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Form ADV Part 2 Client Brochure

Form ADV Part 2A

NOMAD FINTECH INC

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01/08/2021

Item 1 Cover Page

This brochure provides information about the qualifications and business practices of NOMAD FINTECH INC (hereinafter “Nomad”). If you have any questions about the contents of this brochure, please contact us at +1(888)998-2261 and/or support@nomadglobal.com. 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 Nomad Fintech Inc. also is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2: Material Changes

This brochure ("Brochure") is dated December 30, 2020. The following information provides a summary of material changes that have been made to this brochure since February 21, 2020:

- **Item 4: Advisory Business - D. Wrap Fee Programs:** Nomad added this section to state the current wrap fee programs that it is offering for its advisory business.
- **Item 5: Fees and Compensation - A. Advisory Fees:** Nomad changed the Advisory Fee from 1.00% to 0.50%
- **Item 7: Types of Clients:** Nomad changed the minimum investment amount from \$500 USD to \$1,000 USD.
- **Item 8: Methods of Analysis, Investment Strategies and Risk of Loss:** Nomad included additional risks that clients should take into consideration when using Nomad services: Service provider risks and specific risks of investing in ETFs.

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Item 4: Advisory Business

A. General Description of Nomad

Nomad Fintech Inc. is a software based investment advisor registered with the U.S. Securities and Exchange Commission (Registration does not imply a certain level of skill or training but only indicates that Nomad has registered its business with regulatory authorities). Nomad Fintech Inc. was founded in 2019 and it is wholly owned by Nomad Fintech Holdings, LLC. The firm offers model portfolios and portfolio optimization services to its clients and manages their investment accounts through the website www.nomadglobal.com. Additional information about Nomad ownership structure and directors can be found in Schedule A of Part 1A of Nomad's ADV form.

B. Advisory Services

Nomad offers investment management services through proprietary, automated computer algorithms based on a modified mean variance optimization process. Our software is the result of several years of research as well as experience in the capital markets.

Through Nomad's web based platform, our Client's answer a set of questions to understand what is their risk profile and Nomad proposes a portfolio that suits that risk profile. Once a client accepts the proposed portfolio, Nomad will automatically implement the investment strategies. In order to obtain a portfolio aligned with our client's risk profile, Nomad has selected liquid stocks and ETFs that represent each asset class. Using mean variance optimization the minimum risk portfolio for each risk profile is obtained.

As part of the enrollment process, the client authorizes Nomad to place trades on their behalf using the portfolio recommendations as well as to perform ongoing portfolio rebalancing based on changes generated by our proprietary algorithms.

C. Tailored Services

Nomad does not tailor clients' portfolios to their individual financial goals. Instead of that, Nomad classifies their clients according to their risk profile. Risk profile is determined through a set of questions answered by each client. After Nomad has classified a user within a risk profile, Nomad proposes a model portfolio that suits that risk profile.

Please note that clients are not able to specify assets in which investments can be made. Also, the accuracy and quality of the information provided by our clients has a direct impact on the applicability of Nomad's recommendations.

D. Wrap Fee Programs

Nomad offers its services through a wrap fee program in which clients are charged a single bundled fee that covers the investment advisory services it provides, as well as the brokerage and custodial services associated with holding and trading securities provided by DriveWealth LLC.

Clients pay an annualized wrap fee of 0.50% of their daily average account balance charged on a monthly basis. For more details on this fee please refer to Item 5: Fees and Compensation in section A. Advisory Fees. For certain clients, Nomad's annualized wrap fee may be reduced by discounts and other promotions.

E. Assets Under Management

As of January 7, 2021, Nomad manages \$74,525 USD.

Item 5: Fees and Compensation

A. Advisory Fees

Nomad charges an annual management fee of 0.50% (Advisory Fee) of assets under management. Fees due shall be calculated by multiplying the Advisory Fee (divided by 12) by the average daily balance of the Client account. Except as provided below, the fees due for each calendar month shall be due and payable in arrears no later than the tenth business day of the immediately following calendar month. Nomad will promptly notify Client of any increase or decrease in the Advisory Fee. An increase in the Advisory Fee will be effective for the Account starting in the next month that begins at least 30 days after Nomad sends or posts such notice. A reduction in the Advisory Fee will be effective for the Account starting in the next month following its reduction.

If Client closes the Account, withdraws the entire balance of the Account, or otherwise terminates this Agreement on any date other than the last business day of the month, Client shall pay any outstanding aggregate daily fees for the period from the day immediately following the last day of the last calendar month for which Client has paid, through the effective date of such withdrawal or termination, as of such effective date.

If, for any reason, Nomad shall close and liquidate all the positions held in the Account, Client may receive the proceeds of the liquidated portion of the Account, and this Agreement shall terminate.

If for any reason there is insufficient cash available in the Account to cover Nomad's fees at the time they are charged and deducted from the Account, Nomad, in its sole discretion, may cause Securities in the Account to be liquidated to cover its fees.

Nomad reserves the right, in its sole discretion, to reduce or waive the Advisory Fee for certain Client Accounts for any period of time determined by Nomad. In addition, Client agrees that Nomad may waive its fees for the Accounts of Clients other than Client, without notice to Client and without waiving its fees for Client.

B. Other Fees

Other than the advisory fee described previously, neither Nomad nor any of its employees receive or accept any compensation, direct or indirect, related to investments sold or purchased for client accounts.

However, due to the nature of the securities or products purchased or sold, clients may also pay other fees or expenses to third parties. The issuers of securities such as ETFs or other similar financial products may charge product fees that affect clients. An ETF typically includes embedded expenses and other fees may include management, legal or accounting fees. Nomad does not benefit directly or indirectly from any such fees.

Nomad discloses each ETF's current information on mobile application.

Item 6: Performance-Based Fees and Side-by-Side Management

Nomad does not use traditional performance-based fees. Our advisory fees are described in item 5.

Item 7: Types of Clients

Nomad offers its advisory services to individuals, other registered investment advisors and pooled investment vehicles other than investment companies as defined by the Investment Company Act of 1940. Nomad has a minimum investment amount of \$1,000 USD. For certain clients, Nomad's minimum investment amount may be reduced by discounts and other promotions.

Item 8: Methods of Analysis, Investment Strategies and Risk of Loss

Nomad has implemented a modified mean variance optimization process which seeks to maximize a portfolio's expected return for a given amount of desired risk or equivalently minimize risk for a given expected return. The optimization process results in the efficient asset allocation for a specific risk and return combination. This methodology is used to set up model portfolios.

Nomad has defined a broad scope of asset classes taking into account different regions and subcategories, for each asset class a selection of single stocks and ETFs were chosen. Single stocks and ETFs are Nomad's main investment instrument, due to its availability and liquidity. ETFs were chosen bearing in mind their main characteristics which include: Efficiency measured by how well they replicate the index followed, asset class and region, liquidity, expense ratio, and assets under management. Nomad periodically evaluates stocks and ETFs to maintain the available investment alternatives up to date.

Nomad's platform enables clients to determine their risk profile as the first step to propose an efficient model portfolio. Once the clients approve the model portfolio (which may be composed of stocks and/or ETFs), Nomad executes the investments and periodically rebalances the clients' portfolio in accordance with each client's risk profile.

Risk and loss considerations

Nomad cannot guarantee the level of performance or that any client will avoid a loss of assets. Investing in any type of securities involves the possibility of financial loss that clients should be prepared to bear. Our recommendations are highly reliant on the accuracy of the information provided to Nomad by each client.

The following risks should be taken into account by clients to evaluate Nomad's services. Each one may affect the potential gains or losses on a portfolio and should be considered as possibilities, with regard to the actual probability of occurring and the effect on a portfolio if there is in fact an occurrence.

A. Market Risk:

The price of any security is subject to changes due to reasons that include, but are not limited to, macroeconomic factors, market sentiment, economic developments, interest rates, inflation, regulatory changes and political, demographic and social events. ETFs selection includes exposure to foreign investments, which implies the possible exposure to currency and sovereign risk in foreign countries. Nomad provides risk measures for market risk for each client's portfolios in order to allow our clients a risk assessment.

B. Advisory Risk:

Nomad does not guarantee that the investment decisions provided by our software will necessarily produce the expected results, resulting in a client not being able to achieve the expected objectives.

C. Software Risk:

Nomad delivers its investment advisory services entirely through software. Since Nomad provides recommendations to Clients based on proprietary software that is highly technical and complex and utilizes various quantitative and qualitative models. Such computer generated recommendations, like all investment recommendations, may be subject to system error. No guarantee or representation is made that the investment recommendations will be successful.

Clients are strongly encouraged to conduct their own analysis of Nomad's recommendations. The fact that a recommendation is generated by Nomad's proprietary technology cannot be interpreted as a guarantee of future performance. Investing in securities involves risk of loss that Clients should be prepared to bear.

D. Liquidity Risk:

Lack of liquidity on a particular security on a specific market moment may result in the possibility of not being able to sell a security or selling with a significant discount. Nomad selects the possible stocks and ETFs for a portfolio taking into account the liquidity and size of each security, it is possible to encounter moments of illiquid markets.

E. Volatility and Correlation Risk

Nomad Security selection process is based in part on a careful evaluation performance and volatility to evaluate future probabilities. It is possible that different or unrelated asset classes may exhibit similar price changes in similar directions which may adversely affect a Client's account and may become more acute in times of market upheaval or high volatility. Past performance is no guarantee of future results, and any historical returns, expected returns, or probability projections may not reflect actual future performance.

F. Credit Risk:

Clients are exposed to the risk that financial intermediaries or security issuers may experience financial difficulties that may include default, bankruptcy, insolvency or other credit events, any of which may

affect the value of client's portfolios. Nomad limits credit risk by using ETFs, which have certain legal protections such as shareholders having liquidation priority versus the issuer. In addition, exchange trading venues or trade settlement and clearing intermediaries could experience adverse events that may temporarily or permanently limit trading or adversely affect the value of Client securities.

G. Tax Risk:

Government legislation and tax codes and changes that can be introduced by governments may affect the performance of a client's portfolio, either directly or indirectly. Nomad does not deliver financial or tax advisory.

H. Service Providers Risks

Nomad uses different Service providers in order to provide investment advisory services to clients. In the case a service provider is not able to provide its services to Nomad, it is possible that some features of Nomad services will be temporarily stopped or delayed.

I. Risks of Investing in ETFs:

Nomad invests client assets in a type of investment company called an exchange-traded fund ("ETF"). ETFs are a recently developed type of investment security, representing an interest in a passively managed portfolio of securities selected to replicate a securities index, such as the S&P 500 Index or the Dow Jones Industrial Average, or to represent exposure to a particular industry or sector.

Unlike open-end mutual funds, the shares of ETFs and closed-end investment companies are not purchased and redeemed by investors directly with the fund, but instead are purchased and sold through broker-dealers in transactions on a stock exchange. Because ETF and closed-end fund shares are traded on an exchange, they may trade at a discount from or a premium to the net asset value per share of the underlying portfolio of securities.

As a relatively new type of security, the trading characteristics of ETFs may not yet be fully developed or understood by potential investors. In addition to bearing the risks related to investments in equity securities, investors in ETFs intended to replicate a securities index bear the risk that the ETFs performance may not correctly replicate the performance of the index (Tracking error and tracking difference). Investors in ETFs, closed-end funds and other investment companies bear a proportionate share of the expenses of those funds, including management fees, custodial and accounting costs, and other expenses. Trading in ETF and closed-end fund shares also entails payment of brokerage commissions and other transaction costs.

Furthermore, ETFs can also vary in leverage levels, currency exposure and foreign exchanges, this means the investors can incur in risks related to high volatility, currency exchange rates, market closing times and foreign countries' politics.

Item 9: Disciplinary Information

Nomad and its employees do not have any legal, financial, regulatory, or any other disciplinary item to report to any client.

- A. There have been no criminal or civil actions in a domestic, foreign or military court of competent jurisdiction involving either Nomad or a management person.
- B. There have been no administrative proceedings before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority involving either Nomad or a management person.
- C. There have been no self-regulatory organization (SRO) proceedings involving either Nomad or a management person.

Item 10: Other Financial Industry Activities and Affiliations

- A. Neither Nomad nor any of its management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.
- B. Neither Nomad nor any of its management persons are registered or have pending registrations as a futures commission merchant, commodity pool operator, a commodity-trading adviser, or as an associated person of the foregoing list.
- C. Neither Nomad nor its management persons have relationships with other entities in the financial services industry that materially affect Nomad's advisory business or its clients.
- D. Nomad does not recommend or select other investment advisers.

Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Nomad has established a code of ethics that requires all of its employees to behave with the highest standard of honest conduct and business ethics, acting fiduciary to its Clients, always placing client's interest ahead of its own and requiring careful management of any perceived or actual conflict of interest that may arise in relation to its advisory services.

Each new Nomad's Employee receives a copy of the Code of ethics when hired. Nomad sends copies of any amendments to the Code to all Supervised Persons. Annually or as otherwise required, each Supervised Person must confirm that he or she has complied with the Code during such preceding period.

Nomad does not buy Securities for its own account so no conflict exists at the firm level.

Directors of Nomad and Supervised Persons may own Securities that are also owned by Clients. Certain Supervised Persons may be Clients of Nomad and to the extent they are, they will receive recommendations at the same time as similarly situated Clients. Because Nomad's recommendations are based on an algorithm, and are communicated to Supervised Person Clients and Clients that are not Supervised Persons at the same time, no actual conflict arises and Clients will not be prejudiced. In addition, Nomad only recommends stocks and ETFs, which are liquid and therefore generally would not create conflict of interest situations.

Item 12: Brokerage Practices

Nomad establishes custodial and brokerage agreements with "qualified custodians", as defined by the SEC, to establish our clients agreements. Our selection of brokers is based on the management platforms offered by registered brokers, which must enable Nomad to execute trades on behalf of our

clients, financial strength and reputation, trading platform, digital and technological development, experience, costs, asset availability as well as trade accuracy and confirmation.

Nomad does not engage in any “soft dollar” practices. Nomad does not involve in the receipt of research or other brokerage services in connection with Client transactions. Nomad does not compensate or reward any brokers for client referrals.

Item 13: Review of Accounts

Nomad reviews each client’s account and target model portfolio on a daily basis through automated algorithms which seek to ensure that: (i) each client’s account is aligned with the model portfolio assigned to its risk profile, (ii) the model portfolio is still efficient. This review process may trigger a rebalance. Factors that result in rebalancing may include, but are not limited to, market movements, significant changes in some assets that a client holds or changes in a client’s risk profile.

Nomad provides permanent access to the client’s account which reflects the value of the portfolio. The official value of the portfolio is provided by the client’s broker dealer.

When a client places deposits on their investment account, the money will be invested according to the model portfolio that the client chose. Client’s that wish to withdraw funds must communicate the withdrawal to Nomad, so that assets can be sold and the client can make the withdrawal from their broker dealer.

Item 14 Client Referrals and Other Compensation

Nomad may perform advertising campaigns to attract clients to open accounts on the site. These campaigns may include promotions such as additional account services or products, more favorable fee arrangements or waived advisory fees and reward programs for existing clients who refer new clients to the service. These promotions may cause a conflict of interest if clients refer the service based on the potential benefits these could imply for the client referring the service.

Nomad may also enter into agreements with third parties who are in a position to refer clients to Nomad who will receive a pre-determined fee or compensation. If Nomad determines in the future to pay or compensate a third-party for client referrals, this practice will be disclosed in writing to the client and comply with the requirements of Rule 206(4)-3 under the Investment Advisers Act of 1940, as amended, to the extent required by applicable law.

Item 15 Custody

Nomad does not maintain custody of any client funds or securities. Assets are held in the name of each client in the custody of their service broker, which is a qualified custodian as defined by the SEC. Each client may receive Account information, including trades confirmation and monthly account statements, directly from their Broker, and should carefully reconcile the information provided by the Broker with the information provided on Nomad’s statements.

Item 16 Investment Discretion

Nomad requires clients to accept an Advisory Agreement to assume full discretionary trading and investment authority over the client's assets held with the Broker. The client completes all documentation required in the enrollment process.

Item 17 Voting Client Securities

Nomad does not have the authority to vote client's securities. (Voting Proxies)

Item 18 Financial Information

Nomad does not require or solicit the prepayment of any advisory fees, and does not have any adverse financial condition that is reasonably likely to impair our ability to continuously meet our contractual commitments to our clients.

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Nomad

Form ADV Part 2 Client Brochure

Form ADV Part 2B Client Brochure Supplement

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This Brochure Supplement provides information about certain Nomad employees listed below that supplements the Nomad Fintech Inc. Brochure you should have received above. Please contact Nomad Fintech Inc. at +1 (888) 998-2261 or support@nomadglobal.com if you did not receive Nomad Fintech Inc's Brochure or if you have any questions about the contents of this Brochure Supplement.

Additional information about Nomad Fintech Inc's supervised persons is available on the SEC's website at www.adviserinfo.sec.gov.

Nomad Fintech Inc's discretionary investment advice is provided by a team of Supervised Persons, and Nomad has provided group supplementary information below for the Chief Compliance Officer responsible for defining and implementing the rules that govern Nomad's advisory services.

Marcus Braga, born 1976

Education

BS, Business Administration, Universidade Federal Fluminense, 2003

MBA, Financial and Economic Engineering, Universidade Federal Fluminense, 2007

Business Experience

1998 – 2003 Auditor (Accountant / IT), KPMG.

2003 – 2006 Senior Compliance Analyst, Banco Pactual

2006 – 2007 Manager, KPMG Risk & Advisory Services

2007 – 2011 Compliance Manager, Cetip - OTC Clearing House

2011 – 2017 Compliance Executive Director, Banco BTG Pactual

2017 – 2020 Chief Compliance and Data Privacy Officer, Oi S.A

2020 – Present Chief Compliance Officer, Nomad

Disciplinary Information

None

Other Business Activity

None

Additional Compensation

None

Supervision

Mr. Braga is supervised by the CO-CEOs.