

TradingValley Inc. Wrap Fee Program Brochure

This brochure provides information about the qualifications and business practices of Growin which is developed and maintained by TradingValley Inc. If you have any questions about the contents of this brochure, please contact us at +886-2713-6598 or by email at: hsheng@leadinfo.com.tw. 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 TradingValley Inc. is also available on the SEC's website at www.adviserinfo.sec.gov. TradingValley Inc.'s CRD number is: 298542.

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

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Item 2: Material Changes

TradingValley Inc. has changed the following items for annual updating amendment of the year 2020.

1. physical address: 7F, No. 110, Zhouzi St. Neihu Dist., Taipei City, Taiwan
2. Website URL: <https://www.growin.tv>
3. Fees: Addressed on the table in Item 4 Service fees and compensation
4. Account minimum: \$10,000 of account minimum is required for Growin's services.
5. Amount under management: Discretionary amounts to \$7272.30 as of 2 March, 2020
6. Referral program: \$50 will be provided to both referring clients and the referred clients.
7. Client account reviewer: Chang Yuan Cheng

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Item 4: Services Fees and Compensation

TradingValley Inc. (hereinafter “TradingValley”) provides clients with software-based investment advisory and portfolio management services through Growin (hereinafter “Growin” or “the APP”) and offers the following services to advisory clients:

A. Description of Services

Growin participates in and sponsors wrap fee programs, which means Growin will wrap third party fees (i.e., custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.) for wrap fee portfolio management accounts. Growin will charge clients one fee, and pay all transaction fees using the fee collected from the client. Accounts participating in the wrap fee program are not charged higher advisory fees based on trading activity, but clients should be aware that TradingValley has an incentive to limit trading activities for those accounts since the firm absorbs those transaction costs.

Certain other fees are not included in the wrap fee and are paid for separately by the client. These include, but are not limited to, margin costs, charges imposed directly by a mutual fund or exchange traded fund, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

The fee schedule is set forth below:

Risk Level	Total Assets Under Management	Annual Fees
1	All Assets	0.5%
2	All Assets	0.55%
3	All Assets	0.6%
4	All Assets	0.6%
5	All Assets	0.6%
6	All Assets	0.65%
7	All Assets	0.75%

Risk Level	Total Assets Under Management	Annual Fees
8	All Assets	0.85%
9	All Assets	0.95%
10	All Assets	1%

These fees are negotiable depending upon the needs of the client and complexity of the situation and the final fee schedule is attached in the client contract. Growin uses an average of the daily balance in the client's account throughout the billing period, after taking into account deposits and withdrawals, for purposes of determining the market value of the assets upon which the advisory fee is based.

Advisory fees are withdrawn directly from the client's accounts with client written authorization. Fees are paid quarterly in arrears. Because fees are charged in arrears, no refund policy is necessary.

Clients may terminate the contract without penalty, for full refund, within five business days of signing the contract. Thereafter, clients may terminate the contract anytime. However, the refund will be returned to client's designated account after all the actions of account closing have been done, including but not limited to asset transaction and management fees deductions.

B. Contribution Cost Factors

The program may cost the client more or less than purchasing such services separately. There are several factors that bear upon the relative cost of the program, including the trading activity in the client's account, the adviser's ability to aggregate trades, and the cost of the services if provided separately (which in turn depends on the prices and specific services offered by different providers).

C. Additional Fees

Clients who participate in the wrap fee program will not have to pay for transaction or trading fees. However, clients are still responsible for all other account fees, such as annual IRA fees to the custodian, transition fees if the account is moved to another broker, or mutual fund fees.

D. Compensation of Client Participation

Neither TradingValley, nor any representatives of TradingValley receive any additional compensation beyond advisory fees for the participation of client's in the wrap fee program. However, compensation received may be more than what would have been received if client paid separately for investment advice, brokerage, and other services. Therefore, TradingValley may have a financial incentive to recommend the wrap fee program to clients.

Item 5: Account Requirements and Types of Clients

Growin generally provides wrap fee advisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals

\$10,000 of account minimum is required for Growin's services.

Item 6: Portfolio Manager Selection and Evaluation

A. Selecting/Reviewing Portfolio Managers

TradingValley will not select any outside portfolio managers for management of Growin's wrap fee program. TradingValley will be the sole portfolio manager for this wrap fee program.

Standards Used to Calculate Portfolio Manager Performance

TradingValley will use industry standards to calculate portfolio manager performance.

Review of Performance Information

TradingValley reviews the performance information to determine and verify its accuracy and compliance with presentation standards. The performance information is reviewed quarterly and is reviewed by TradingValley.

B. Related Persons

TradingValley and its personnel serve as the portfolio managers for all wrap fee program accounts. This is a conflict of interest in that no outside adviser assesses TradingValley's management of the wrap fee program. However, TradingValley addresses this conflict by acting in its clients' best interest consistent with its fiduciary duty as sponsor and portfolio manager of the wrap fee program.

C. Advisory Business

TradingValley offers portfolio management services to its wrap fee program participants as discussed in Section 4 above.

Robo-Advisory Portfolio Management Services

Growin provides "robo-advisory" portfolio management services via an online app. This entails the use of algorithm-based portfolio management advice, rather than in-person investment advice. These automated investment solutions are customized to each client and based on individual characteristics, such as the client's age, risk tolerance, income, and current assets, among others.

Portfolio management accounts participating in the wrap fee program will not have to pay for transaction or trading fees. Growin will charge clients one fee, and pay transaction fees using the advisory fee collected from the client. Certain other fees are not included in the wrap fee and are paid for separately by the client. These include, but are not limited to, margin costs, charges imposed directly by a mutual fund or exchange traded fund, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

Accounts participating in the wrap fee program are not charged higher advisory fees based on trading activity, but clients should be aware that TradingValley has an incentive to limit trading activities for those accounts since the firm absorbs those transaction costs. To address this conflict, TradingValley will always act in the best interest of its clients consistent with its fiduciary duty as an investment adviser.

Performance-Based Fees and Side-By-Side Management

Growin does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Services Limited to Specific Types of Investments

TradingValley's Growin service generally limits its investment advice to mutual funds, equities, ETFs (including ETFs in the gold and precious metal sectors), commodities and non-U.S. securities. TradingValley may use other securities as well to help diversify a portfolio when applicable.

Client Tailored Services and Client Imposed Restrictions

Growin offers the same suite of services to all of its clients. However, specific client financial plans and their implementation are dependent upon the client Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels) and is used to construct a client specific plan to aid in the selection of a portfolio that matches restrictions, needs, and targets.

Clients may not impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent Growin from properly servicing the client account, or if the restrictions would require Growin to deviate from its standard suite of services, Growin reserves the right to end the relationship.

Wrap Fee Programs

TradingValley sponsors and acts as portfolio manager for this wrap fee program. TradingValley manages the investments in the wrap fee program, but does not manage those wrap fee accounts any differently than non-wrap fee accounts.

Amounts Under Management

TradingValley has the following assets under management:

Discretionary Amounts:	Non-Discretionary Amounts:	Date Calculated:
\$727268.3	\$0	2 March, 2020

Methods of Analysis and Investment Strategies

TradingValley's methods of analysis include Fundamental analysis, Modern portfolio theory and Quantitative analysis.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Modern portfolio theory is a theory of investment that attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, each by carefully choosing the proportions of various asset.

Quantitative analysis deals with measurable factors as distinguished from qualitative considerations such as the character of management or the state of employee morale, such as the value of assets, the cost of capital, historical projections of sales, and so on.

Investment Strategies

Our portfolios are designed for the mid- to long-term investing, and invest securities across many asset classes to achieve diversity. Each portfolio will be checked to see if there's any securities in it that needs to be adjust in a monthly basis. So in each month, if the securities performs badly and the quantitative criteria of adjustment is being met, it's possible that it can be sold in a month. Otherwise, we will hold on to them as long as possible.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Material Risks Involved

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Modern portfolio theory assumes that investors are risk averse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

Quantitative analysis Investment strategies using quantitative models may perform differently than expected as a result of, among other things, the factors used in the models, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Risks of Specific Securities Utilized

Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below are not guaranteed or insured by the FDIC or any other government agency.

Mutual Funds: Investing in mutual funds carries the risk of capital loss and thus you may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be of bond “fixed income” nature (lower risk) or stock “equity” nature.

Equity investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.

Exchange Traded Funds (ETFs): An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency in products and increasing complexity, conflicts of interest and the possibility of inadequate regulatory compliance. Precious Metal ETFs (e.g., Gold, Silver, or Palladium Bullion backed “electronic shares” not physical metal) specifically may be negatively impacted by several unique factors, among them (1) large sales by the official sector which own a significant portion of aggregate world holdings in gold and other precious metals, (2) a significant increase in hedging activities by producers of gold or other precious metals, (3) a significant change in the attitude of speculators and investors.

Commodities are tangible assets used to manufacture and produce goods or services. Commodity prices are affected by different risk factors, such as disease, storage capacity, supply, demand, delivery constraints and weather. Because of those risk factors, even a well-diversified investment in commodities can be uncertain.

Non-U.S. Securities present certain risks such as currency fluctuation, political and economic change, social unrest, changes in government regulation, differences in accounting and the lesser degree of accurate public information available.

Past performance is not a guarantee of future returns. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Voting Client Proxies

TradingValley will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 7: Client Information Provided to Portfolio Managers

All client information material to managing the portfolio (including basic information, risk tolerance, sophistication level, and income level) is provided to the portfolio manager. The portfolio manager will also have access to that information as it changes and is updated.

Item 8: Client Contact with Portfolio Managers

Growin provides investment advice to all of its clients exclusively through an interactive app and website, except that TradingValley may provide investment advice to fewer than 15 clients through other means during the preceding twelve months per SEC registration as an internet adviser per rule 203A-2(e).

Item 9: Additional Information

A. Disciplinary Action and Other Financial Industry Activities

Criminal or Civil Actions

There are no criminal or civil actions to report.

Administrative Proceedings

There are no administrative proceedings to report.

Self-regulatory Organization Proceedings

There are no self-regulatory organization proceedings to report.

Registration as a Broker/Dealer or Broker/Dealer Representative

Neither TradingValley nor its representatives are registered as or have pending applications to become a broker/dealer or as representatives of a broker/dealer.

Registration as a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor

Neither TradingValley nor its representatives are registered as or have pending applications to become a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor.

Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Neither TradingValley nor its representatives have any material relationships to this advisory business that would present a possible conflict of interest.

Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections

TradingValley does not utilize nor select other advisors or third party managers. All assets are managed by TradingValley management.

B. Code of Ethics, Client Referrals, and Financial Information

Code of Ethics

We have a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. Our Code of Ethics is available free upon request to any client or prospective client.

Recommendations Involving Material Financial Interests

TradingValley expects from time to time to run promotional campaigns to attract Clients to open Accounts with Growin. These promotions may include additional Account services or products offered on a limited basis to select Clients, more favorable fee arrangements, and/or reduced or waived advisory fees for Clients, including Growin' Invite Program pursuant to which Clients may invite friends and others to open an account with Growin. Growin offers \$50 for both the referring Client and the referred Client for each referral.

TradingValley has certain arrangements in which it paid bloggers and others who posted advertisements for Growin a flat fee per client who responds to such advertisement and funds a certain amount of asset initially to the account.

These arrangements may create an incentive for a third party or other existing Client to refer prospective Clients to Growin, even if the third party would otherwise not make the referral. These arrangements may also create a conflict of interest for a Client to maintain a certain level of assets managed through Growin if doing so would result in eligibility to receive an incentive, bonus or additional compensation.

Investing Personal Money in the Same Securities as Clients

From time to time, representatives of TradingValley may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of TradingValley to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. TradingValley will always document any transactions that could be construed as conflicts of interest and will never engage in trading that operates to the client's disadvantage when similar securities are being bought or sold.

Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of TradingValley may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of TradingValley to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, TradingValley will never engage in trading that operates to the client's disadvantage when similar securities are being bought or sold.

Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

Client accounts are reviewed at least quarterly only by Chang Yuan Cheng. Chang Yuan Cheng is the chief compliance officer and is instructed to review clients' accounts with regards to their investment policies and risk tolerance levels. All accounts at TradingValley are assigned to this reviewer.

Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

Content and Frequency of Regular Reports Provided to Clients

Each client will receive at least quarterly from the custodian, a written report that details the client's account including assets held and asset value which will come from the custodian.

Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

TradingValley does not receive any economic benefit, directly or indirectly from any third party for advice rendered to TradingValley clients.

Balance Sheet

TradingValley Growin does not require nor solicit prepayment of more than \$1,200 in fees per client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither TradingValley nor its management have any financial conditions that are likely to reasonably impair our ability to meet contractual commitments to clients.

Bankruptcy Petitions in Previous Ten Years

TradingValley has not been the subject of a bankruptcy petition in the last ten years.