

Autumn Lane Advisors, LLC

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(Item 1)

This brochure provides information about the qualifications and business practices of Autumn Lane Advisors, LLC. If you have any questions about the contents of this brochure, please contact us at 713-859-1365. 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 Autumn Lane Advisors, LLC also is available on the SEC's website at www.adviserinfo.sec.gov.

Material Changes (Item 2)

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

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ADVISORY BUSINESS (ITEM 4)

Advisory Firm Description

Autumn Lane Advisors, LLC (“ALA” or the “Firm”) began operations on November 1, 2014. David E. Andrew is the principal owner of the Firm.

Types of Advisory Services

ALA provides investment management services on a non-discretionary basis to individuals and families, advising on the following:

- Cash management;
- Portfolio management and implementation;
- Assistance with cash flow budgeting;
- Analysis, selection and monitoring of potential and current investments;
- Pricing and negotiation assistance with substantial personal acquisitions;

Tailored Advisory Services

Clients may impose restrictions on investments.

Client Assets Under Management

As of November 4, 2014, the Firm had \$0 assets under management.

FEES AND COMPENSATION (ITEM 5)

Consulting Fees

Consulting fees are negotiated at an annual rate and are on a fixed fee basis, payable quarterly in advance.

Portfolio Management Fees

The Firm’s fee for investment advisory services is assessed at an annual rate in effect at the time it is engaged as the investment advisor. Fees are negotiable, so clients may receive the same service for different fees.

Other Fees: Client accounts pay directly for fees assessed by the custodian, such as transaction, wire, exchange or custodial fees. For more language on the custodian relationship, please refer to the section below “Brokerage Practices” for more details.

Implementation with Mutual Funds: When ALA recommends a mutual fund for a client’s account, three separate fees may be charged to the client, either directly or

indirectly. The first fee is ALA's investment management or consulting fee. The second is the set of internal fees charged by the investment company for the fund's investment management, marketing, administration and marketing assistance. These internal expenses are disclosed in each fund's prospectus, which is provided to each client by the custodian. (This set of fees also applies to any ETF or money market fund purchased in the client's account.) The third fee may be a transaction fee, which is assessed by the custodian for its service of providing access to a universe of mutual fund families through one account. To avoid such fees a client would be required to open a separate account with each individual mutual fund company instead of using the custodian recommended by ALA, which would also negatively affect ALA's ability to deliver its services efficiently. Not all mutual fund trades recommended by ALA incur this transaction fee.

PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT (ITEM 6)

ALA does not charge any performance-based fees or engage in side-by-side management.

TYPES OF CLIENTS (ITEM 7)

ALA provides investment advisory services to:

- Individuals
- Family offices

We have a negotiable minimum client relationship size of \$25 million.

METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS (ITEM 8)

Methods of Analysis

Investment Strategies

ALA uses a combination of information and research from multiple sources (public databases, Academic research, Investment Banking research, independent 3rd party research) to create return and risk forecasts for multiple asset classes. These assumptions are then used to create an asset allocation for ALA's clients.

The asset allocations are implemented through a variety of investments, though primarily through other unaffiliated registered investment advisor companies. ALA performs the necessary due diligence (both quantitative and qualitative) to determine whether the unaffiliated advisors have the operational, technological, and investment ability to be utilized on behalf of ALA's clients.

Prior to making an investment with an unaffiliated Advisor, ALA shall confirm:

- The unaffiliated advisor is registered with the SEC as an investment advisor under the Investment Advisors Act of 1940
- No disclosed action, suit or proceeding is pending before or by any court or governmental body, or to the knowledge of the Unaffiliated Advisor, threatened against which could materially or adversely affect the Unaffiliated Adviser's business.

The investment strategies ALA uses to implement investment advice include:

- US Equity
- International Equity
- Global Fixed Income
- International Fixed Income
- US Fixed Income
- Cash and cash equivalents
- Option Overlay Strategies
- Hedge Funds
- Direct purchases of stocks, ETFs, mutual funds, and options.

Risk of Loss

ALA does not guarantee the future performance of the account or any specific level of performance, the success of any investment decision or strategy that the Firm may use, or the success of the Firm's overall management of the account. The client understands that investment decisions made for the client's account by the Firm are subject to various market, economic, political and business risks, and that those investment decisions will not always be profitable. Trading in uncovered options increases risk of loss, such that losses may exceed the amount initially invested. Short-selling is subject to a theoretically unlimited risk of loss because there is no limit on how much the price of a security may appreciate before the short position is closed out. There can be no assurance that the securities necessary to cover the short position will be available for purchase by the Firm. Margin trades may require unexpected liquidation of securities in the account during rapidly falling markets. Clients are reminded that investing in any security entails risk of loss which they should be willing to bear.

DISCIPLINARY INFORMATION (ITEM 9)

There have been no disciplinary actions against ALA or Mr. David E. Andrew.

OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS (ITEM 10)

ALA has no other financial industry activities or affiliations.

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

Code of Ethics

ALA has adopted a Code of Ethics which describes the general standards of conduct that the Firm expects of all Firm personnel (collectively referred to as “employees”) and focuses on three specific areas where employee conduct has the potential to adversely affect the client:

- Misuse of nonpublic information
- Personal securities trading
- Outside business activities

Failure to uphold the Code of Ethics may result in disciplinary sanctions, including termination with the Firm. Any client or prospective client may request a copy of the Firm’s Code of Ethics, which will be provided at no cost.

The following basic principles guide all aspects of the Firm’s business and represent the minimum requirements to which the Firm expects employees to adhere:

- Clients’ interests come before employees’ personal interests and before the Firm’s interests.
- The Firm must fully disclose all material facts about conflicts of interest of which it is aware between itself and clients as well as between Firm employees and clients.
- Employees must operate on the Firm’s behalf and on their own behalf consistently with the Firm’s disclosures and to manage the impacts of those conflicts.
- The Firm and its employees must not take inappropriate advantage of their positions of trust with or responsibility to clients.
- The Firm and its employees must always comply with all applicable securities laws.

Misuse of Nonpublic Information

The Code of Ethics contains a policy against the use of nonpublic information in conducting business for the Firm. Employees may not convey nonpublic information nor depend upon it in placing personal or recommending clients’ securities trades.

Personal Securities Trading

ALA or individuals associated with the Firm may buy, sell or hold in their personal accounts the same securities the Firm recommends to its clients. This creates a potential conflict of interest with the possibility of Firm personnel obtaining a better price than clients obtain. To mitigate this conflict, such trades may occur on the same day at the same time receiving average pricing or at least the trade day after the client. The Firm does not allow front running.

Employees are required to submit reports of personal securities trades on a quarterly basis, and securities holdings annually. These are reviewed by the Chief Compliance Officer to ensure compliance with the Firm's policies.

Outside Business Activities

Employees are required to report any outside business activities generating revenue. If any are deemed to be in conflict with clients, such conflicts will be fully disclosed or the employee will be directed to cease this activity.

BROKERAGE PRACTICES (ITEM 12)

Selection of Brokers

The Firm recognizes its responsibility to attain best execution. The Firm allows the client to determine custodian and brokerage service providers. As part of its consulting relationship, the Firm evaluates its custodians and brokers in light of best execution, including commission structure, inventory, quality and speed of executions, research and adequacy of reports.

Research and Other Soft-Dollar Benefits

ALA currently has no formal soft-dollar arrangements, where specific products or services are paid for with soft dollars generated for the Firm by individual trades the Firm places in client accounts. However, the custodians may provide the Firm with certain brokerage and research products and services that qualify as "brokerage or research services" under Section 28(e) of the Securities Exchange Act of 1934 ("Exchange Act"), such as electronic feeds, research and invitations to seminars and conferences.

Brokerage for Client Referrals

The Firm does not receive referrals from a broker/dealer or third party providing service to ALA.

Directed Brokerage

Some clients may choose to execute trades through broker/dealers with whom they have an existing relationship. In this instance, the Firm is less able to meet its fiduciary duty to obtain best execution for transactions executed for clients. These clients are also unable to participate in aggregated trade orders.

Order Aggregation

ALA may aggregate brokerage orders for its clients and allocate the securities purchased or sold among the participating accounts, with each account receiving the same terms. Since the custodian charges transaction fees at the account level whether or not a trade is placed as a block trade, aggregating trades does not affect client transaction fees. The proportion in which participating accounts will share transactions will be determined by the portfolio manager(s) on the basis of investment objectives, cash availability, expected cash and liquidity needs, and other relevant factors. The overarching principle for each allocation is that no client is intentionally favored over another client that is similarly situated.

REVIEW OF ACCOUNTS (ITEM 13)

David E. Andrew, Managing Member, analyzes each portfolio on a continuous basis for asset allocation, cash positions and securities holdings. Additional reviews may be triggered by events such as unusual market or economic circumstances or other unforeseen events. Such reviews entail looking at each portfolio and its cash flows in light of each account's strategy.

ALA will send quarterly written reports to clients showing????

Bank and brokerage custodians send statements directly to clients showing all transactions during the period, valuation, and any deduction of fees. These statements are sent as often as monthly, but are sent at least quarterly.

CLIENT REFERRALS AND OTHER COMPENSATION (ITEM 14)

The Firm does not pay outside individuals or entities for referring clients.

CUSTODY (ITEM 15)

Custody is defined as having any access to client funds or securities. Because ALA generally has the authority to instruct the account custodian to deduct the investment management fee directly from the client's account, ALA is considered to have "custody" of client assets. This limited access is monitored by the client through receipt of account statements directly from the custodian. These statements all show the deduction of the management fee from the account. Otherwise, ALA may only direct the movement of

funds from one account in the client's name to another such titled account, but has no other access to funds.

When clients receive their statements from the account custodian, clients should carefully review those statements and take the time to compare them with those they receive from ALA. If the client finds significant discrepancies, the custodian and ALA should be notified.

INVESTMENT DISCRETION (ITEM 16)

ALA manages all accounts for clients on a nondiscretionary basis, where the client must pre-approve any security transaction.

VOTING CLIENT SECURITIES (ITEM 17)

ALA does not vote proxies for securities held in clients' accounts. Clients receive proxy material directly from their account custodian by either email or U.S. mail. Clients may address questions concerning a proxy matter to Firm personnel via email or phone.

FINANCIAL INFORMATION (ITEM 18)

There is no financial condition that is reasonably likely to impair the Firm's ability to meet its contractual commitments to its clients.