

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

**Item 1 – Cover Page**

**ETFPortfolio Advisors LLC**

Mailing Address:

P.O. Box #3054

213 Carnegie Center

Princeton, New Jersey 08540

1-888-982-8670

[www.etfportfolioadv.com](http://www.etfportfolioadv.com)

Date of Disclosure Brochure: February 2018

---

This disclosure brochure provides information about the qualifications and business practices of ETFPortfolio Advisors LLC (also referred to as we, us and ETFPortfolio Advisors throughout this disclosure brochure). If you have any questions about the contents of this disclosure brochure, please contact Mohit Sharma at 1-888-982-8670 or [info@etfportfolioadv.com](mailto:info@etfportfolioadv.com). The information in this disclosure brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about ETFPortfolio Advisors is also available on the Internet at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can view our firm's information on this website by searching for ETFPortfolio Advisors LLC or our firm's CRD number is 282231.

\*Registration as an investment adviser does not imply a certain level of skill or training.

## **Item 2 – Material Changes**

Since our last annual amendment filed in March 2017,.

We will ensure that you receive a summary of any material changes to this and subsequent disclosure brochures within 120 days after our firm's fiscal year ends. Our firm's fiscal year ends on December 31, so you will receive the summary of material changes no later than April 30 each year. At that time we will also offer or provide a copy of the most current disclosure brochure. We may also provide other ongoing disclosure information about material changes as necessary.

### Item 3 – Table of Contents

Item 1 – Cover Page .....	1
Item 2 – Material Changes .....	2
Item 3 – Table of Contents .....	3
Item 4 – Advisory Business .....	4
Description of Investment Advisory Services .....	4
Limits Advice to Certain Types of Investments .....	5
Tailor Advisory Services to Individual Needs of Clients .....	5
Client Assets Managed by ETFPortfolio Advisors .....	5
Item 5 – Fees and Compensation .....	5
Item 6 – Performance-Based Fees and Side-By-Side Management .....	6
Item 7 – Types of Clients .....	6
Minimum Investment Amounts Required and Other Conditions .....	6
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss .....	7
Methods of Analysis .....	7
Investment Strategies .....	7
Risk of Loss .....	8
Item 9 – Disciplinary Information .....	9
Item 10 – Other Financial Industry Activities and Affiliations .....	9
Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading .....	10
Code of Ethics Summary .....	10
Affiliate and Employee Personal Securities Transactions Disclosure .....	10
Item 12 – Brokerage Practices .....	10
Item 13 – Review of Accounts .....	10
Item 14 – Client Referrals and Other Compensation .....	11
Item 15 – Custody .....	11
Item 16 – Investment Discretion .....	11
Item 17 – Voting Client Securities .....	11
Item 18 – Financial Information .....	11
Customer Privacy Policy Notice .....	12

#### **Item 4 – Advisory Business**

ETFPortfolio Advisors is an investment adviser registered with the United States Securities and Exchange Commission (“SEC”) and is a limited liability company (LLC) formed under the laws of the State of New Jersey. We provide advice through a web-based application to our clients.

- Mohit Sharma, Chief Compliance Officer (CCO) and a Managing Member along with Ashok Roy, Managing Member, are the controlling Members (i.e. owners) of ETFPortfolio Advisors.
- ETFPortfolio Advisors was established in December 2012, but we did not initiate services until December 2015 when we registered the firm as an investment adviser.

#### **Description of Investment Advisory Services**

Our services are provided solely to institutional-level, professional financial advisor clients (refer to Item 7 for more details) through an interactive website using computer-based models and applications to collect information and provide services described below. Please understand that a written agreement, which details the exact terms of the service, must be signed by you and ETFPortfolio Advisors before we can provide the services described below to financial advisor clients.

We will need to obtain certain information from each client through our interactive website. Clients are responsible for providing any changes to the financial situation and investment objective mandates by updating their responses on our interactive website.

ETFPortfolio Advisors offers an internet based ETF Portfolio research service in which we create recommended portfolios and asset allocation models comprised of Exchanged Traded Funds (ETFs). We will recommend a specific investment model based on the client's answers to our assessment questionnaire. The assessment questionnaire is designed to illicit sufficient information so that we can determine an accurate investment profile .

It is important that you understand that we do not trade your accounts or any other accounts owned or managed by our clients. Instead, we provide specific ETF recommendations along with specific recommendations for when to buy and sell the recommended ETFs (“buy-sell alert signals”). Our service is algorithmic based and our buy-sell alert signals are made available online through our interactive website.

Because we will not have authorization or access over any accounts and cannot make trades in our clients' accounts, it will be your sole responsibility to execute our recommended ETF holdings in your brokerage account(s). You are not obligated or required to implement our recommendations and may select any securities of your own choosing. However, it is important to understand that all future ETF buy-sell alert signals we provide are based on our prior recommendations and we presume you are following our prior recommendations. We will not know if you are not implementing our recommendations and do not adjust future recommendations in the event you reject our prior buy-sell alert signals.

It is important that you understand that we may give other clients advice or take actions for them or for our personal accounts that is different from the advice we provide to you. We are not obligated to recommend to you any security or other investment that we may recommend for any other clients or for our own accounts.

Conflicts may arise in the recommendation of investment opportunities among clients that use our service. We strive to recommend investment recommendations believed to be appropriate for each model. However, there can be no assurance that a particular investment recommendation that comes to our attention will be recommended. If we obtain material, non-public information about a security or its issuer that we may not lawfully use or disclose, we have absolutely no obligation to disclose the information to any client or use it for any client's benefit.

#### **Limits Advice to Certain Types of Investments**

Our buy-sell alert signals are limited to ETFs. Please refer to Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss for more information.

#### **Tailor Advisory Services to Individual Requests of Clients**

Our advisory services are always provided based on specific information and circumstances provided by our clients. You will need to complete our questionnaire(s) and provide other information through our interactive website so that we can determine the appropriate investment objectives and risk profile(s) in order to identify the most appropriate ETF investment model. You need to consider whether your entire investment portfolio, including the accounts you manage not using our investment recommendations, is properly diversified. We do not consider or advise whether a client's entire investment portfolio is properly diversified.

#### **Client Assets Managed by ETFPortfolio Advisors**

ETFPortfolio Advisors does not provide investment supervisory or asset management services. Investment supervisory or asset management services mean providing you with continuous and on-going supervision over your accounts and continuously monitoring your account and making trades in that account when necessary.

### **Item 5 – Fees and Compensation**

In addition to the information provided in *Item 4 – Advisory Business*, this section provides additional details regarding our firm's services along with descriptions of the fees we charge. It should be noted that lower fees for comparable service may be available from other sources. The exact fees and other terms will be outlined in the agreement between you and ETFPortfolio Advisors.

The service fee charged to professional financial advisor clients is based on the number accounts a financial advisor may have. For financial advisors with up to 10 accounts, we charge \$199.99 per month or \$2,000.00 annually (divided into semi-annual payments). Fees are charged and due in advance at the beginning of each billing period. Our service is intended to be on-going and will remain at the set price of \$199.99 per month or \$2,000.00 annually.

For financial advisors with up to 30 accounts, we charge \$499.99 per month or \$5,000.00 annually (divided into semi-annual payments). Fees are charged and due in advance at the beginning of each billing period. Our service is intended to be on-going and will remain at the set price of \$499.99 per month or \$5,000.00 annually.

For financial advisors with 30 or more accounts, we charge a fee based on the total amount of assets the financial advisor invests utilizing our strategies. The total dollar amount of assets invested using our strategies is provided by each client through our interactive website. It is important for clients to correctly notify us the amount of investable assets they manage using our strategies because our buy-sell alert signals are contingent on the amount of assets a client has. For example, clients with \$1,000,000 of investable assets will receive different buy-sell alert signals than clients that have \$10,000. For new clients, the first year's annual fee is 12 basis points (0.12%) on the initial dollar amount reported to our firm at the commencement of services. For the second and subsequent years, we will charge 12 basis points (0.12%) on the dollar amount reported on account's calendar year end. The annual fee is divided into monthly payments and due at the beginning of each month.

Fees are collected online, through our website using a credit card or ACH payment.

You may terminate access to our website upon providing ETFPortfolio Advisors with notice of termination any time prior to the due date of the next monthly payment without penalty and with no fees due. For annual subscription clients, if services terminate before the completion of the annual subscription period, a pro-rated refund will be issued based on the number of months services were provided.

Fees paid to ETFPortfolio Advisors for consulting services are separate and distinct from any commissions charged by a broker-dealer, custodian fees, other expenses or asset management fees charged by an investment adviser to implement investments. We do not receive any portion of such commissions, fees or expenses.

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

Performance-based fees are defined as fees based on a share of capital gains on or capital appreciation of the assets held in a client's account. *Item 6* is not applicable to this Disclosure Brochure because we do not charge or accept performance-based fees.

#### **Item 7 – Types of Clients**

ETFPortfolio Advisors generally provides investment advice to professional financial advisors.

You are required to execute a written agreement with ETFPortfolio Advisors specifying the particular advisory services in order to establish a client arrangement with ETFPortfolio Advisors.

#### **Minimum Investment Amounts Required and Other Conditions**

ETFPortfolio Advisors recommends a minimum investment amount of \$5,000 to utilize our service. The total dollar amount of assets invested using our strategies is provided by each client through our interactive website. It is important for clients to correctly tell us the amount of investable assets they manage using our strategies because our buy-sell alert signals are contingent on the amount of assets among other criteria. For example, clients with \$1,000,000 of investable assets will receive different buy-sell alert signals than clients that have \$10,000.

Investors evaluating our web based service should be aware that our relationship with clients is likely to be different from the "traditional" investment advisor relationship in several aspects:

1. ETFPortfolio Advisors is a software based investment advisor which means each client must acknowledge her ability and willingness to conduct her relationship with ETFPortfolio Advisors on an electronic basis. Under the terms of our agreement, each client agrees to receive all information and

documents (including this Brochure), and any updates or changes to same, through their access to our website and our electronic communications. Unless noted otherwise on the website or within this Brochure, our advisory service, the signature for our client agreement, and all documentation related to the advisory services are managed electronically. ETFPortfolio Advisors does make individual representatives available to discuss servicing matters with clients.

2. To provide its advisory services and tailor its investment decisions to each client's specific needs, ETFPortfolio Advisors collects information from each client, including specific information about their investing profile such as financial situation, investment experience, and investment objectives. ETFPortfolio Advisors maintains this information in strict confidence subject to our Privacy Policy. Although ETFPortfolio Advisors contacts its clients periodically as described further in Item 13 below, a client must promptly notify ETFPortfolio Advisors of any change in her financial situation or investment objectives that might require a review or revision of her portfolio.

## **Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss**

### **Methods of Analysis**

ETFPortfolio Advisors utilizes Technical analysis as our primary method of analysis. Through this method, we outline the technical factors that we believe are relevant clues to possible future market direction. The basic foundations or premises of technical analysis are that a market's current price discounts all information available, that price movements are not random, and that patterns in market price movements, in many cases, tend to repeat themselves. Technical analysis does not concern itself with market basics or fundamentals. Rather, technical analysis involves the study of a market's trading patterns through the use of charts, trend lines, support and resistance levels, and many other mathematical analysis tools.

Our model monitors key market technical and psychological indicators, to determine market trend. We also monitor the relative strength of all ETFs, based on price and volatility. Appropriate buy and sell signals are generated for client's portfolio based on above factors to capture market trend and select the best performing ETF in its asset class.

The risk associated with technical analysis is that it is subjective. While a quantitative approach is possible, technical analysis usually entails a qualitative assessment of how market forces interact with one another in their impact on the investment in question. It is based on identifying recurring patterns of price action as observed in time series. Another risk associated is that the market may, in some occasions, extend patterns beyond previous experienced, not always providing consistency.

### **Investment Strategies**

Our investment models are designed to be long-term investment strategies. Therefore, we will suggest that many of our ETF recommendations be held for at least one year, but we will also recommend some short term purchases which should be bought and sold within the same year.

### **Primarily Recommend One Type of Security**

ETFPortfolio Advisors primarily recommends Exchange Traded Funds (ETFs). In simple terms, ETFs are funds that hold all the securities in an index (e.g., the U.S. Dow) and trade like a stock. In an ETF, the job of the investment manager is to keep the portfolio as close to its index as possible rather than to make

judgments on a single security. To keep the portfolio aligned with its index, the manager must buy the stock in the index regardless of the security's price.

When investing in an ETF, you will bear additional expenses based on your pro-rata share of the ETF's operating expenses, including the potential duplication of fees (i.e. the fee paid to ETFPortfolio Advisors and the underlying fee paid to the ETF's investment manager). The risk of owning an ETF generally reflects the risks of owning the underlying securities the ETF holds. You will also incur brokerage costs when purchasing ETFs. The following are some additional risks associated with ETFs:

- **Geographical Limitations:** The United States has many ETF products but some countries have only a few ETFs available with limited products (e.g., only large-cap products).
- **Trading Limitations:** If ETFs have large trading volumes, the advantage of purchasing it over an index or equity diminishes. In addition, active ETFs can increase trading fees and expenses.
- **Investment Horizon Limitation:** The trading opportunities of an ETF may be more suitable for a short-term investor than a long-term investor.
- **Inactivity Limitation:** Some ETFs are not as actively traded as others and investing in actively managed mutual fund may be more effective.
- **Tax Limitations:** Tax laws vary from state to state and country to country. For foreign investments, it may be more advantageous to find another product.

### **Risk of Loss**

Past performance is not indicative of future results. Therefore, you should never assume that future performance of any specific investment or investment strategy will be profitable. Investing in securities (including stocks, mutual funds, and bonds, etc.) involves risk of loss. Further, depending on the different types of investments there may be varying degrees of risk. You should be prepared to bear investment loss including loss of original principal.

Because of the inherent risk of loss associated with investing, our firm is unable to represent, guarantee, or even imply that our services and methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to market corrections or declines. There are certain additional risks associated with investing in securities through our investment management program, as described below:

- **Market Risk** – Either the stock market as a whole, or the value of an individual company, goes down resulting in a decrease in the value of client investments. This is also referred to as systemic risk.
- **Equity (stock) market risk** – Common stocks are susceptible to general stock market fluctuations and to volatile increases and decreases in value as market confidence in and perceptions of their issuers change. If you held common stock, or common stock equivalents, of any given issuer, you would generally be exposed to greater risk than if you held preferred stocks and debt obligations of the issuer.
- **Company Risk**. When investing in stock positions, there is always a certain level of company or industry specific risk that is inherent in each investment. This is also referred to as unsystematic risk and can be reduced through appropriate diversification. There is the risk that the company will perform poorly or have its value reduced based on factors specific to the company or its industry. For example, if a company's employees go on



strike or the company receives unfavorable media attention for its actions, the value of the company may be reduced.

- Fixed Income Risk. When investing in bonds, there is the risk that the issuer will default on the bond and be unable to make payments. Further, individuals who depend on set amounts of periodically paid income face the risk that inflation will erode their spending power. Fixed-income investors receive set, regular payments that face the same inflation risk.
- Management Risk – Your investment with our firm varies with the success and failure of our investment strategies, research, analysis and determination of portfolio securities. If our investment strategies do not produce the expected returns, the value of the investment will decrease.

Additionally, there are certain risks associated with internet based investment advisors like our firm.

- Our investment tool is programmed to use certain economic assumptions that may not be updated in a timely manner or shifts in the market.
- The output of the automated investment tool depends upon the accuracy of the information inputted into the tool.
- There may be certain factors or variables which have not been accounted for with our interactive website. To the extent some questions are over-generalized, ambiguous or designed to fit a pre-determined option, the output may not be right for all investor's needs or goals.
- By only using the automated investment service, investors could lose out on the value of direct human contact and interaction.
- You will not receive our recommendations if you lose access to our website or fail to login to our website. Moreover, our recommendations should be viewed in their totality which means future recommendations are based on our past buy-sell alert signals. Therefore, if you do not follow our buy-sell alert signals, future recommendations may be negatively impacted.

#### **Item 9 – Disciplinary Information**

*Item 9* is not applicable to this Disclosure Brochure because there are no legal or disciplinary events that are material to a client's or prospective client's evaluation of our business or integrity.

#### **Item 10 – Other Financial Industry Activities and Affiliations**

ETFPortfolio Advisors is **not** and does **not** have a related person that is a broker/dealer, municipal securities dealer, government securities dealer or broker, an investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund," and offshore fund), another investment adviser or financial planner, a futures commission merchant, commodity pool operator, or commodity trading advisor, a banking or thrift institution, an accountant or accounting firm, a lawyer or law firm, an insurance company or agency, a pension consultant, a real estate broker or dealer, and a sponsor or syndicator of limited partnerships.

Mr. Sharma is a full time employee with IRIS Software where he is currently a Senior Business Analyst working on a Risk and Compliance Project for Citibank. He currently spends approximately 80% of his

time working for IRIS Software with the rest of his time devoted to ETFPortfolio Advisors. Mr. Sharma's employment with IRIS Software is not considered material to ETFPortfolio Advisors clients.

Mr. Roy is the Co-founder and CEO of Live Smart KK based in Tokyo, Japan. Live Smart KK develops Internet of things (IoT) based home automation solutions.

## **Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading**

### **Code of Ethics Summary**

According to the *Investment Advisers Act of 1940*, an investment adviser is considered a fiduciary and has a fiduciary duty to all clients. ETFPortfolio Advisors has established a Code of Ethics to comply with the requirements of Section 204(A)-1 of the *Investment Advisers Act of 1940* that reflects its fiduciary obligations and those of its supervised persons. The Code of Ethics also requires compliance with federal securities laws. The Code of Ethics covers all individuals that are classified as "supervised persons". All employees, officers, directors and investment adviser representatives are classified as supervised persons. ETFPortfolio Advisors requires its supervised persons to consistently act in your best interest in all advisory activities. ETFPortfolio Advisors imposes certain requirements on its affiliates and supervised persons to ensure that they meet the firm's fiduciary responsibilities to you. The standard of conduct required is higher than ordinarily required and encountered in commercial business.

This section is intended to provide a summary description of the Code of Ethics of ETFPortfolio Advisors. If you wish to review the Code of Ethics in its entirety, you should send us a written request and upon receipt of your request, we will promptly provide a copy of the Code of Ethics to you.

### **Affiliate and Employee Personal Securities Transactions Disclosure**

ETFPortfolio Advisors and its supervised persons may buy or sell Exchanged Traded Funds (ETFs) that are also recommended to clients. Securities recommended by ETFPortfolio Advisors are widely held and publicly traded. In addition, in accordance with its fiduciary duty to clients, ETFPortfolio Advisors and its supervised persons will place client interests ahead of their own interests. Finally, we have developed policies and procedures under our Code of Ethics that require our supervised persons to submit their personal securities holdings and transactions to our Firm. This is done so that we may monitor their investments to ensure compliance with our Code of Ethics and our general fiduciary duty to clients.

## **Item 12 – Brokerage Practices**

Our services do not include the selection or recommendation of broker-dealers to be used for implementation of client securities transactions.

## **Item 13 – Review of Accounts**

You will receive accounts statements, at least quarterly, directly from the qualified custodian of your accounts. We will not have access to such account statements and do not receive copies of your individual account statements. Therefore, if you have questions about the account statements you receive, you need to contact your qualified custodian.

We will provide quarterly performance reports of our recommended ETF models. It is important to understand that the reports we provide are not reflective of your actual holdings and should not be considered direct information about your actual account holdings. Our reports are designed to provide

performance and position information of our ETF buy-sell alert signals. Because we do not manage your individual accounts, we do not actively monitor or evaluate your actual account holdings. Mohit Sharma is ultimately responsible for our ETF model portfolios and makes adjustments to the models on an on-going basis.

#### **Item 14 – Client Referrals and Other Compensation**

ETFPortfolio Advisors does not directly or indirectly compensate any person for client referrals.

The only compensation received from advisory services is the fees charged for providing investment advisory services as described in *Item 5* of this Disclosure Brochure. ETFPortfolio Advisors receives no other forms of compensation in connection with providing investment advice.

#### **Item 15 – Custody**

Custody, as it applies to investment advisors, has been defined by regulators as having access or control over client funds and/or securities. In other words, custody is not limited to physically holding client funds and securities. If an investment adviser has the ability to access or control client funds or securities, the investment adviser is deemed to have custody and must ensure proper procedures are implemented. According to this definition, ETFPortfolio Advisors does **not** have custody of client funds or securities.

#### **Item 16 – Investment Discretion**

ETFPortfolio Advisors will not have access to your accounts and therefore does not have discretionary authority for any client accounts.

#### **Item 17 – Voting Client Securities**

ETFPortfolio Advisors does not vote proxies on behalf of clients or provide advice regarding specific proxies. Therefore, it is your responsibility to vote all proxies for securities held in your account(s). You will receive proxies directly from the qualified custodian or transfer agent. You are encouraged to read through the information provided with the proxy-voting documents and make a determination based on the information provided.

#### **Item 18 – Financial Information**

This *Item 18* is not applicable to this brochure. ETFPortfolio Advisors does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance. Therefore, we are not required to include a balance sheet for the most recent fiscal year. We are not subject to a financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients. Finally, ETFPortfolio Advisors has not been the subject of a bankruptcy petition at any time.

## Customer Privacy Policy Notice

In November of 1999, Congress enacted the Gramm-Leach-Bliley Act (GLBA). The GLBA requires certain financial institutions, such as investment advisor firms, to protect the privacy of customer information. In situations where a financial institution does disclose customer information to nonaffiliated third parties, other than permitted or required by law, customers must be given the opportunity to opt out or prevent such disclosure. ETFPortfolio Advisors does not share or disclose customer information to nonaffiliated third parties except as permitted or required by law.

**Commitment to Your Private Information.** ETFPortfolio Advisors is committed to safeguarding the confidential information of its clients. ETFPortfolio Advisors holds all personal information provided by clients in the strictest confidence and it is the objective of the firm to protect the privacy of all clients. Except as permitted or required by law, the firm does not share confidential information about clients with nonaffiliated parties. In the event that there were to be a change in this policy, the firm will provide clients with written notice and clients will be provided an opportunity to direct ETFPortfolio Advisors as to whether such disclosure is permissible.

**Why We Collect and How We Use Information.** To conduct regular business, ETFPortfolio Advisors may collect personal information from sources such as:

- Information reported by the client on applications or other forms the client provides to the firm
- Information developed as part of analyses or investment advisory services

To administer, manage, service, and provide related services for clients, it is necessary for ETFPortfolio Advisors to provide access to customer information within the firm and to nonaffiliated companies, with whom the firm has entered into agreements with. To provide the utmost service, the firm may disclose the information below regarding customers and former customers, as necessary, to companies to perform certain services on the firm's behalf.

- Information ETFPortfolio Advisors receives from the client on applications (name, social security number, address, assets, etc.)
- Information about the client's transactions with the firm or others (account information, payment history, parties to transactions, etc.)
- Information about a client's financial products

**Sharing Information with Other Companies Permitted Under Law.** Since ETFPortfolio Advisors shares nonpublic information solely to service client accounts, the firm does not disclose any nonpublic personal information about the firm's customers or former customers to anyone, except as permitted by law. However, the firm may also provide customer information outside of the firm as required by law, such as to government entities, consumer reporting agencies or other third parties in response to subpoenas. In the event that the firm has a change to its customer privacy policy that would allow it to disclose non-public information not covered under applicable law, the firm will allow its clients the opportunity to opt out of such disclosure.

**Former Customers.** Even if we cease to provide you with financial products or services, our Privacy Policy will continue to apply to you and we will continue to treat your nonpublic information with strict confidentiality.