's Clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of Adviser will not interfere with (i) making decisions in the best interest of advisory Clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of Clients. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between Adviser and its Clients.

Certain affiliated accounts may trade in the same securities with Client accounts on an aggregated basis when consistent with Adviser's obligation of best execution. In such circumstances, the affiliated and Client accounts will share commission costs equally and receive securities at the same average price. Adviser will retain records of Client orders (specifying each participating account) and their allocations. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Adviser's Clients or prospective Clients may request a copy of the firm's Code of Ethics by contacting Adviser at [cs@jcfins.com](mailto:cs@jcfins.com). It is Adviser's policy that the firm will not affect any principal transactions for Client accounts. Adviser will not cross trades between Client accounts.

## Item 12

### Brokerage Practices

All Clients that have selected Adviser's Advisory Programs via the Adviser mobile application or website will have brokerage accounts introduced to Velox acting as the clearing firm and qualified custodian. Adviser does not accept Clients who direct the use of brokers other than Velox.

Adviser places all trades for its Advisory Programs through Velox. Adviser has evaluated Velox and believes it will provide Adviser Clients with a blend of execution services, commission costs and professionalism that fulfills Adviser's best execution requirement for Client transactions. While Adviser has a reasonable belief that Velox can obtain best execution and competitive prices using various trading destinations such as exchanges, dark pools, or other executing brokers, Adviser will not be independently seeking best execution price capability through other broker dealers. Adviser reserves the right to decline acceptance of any Client account that directs the use of a broker dealer other than Velox for automated model portfolio management, if Adviser believes that this would adversely affect Adviser's duty to obtain best execution.

Adviser may use block trades when advantageous to Clients. Block trades permit the trading of aggregate blocks of securities composed of assets from multiple Client accounts so long as transaction costs are shared equally and on a prorated basis between all accounts included in any such block. Block trading allows Adviser to execute trades in a timelier, equitable manner and to reduce overall commission charges to Clients. Adviser does not have any arrangements to compensate any broker dealer for Client referrals. Adviser does not participate in any research or other soft-dollar arrangements.

Depending on the services that investment advisory Clients elect, Adviser may open margin accounts on behalf of non-retirement accounts and non-ERISA accounts of Clients or convert an existing account to a margin account.

Adviser does not offer the margin directly, instead, the margin is provided by Velox. All disclosures are provided by Velox Clearing LLC, and Clients should read disclosures carefully and contact Adviser at [service@zinvestglobal.com](mailto:service@zinvestglobal.com) if they have any questions.

## Item 13

### Review of Accounts

*Adviser's Advisory Programs use proprietary as well as commercially available software to review the portfolios daily to ensure that its model portfolios and asset allocations are in line with the allocation the Client selected. Additional reviews may be triggered by material changes in variables such as a Client's individual circumstances, or the market, political or economic environment.*

*Clients using the Advisory Programs have access to account details continuously through the Adviser website and mobile application, including current account balances and positions. Velox prepares account statements showing all transactions and account balances at least quarterly. All information relating to Client accounts are provided on the Adviser website and/or sent via email, as agreed to with each Client at the time of their account opening.*

*Adviser conducts separate reviews related to the ETFs used for its Advisory Programs. Adviser has the authority, if necessary, to take any corrective action such as the addition, removal, or replacement of any specific individual stocks or ETFs from the portfolios.*

Item 14

Client Referrals and Other Compensation

Adviser does not directly or indirectly compensate any person who is not advisory personnel for Client referrals. If Adviser chooses to enter into such arrangements in the future, this Brochure will be appropriately amended.

## Item 15

### Custody

Clients receive at least quarterly statements from Velox who is the qualified custodian to hold and maintain Clients' portfolio assets. Adviser urges Clients to carefully review such statements and compare such official custodial records to the account statements that we may provide.



## Item 16

### Investment Discretion

In the Asset Allocation of Individual Stocks Program, Adviser takes no discretionary authority from the Client in its advisory relationship with the Client to select the identity and amount of any securities to be bought or sold in the Client's account.

In the Premium Model Portfolio Program and the Automated Asset Allocation of ETF's Program, Adviser's discretion will be exercised in a manner consistent with the portfolio recommended to and accepted by the Client or with the portfolio selected by the Client

## Item 17

### Voting Client Securities

As a matter of firm policy and practice, Adviser does not have any authority to and does not vote proxies on behalf of Clients. Clients retain sole responsibility for receiving and voting proxies for securities maintained in Client portfolios. Clients will receive shareholder notices directly from Velox. Adviser may provide advice to Clients regarding the Clients' voting of proxies. Adviser will neither advise nor act on behalf of the Client in legal proceedings involving companies whose securities are held or previously were held in the Client's account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, Clients may direct Adviser to transmit copies of class action notices to the Client or a third party. Upon such direction, Adviser will make commercially reasonable efforts to forward such notices in a timely manner.

Item 18

Financial Information

Adviser has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to Clients, and has not been the subject of a bankruptcy proceeding.