

Item 1 – Cover Page

Exeq Financial, LLC

81 Prospect Street 5th Floor

Brooklyn, NY 11201

(917) 903-6711

www.exeq.io

October 1, 2016

Form ADV Appendix 1 Part 2A- Wrap Fee Brochure

This wrap fee program brochure provides information about the qualifications and business practices of Exeq Financial LLC. If you have any questions about the contents of this Brochure, please contact us at (917) 903-6711 or via email at help@exeq.io. 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.

Exeq Financial LLC (“Exeq”) is a Registered Investment Adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information that you may use to determine whether to hire or retain them.

Additional information about Exeq is also 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 Exeq is 238796. The SEC’s web site also provides information about any persons affiliated with Exeq who are registered, or are required to be registered, as Investment Adviser Representatives of Exeq.

Item 2 – Material Changes

Since our last filing on April 25, 2016, we have made the following material changes:

- We have changed our name to Exeq Financial, LLC.
- Our parent company name has changed to Exeq, Inc.
- We have changed our address to: 81 Prospect Street Brooklyn, NY 11201 5th Floor.
- Exeq, Inc., the parent company of Exeq Financial, LLC, has an additional owner, Tomer Ben-David. He now owns 10%.
- We have modified our business model to offering a technology solution for retail investing.
- We are offering a wrap fee program only.
- We have amended our fees to 0.50% for accounts over \$2,500 and \$1 per month as a subscription fee for accounts under \$2,500.
- We have added 5 Model Portfolios for clients to use.
- We have changed custodians to Apex Clearing Corporation.

We will ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year which is December 31st. We will provide other ongoing disclosure information about material changes as they occur. We will also provide you with information on how to obtain the complete Brochure. Currently, our Brochure may be requested at any time, without charge, by contacting Eli Kraiem (917) 903-6711.

Item 3 – Table of Contents

[Item 1 – Cover Page](#)

[Item 2 – Material Changes](#)

[Item 3 – Table of Contents](#)

[Item 4 – Services, Fees and Compensation](#)

[Wrap Fee Program](#)

[Fees and Compensation](#)

[Item 5 – Account Requirements and Types of Clients](#)

[Item 6 – Portfolio Manager Selection and Evaluation](#)

[Portfolio Managers](#)

[Advisory Business](#)

[Performance-Based Fees and Side-by-Side Management](#)

[Methods of Analysis, Investment Strategies and Risk of Loss](#)

[Methods of Analysis](#)

[Investment Strategies](#)

[Risk of Loss](#)

[Voting Client Securities](#)

[Item 7 – Client Information Provided to Portfolio Managers](#)

[Item 8 – Client Contact with Portfolio Managers](#)

[Item 9 – Additional Information](#)

[Disciplinary Information](#)

[Other Financial Industry Activities and Affiliations](#)

[Code of Ethics, Participation or Interest in Client Accounts and Personal Trading](#)

[Review of Accounts](#)

[Reports](#)

[Brokerage Practices](#)

[Factors Used to Select Custodians](#)

[Soft Dollars](#)

[Best Execution](#)

[Brokerage for Client Referrals](#)

[Directed Brokerage](#)

[Trading](#)

[Client Referrals and Other Compensation](#)

[Financial Information](#)

Item 4 – Services, Fees and Compensation

Our Advisory Business

Exeq (“we”, “us”, “our”) is a Registered Investment Adviser (“Adviser”) which offers a technology solution through an online web-based application for the millennial generation. Through the application, clients have access to model portfolios which are managed by us. We are registered through and regulated by the United States Securities and Exchange Commission (“SEC”).

Exeq Financial, LLC is wholly owned by Exeq Inc., which is owned by Mr. Daniel Schwartz, Mr. Tomer Ben-David and Mr. Eli Kraiem.

Exeq is the first all-in-one personal finance app for the millennial generation. Exeq guides its users towards financial achievement using our budgeting tool, automated savings account, and “Robo” investment tool. Through our “Robo” investment tool, Exeq guides its clients towards appropriate investment portfolios, with tailored alerts and personalized advice. Clients are able to view their investment accounts and investment performance via interactive graphics. Clients can monitor their investments in real-time, cash out, add funds, and edit holdings in a simple fashion. Our company vision is to digitize and personalize the consumer-banking experience, using big-data to provide our clients with tailored recommendations, aimed at bettering their financial lives.

Services

Subscription Based Technology Solution

For a small monthly fee, Exeq offers access to our investment platform, to all clients who have less than \$2,500 in their account. The Exeq platform provides clients with a “Robo” investment tool on one web-based platform. Clients are able to open new investment accounts digitally, transfer funds, view holdings and performance all on one mobile-application.

Wrap Fee Asset Management Program– Exeq Model Portfolios

We currently provide our web-based model portfolio management services in programs that bundle or “wrap” services (investment idea generation, trade execution, custody, etc.) together and charge a single fee based on the value of assets under management. We have created proprietary portfolios using Markowitz Strategies, also known as Modern Portfolio Theory.

There are 5 passive ETF portfolios, each comprised of 7 asset classes, 4 equity positions and 3 bond positions. We use Vanguard Funds exclusively in our portfolios. The ETF portfolios are as follows:

1. Conservative
2. Moderately Conservative
3. Moderate
4. Moderately Aggressive

5. Aggressive

Clients do not have the ability to impose restrictions on the management of their account.

Certain assumptions may be made with respect to interest and inflation rates and the use of past trends and performance of the market and economy. Past performance is not indicative of future results.

We manage assets on a discretionary basis, which means you have given us the authority to determine the following without your consent:

- Securities to be bought or sold for your account
- Amount of securities to be bought or sold for your account
- Broker-dealer to be used for a purchase or sale of securities for your account
- Commission rates to be paid to a broker or dealer for your securities transaction.

Trading may be required to meet initial allocation targets, after substantial cash deposits that require investment allocation, and/or after a request for a withdrawal that requires liquidation of a position. Additionally, your account may be rebalanced or reallocated periodically in order to re-establish the targeted percentages of your initial asset allocation. This rebalancing or reallocation will occur on the schedule we have determined together. You will be responsible for any and all tax consequences resulting from any rebalancing or reallocation of the account. We are not tax professionals and do not give tax advice.

The funds in your account will be held in a separate account, in your name, at an independent custodian, and not with us. All Exeq Portfolios managed through the application are required to use Apex Clearing Corporation as the independent custodian.

Assets Under Management

As of December 31, 2015, we do not have any asset under management nor do we have accounts for which we provide asset management services. We are a new adviser in 2015.

Fees and Compensation

A wrap fee program (“bundled”) allows you to pay a specified fee for investment management services and the execution of transactions. The fee is not based directly upon transactions in your account. The fee is bundled with our costs for executing transactions in your account(s).

The minimum account opening balance is \$10.00. For accounts with balances less than \$2,500, Exeq will charge a subscription fee of \$1 per month in advance. Subscription fees are not prorated for partial months. These fees will be charged to your bank account that is associated with your Exeq account automatically. If your bank account does not have sufficient funds to deduct the \$1.00 fee, we reserve the right to withdraw the outstanding Fee from your Exeq Account (held at the custodian) and/or terminate your access to our platform.

For accounts with more than \$2,500, the fee charged will be based upon the amount of money you invest. The fee is 0.50%. The fees are charged monthly, in advance, based upon the average daily balance of the previous month and will be billed and charged to your Exeq account held at the custodian automatically within the first two weeks of the month. Fees are prorated for each contribution and withdrawal made during the applicable calendar month (with the exception of small inconsequential contributions and withdrawals). In the event your Account does not have sufficient cash for us to charge the advisory fee, we will liquidate equities in order to make the payment you have authorized. These fees are not negotiable.

Exeq reserves the right to waive the Fee or any part thereof for any period for any client at its sole discretion.

When linking your bank account to your Exeq account, you may be presented with the option of using Plaid, a third-party service. If you decide to use the optional Plaid service to link your bank account to your Exeq account, you expressly grant to Exeq the right, power, and authority to (acting on your behalf) transmit your personal and financial information (such as from third party banks) as reasonably necessary for Plaid to provide Plaid's services to you. By using Plaid, you expressly authorize Exeq to retrieve your bank account and routing numbers, as well as your current bank balance ("Account Information") via Plaid. Exeq will not store your username and password for your bank account; Plaid will provide Exeq an access token that exclusively allows Exeq to retrieve your Account Information. Further, if you use the Plaid service when signing up for an Exeq account, you acknowledge and agree that the information you provide to Plaid through Exeq's app will be treated in accordance with Plaid's privacy policy, located at <https://plaid.com/privacy>. By using Plaid, you agree to the above terms and further agree to hold Exeq harmless from losses of any kind that may result from Plaid's use, misuse, or loss of your personal information and Account Information. Either party may terminate the relationship through our App at any time with a 48-hour notice.

Client may maintain a maximum of one linked bank account at any time. Initially, Client's Linked Bank Account will be the account which Client designates in the Application. To establish or change the Linked Bank Account Client will comply with applicable procedures within the Interface or as required elsewhere by Exeq. Exeq may place reasonable restrictions on the frequency with which Client changes the Linked Bank Account.

We believe our wrap fee is reasonable considering the fees charged by other investment advisers offering similar services/programs.

Since Exeq does not charge Clients fees based on trading activity, Exeq may have an incentive to limit trading activities in Client account(s) because Exeq is charged for executing trades.

By participating in a wrap fee program, Clients may end up paying more or less than they would through a non-wrap fee program where a lower advisory fee is charged, but trade execution costs are passed directly through to the Client by the executing broker. Clients could also invest in ETFs and stocks directly, without the Adviser's services. In that case, Clients would not receive the services provided by the Adviser

which are designed, among other things, to assist in determining which investments are appropriate for the portfolio and the Client's Account.

There are other fees that Clients may be charged by other parties. In our wrap fee program, we include all trade charges for your account. However, our fees do not include other related costs and expenses. You may incur certain charges imposed by custodians, and other third parties. These include custodial fees, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, including returned deposit fees, and other fees and taxes on brokerage accounts and securities transactions. ETFs also charge internal management fees, which are disclosed in the ETF manager's fund prospectus. We do not receive any compensation from ETF fund managers assessing these fees. All of these fees are in addition to the management fee you pay us. You should review all fees charged to fully understand the total amount of fees you will pay.

Item 5 – Account Requirements and Types of Clients

There are no minimum account size requirements; however, there is a minimum investment of \$10.

The Adviser provides portfolio management services to individuals, specializing in the millennial generation.

Item 6 – Portfolio Manager Selection and Evaluation

Portfolio Managers

We do not utilize outside portfolio managers. All client accounts are managed in-house by Exeq according to our five model portfolios. Using our interactive software application. Exeq reviews portfolio performance information provided through the Custodian.

Advisory Business

Exeq's sole advisory service is providing model portfolio management services provided through our Wrap Fee Programs. Please refer to Item 4 for all information pertaining to our advisory business. We tailor our recommendations to meet the financial objectives and risk tolerance of the model portfolio. Clients are not allowed to impose restrictions on investing in certain securities or types of securities.

Performance-Based Fees and Side-by-Side Management

We do not charge any performance-based fees. These are fees based on a share of capital gains on or capital appreciation of the assets of a Client. The Adviser does not perform side-by-side management.

Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis

Markowitz- Modern Portfolio Theory

This theory seeks to maximize expected return based on a given level of market risk, emphasizing that risk is an inherent part of higher reward. Under this theory an investor will take on increased risk only if compensated by higher expected returns. The risk, return, and correlation measures used, however, are based on expected values which often do not take into account new circumstances that did not exist when the historical data were generated.

During the investment process, Exeq recommends to each of its users a risk allocation that is best suited to the user. We calculate this allocation by taking into account the user's risk tolerance and financial objectives. Then Exeq recommends to the user the amount s/he should be investing. The Exeq Investment Algorithm is built to properly recommend to its users an initial investment deposit. The Exeq Investment Algorithm takes into account the user's liquid net worth, the respective account balances of these cash accounts over the previous three months, the sum balances of these cash accounts daily, the standard deviation of the summation of the accounts over the previous three months, and the user's current debt outstanding. The Exeq Investment Algorithm will then recommend to the user three investment funding options: A main recommendation tailored in accordance with the above data points highlighted, a conservative investment amount, and an aggressive investment amount. The user can either select an investment deposit amount based on the Exeq Investment Algorithm, or can select his own investment deposit amount.

Risk of Loss

We cannot guarantee analysis methods will yield a return. In fact, a loss of principal is always a risk. Investing in securities involves a risk of loss that you should be prepared to bear. You need to understand that investment decisions made for your account by us are subject to various market, currency, economic, political and business risks. The investment decisions we make for you will not always be profitable nor can we guarantee any level of performance.

Voting Client Securities

As a matter of firm policy and practice, we do not have any authority to and do not vote proxies on behalf of Clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in their portfolios. We are authorized to instruct the custodian to forward you copies of all proxies and shareholder communications relating to your account assets. Further, the Adviser will not be required to take any action or render any advice with respect to any securities held in the Account, which are named in or subject to class action lawsuits. The Adviser will, however, forward to the Client any information the Firm receives regarding class action legal matters involving any security held in the Account and discuss such information if the Client so desires.

Item 7 – Client Information Provided to Portfolio Managers

The Adviser has access to all Client information obtained by the Adviser with respect to the particular Client accounts that they manage. The Adviser does not provide Client information to any other portfolio managers.

Item 8 – Client Contact with Portfolio Managers

Clients may contact Exeq via email at help@exeq.io with respect to technical questions regarding the web-based application. Exeq provides investment advice only through its web-based software application.

Item 9 – Additional Information

Disciplinary Information

Registered Investment Advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of us or the integrity of our management. We do not have any information to disclose concerning Exeq or any of our investment advisors. We adhere to high ethical standards for all advisors and associates.

Other Financial Industry Activities and Affiliations

Neither Exeq nor any of its management persons are registered as a broker-dealer or registered as a representative of a broker-dealer, nor does it have any pending application to register. In addition, neither Exeq nor its management persons are affiliated with any broker-dealer.

Exeq and its management persons are not registering as a commodity pool operator, futures commission merchant, or commodity trading advisor.

Other Financial Industry Affiliations

We do not participate in other business activities or have any outside affiliations at this time.

Code of Ethics, Participation or Interest in Client Accounts and Personal Trading

We have adopted a Code of Ethics for all supervised persons of the firm describing its high standards of business conduct, and fiduciary duty to you, our client. 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, the reporting of certain gifts and business entertainment items, and personal securities trading procedures. All of our supervised persons must acknowledge the terms of the Code of Ethics annually, or as amended.

Participation or Interest in Client Accounts

Our Compliance policies and procedures prohibit anyone associated with Exeq from having an interest in a client account or participating in the profits of a client's account without the approval of the CCO.

The following acts are prohibited:

- Employing any device, scheme or artifice to defraud
- Making any untrue statement of a material fact
- Omitting to state a material fact necessary in order to make a statement, in light of the circumstances under which it is made, not misleading

- Engaging in any fraudulent or deceitful act, practice or course of business
- Engaging in any manipulative practices

Clients and prospective clients may request a copy of the firm's Code of Ethics by contacting the CCO.

Personal Trading

We may trade in securities that are purchased in our model portfolios. We may trade securities in our account that we have recommended to as long as we place our orders after customer orders. This policy is meant to prevent us from benefiting as a result of transactions placed on behalf of our advisory accounts.

Exeq has a personal securities transaction policy in place to monitor the personal securities transactions and securities holdings of "Access Persons". The policy requires that an Access Person of the firm provide the Chief Compliance Officer or his/her designee with a written report of their current securities holdings within ten (10) days after becoming an Access Person. Additionally, each Access Person must provide the Chief Compliance Officer or his/her designee with a written report of the Access Person's current securities holdings at least once each twelve (12) month period thereafter on a date the Adviser selects; provided, however that at any time that the Adviser has only one Access Person, he or she shall not be required to submit any securities report described above.

We have established the following restrictions in order to ensure our fiduciary responsibilities regarding insider trading are met:

- No securities for our personal portfolio(s) shall be bought or sold where this decision is substantially derived, in whole or in part, from the role of IAR(s) of Exeq, unless the information is also available to the investing public on reasonable inquiry. In no case, shall we put our own interests ahead of yours.

Privacy Statement

We are committed to safeguarding confidential information and hold all personal information provided to us in the strictest confidence. These records include all personal information that we collect from clients or receive from other firms in connection with any of the financial services they provide. We also require other firms with whom we deal with to restrict the use of your information. Our Privacy Policy is available upon request.

Conflicts of Interest

We act in a fiduciary capacity. If a conflict of interest arises between us and our clients, we shall make every effort to resolve the conflict in our client's favor. We strive to do what is equitable and in the best interests of all the accounts we advise.

Review of Accounts

All account reviews and statement delivery is done through the technology solution.

Brokerage Practices

Factors Used to Select Custodians

In recommending a custodian/broker-dealer, we look for companies that offers relatively low transaction fees, access to desired securities, trading platforms, and support services. We use Apex Clearing Corporation as the qualified custodian for all client accounts.

Soft Dollars

Apex Clearing Corporation oration may provide us 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"). These research products and/or services will assist us in our investment decision making process. Such research generally will be used to service all of the clients.

Because soft dollar benefits could be considered to provide a benefit to the adviser that might cause the client to pay more than the lowest available commission without receiving the most benefit, they are considered a conflict of interest in recommending or directing custodial and third party managerial services. Exeq mitigates these conflicts of interest through strong oversight of soft-dollar arrangements by the Chief Compliance Officer, in order to assure the soft dollar benefits serve the best interests of the client and only offering our services through our Wrap Program which eliminates transaction charges for all our clients.

There may other benefits from recommending Apex Clearing Corporation oration such as software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide research, pricing and other market data; (iv) facilitate payment of fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Other services may include, but are not limited to, performance reporting, third party research, publications, access to educational conferences, roundtables and webinars, practice management resources, access to consultants and other third party service providers who provide a wide array of business related services and technology with whom Exeq may contract directly. Soft dollar benefits may be proportionally allocated to any accounts that may generate different amounts of the soft dollar benefits.

Best Execution

We have an obligation to seek best execution for you. In seeking best execution, the determinative factor is not the lowest possible commission cost but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, commission rates, reputation and responsiveness. Therefore, we will seek competitive commission rates, but we may not obtain the lowest possible commission rates for account transactions. However, since Exeq's clients do not pay transaction costs, this potential conflict is mitigated.

Exeq anticipates that Apex Clearing Corporation. will provide best execution for the Client. However, in the event Exeq determines that Apex Clearing Corporation. does not at any time provide best execution in its capacity as a broker/dealer, Exeq reserves the right to select a different broker/dealer which will provide best execution with respect to such transaction. "Best execution" includes the amount of broker/dealer fees which will be charged to the Client Account in connection with any trade, but it may also include other benefits. As such, Exeq may retain Apex Clearing Corporation. as the broker/dealer with respect to the Account even if its broker/dealer fees are not the lowest fees which could be charged for such transaction.

Brokerage for Client Referrals

In selecting and/or recommending broker-dealers, we do not take into consideration whether or not we will receive client referrals from the broker-dealer or third party.

Directed Brokerage

Exeq does not allow clients to select their own custodian. We use Apex Clearing Corporation exclusively.

Trading

Generally, the Client will direct and be responsible for investments through the Application. However, Exeq has discretion over assets in your Account to trade to meet the model portfolios you have selected through the app.

Exeq anticipates (but is not obligated to) combine or "batch" orders to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among the clients differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently. Under this procedure, transactions will be averaged as to price and transaction costs and will be allocated among the clients in proportion to the purchase and sale orders placed for each client account on any given day. If Exeq cannot obtain execution of all the combined orders at prices or for transactions costs that Exeq believes are desirable, Exeq will allocate the securities Exeq does buy or sell as part of the combined orders by following their order allocation procedures.

Client Referrals and Other Compensation

We do not receive any economic benefit from someone who is not a client for providing advisory services to our clients nor do we directly or indirectly pay any compensation to another person if they refer clients to us.

Financial Information

We are required to provide you with certain financial information or disclosures about our financial condition. We have no financial commitment that would impair our ability to meet any contractual and fiduciary commitments to you, our client. We have not been the subject of any bankruptcy proceedings.

In no event shall we charge advisory fees that are both in excess of twelve hundred dollars and more than six months in advance of advisory services rendered.