

**Item 1. Cover Page**

**Brochure of**

**Quillu, Inc.**

**DBA OctaveWealth**

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This brochure provides information about the qualifications and business practices of Quillu Inc. dba OctaveWealth ("OctaveWealth"). If you have any questions about the contents of this brochure, please contact us at the phone number or email address listed above. 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 OctaveWealth also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

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#### **Item 4.           Advisory Business**

##### Description of firm

Quillu Inc. is a Delaware C Corporation incorporated in 2012. Our principal owners are Rikin Shah and Dharmesh Malam. Quillu Inc. is registering as an investment advisor with the SEC, operating under the name “OctaveWealth”.

##### Description of advisory services offered

OctaveWealth provides investment advice to clients through an interactive website in which software-based models provide investment advice based on personal information each client provides through the website.

OctaveWealth offers financial advice for retirement plans and their participants (For more information on our clients, see Item 7. Types of Clients.)

Using the proprietary investment-tools on our website, <http://OctaveWealth.com>, we offer investment advice on a non-discretionary and discretionary basis. Our goal is to help Plan Administrators select a diverse set of low-cost investment options to offer in their retirement plan, and to help Plan Participants invest their retirement accounts optimally.

##### **Plan Administrators:**

We seek to recommend the lowest cost investment options that will give plan participants exposure to a broad mix of asset classes across geographic regions. These will make up the Plan’s Investment Menu. We base our recommendations on our proprietary rating system, which takes into account a number of factors including expenses, liquidity, performance and volatility. This will consist primarily of US-Listed ETFs and Index-Tracking mutual funds.

We will provide at least three default investment alternatives for your plan. These models will either be an off-the-shelf investment product such as a Target-Date fund, or a custom portfolio made up of the investments from the plan’s investment menu. Any custom portfolio will be built using our proprietary web-based platform, which takes into account among other things, the return, risk and correlation of investments.

##### **Plan Participants:**

Using the tools on OctaveWealth’s website, the firm assists clients in building a portfolio of investments, which are suitable given different risk factors and the individual’s retirement goals. Using proprietary models, OctaveWealth offers clients a globally diversified portfolio as a starting point. Clients can then make adjustments to that portfolio based on preferences, and view historic performance and simulated future performance. It is important to note that historic performance is not necessarily indicative of future performance, and that neither OctaveWealth nor anyone else can predict the future returns of investments.

The OctaveWealth tools will assist clients select a target-portfolio for their retirement funds, by:

- Getting clients started with a sensible asset allocation that is diversified across global equity markets;
- Allowing clients to incorporate their own views and build a custom portfolio;
- Showing historic performance;
- Simulating future performance;

Once clients have chosen a target-portfolio, OctaveWealth will purchase securities on their behalf to replicate this. On an on-going basis, OctaveWealth will re-balance clients' accounts to bring it back in line with their target-portfolio, as the value of their holdings change.

OctaveWealth will use a broker-dealer who is a "qualified custodian" as defined by the SEC (See Item 12: Brokerage Practices, for more details.)

OctaveWealth offers these services on a discretionary basis.

#### Tailoring advisory services

OctaveWealth does not tailor its advisory services to the individual needs of Clients beyond taking into account their risk tolerance, age and the number years to retirement.

#### Wrap fee programs

OctaveWealth does not participate in wrap fee programs.

OctaveWealth currently manages \$13,455,141 on a discretionary basis and \$0 on a non-discretionary basis.

### **Item 5. Fees and Compensation**

#### Monthly and Annual Fees

OctaveWealth charges a recordkeeping and administrative fee of \$199 per month per plan and \$9 per month per participant, and an annual investment fiduciary fee of 0.25%, deducted from Plan assets under management quarterly. For example, a plan with 10 participants and \$100,000 in assets would pay \$289 a month in recordkeeping and administrative fees, and \$250 per year in investment fiduciary fees. The employer offering the plan can elect to pay the recordkeeping and administrative fee on behalf of participating employees, or ask employees to pay some or all of the fees. These fees are billed on a monthly basis and are charged one month in-arrears, starting on the last day of the first month of service, with payment expected no later than 10 days after the first business day of the relevant month. OctaveWealth may negotiate fees on an individual client basis at its discretion.

OctaveWealth also offers a standalone Investment Fiduciary Program with an annual fee of 0.10% deducted from Plan assets under management quarterly. For example, a plan with assets of \$100,000 would pay \$100 per year. OctaveWealth may negotiate fees on an individual client basis at its discretion.

## Fees Relating to Terminations and Withdrawals

A client can terminate their relationship with OctaveWealth by emailing or mailing a service termination letter. Services will be terminated as of the close of the calendar quarter in which the service termination letter is sent, providing no less than thirty days notice is given. If less than 30 days notice is given, the service will terminate at the close of the first month of the next quarter.

## Expenses

OctaveWealth strives to offer the simplest pricing possible; we will not charge Clients any brokerage fees for trades on their account, provided their trading activity (number of buy and sell transactions) in a single month does not breach our fair-usage limits. These limits are in place to restrict Clients from using the OctaveWealth trading platform for executing speculative trades rather than following a long-term investment strategy. Even though OctaveWealth will not charge transaction or brokerage fees, the third party brokers and/or custodians may have their own fees.

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

OctaveWealth does not charge performance-based fees, and does not manage any additional types of accounts on a side-by-side basis.

### **Item 7. Types of Clients**

OctaveWealth offers financial advice for retirement plans and their participants. Clients are not required to have a certain amount of investment experience, personal wealth or sophistication. Our Clients generally fall into one of two groups, Plan Administrators and Plan Participants.

#### Plan Administrators

The Plan Administrator of a small retirement plan is typically an employee of the company offering the plan, but for larger plans it may hire an external Professional Plan Administrator. This individual or committee has overall responsibility for the day-to-day affairs and strategic decisions of the plan.

In the capacity of Plan Administrator, this individual seeks to.

1. Select an appropriate set of investment options that participants can invest their retirement accounts in, the Investment Menu. Generally they will want to offer a broad range of asset classes from different geographic regions to allow participants to build a diverse portfolio;
2. Select at least three default investment alternatives that participants' assets will be invested in, each at a different level of risk. Typically, a default investment alternative will be a mutual fund such as a Target-Date fund, but our Clients may instead want us to build a custom portfolio from the investments in the plan's investment menu.

## The Plan Participant

A Plan Participant is an employee of the company who has chosen to participate in the plan. This individual seeks to invest their retirement account into investments from the plan's Investment Menu.

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

### Investment Strategy

OctaveWealth will invest in securities, consisting principally, but not solely, of long and short positions in: exchange traded equity securities issued by companies that are traded publicly in the U.S.; mutual fund shares; ETFs; and U.S. government securities.

As described in section 4 OctaveWealth formulates and provides investment advice via our website.

Our goals are to help:

- plan administrators select suitable low-cost investment options and default investments for their retirement plan; and
- plan participants select a low-cost, globally diversified target-portfolio that is suitable given their risk tolerance and investment horizon.

We base our investment recommendations on the investment portfolios generated by our models. These models take into account a number of factors about global equity markets including historic performance, risk and correlation of investments. These portfolios are then analyzed by methods including historic charting and simulated future performance.

The investment strategies summarized above represent OctaveWealth's current intentions, are general in nature and are not exhaustive.

### Risk Factors

OctaveWealth conducts its analyses primarily using historic data. It is important to understand that past performance of an investment is no guarantee of its future success.

We rely on third parties to provide market statistics, historic performance, and related information. Whilst these data vendors are well reputed and reliable, there may be inaccuracies and discrepancies beyond OctaveWealth's control.

Although we do not tailor recommendations for clients, we do rely on information provided by the Client to be accurate, for example when specifying their risk tolerance. If the Client provides inaccurate information, or is careless when selecting a target-portfolio, our recommendations may be unsuitable.

OctaveWealth advises clients using quantitative and qualitative techniques based on proprietary software models using historic data. It is important to understand that past performance of an investment is no guarantee of its future success.

## Risk Factors

**Investing in securities involves risk of loss that investors should be prepared to bear.** Below are brief summaries of some of the risks that investors should consider before choosing to invest. Any or all of these risks could materially and adversely affect investment performance or the value of any account. This could cause investors to lose substantial amounts of money. A potential client or investor should discuss with OctaveWealth representatives any questions that such person may have before investing.

### *General* *Risk*

- OctaveWealth's strategy may not achieve its investment objectives. If the strategy is unsuccessful, investors may lose some or all of their investment.
- OctaveWealth relies on third parties to provide market statistics, historic performance, and related information. While these data vendors are well reputed and reliable, there may be inaccuracies and discrepancies beyond OctaveWealth's control.
- OctaveWealth has no operating history to permit prospective clients or investors to attempt to evaluate its likely performance.
- Market may shift over time, making a once successful investment model inaccurate or no longer applicable to current conditions.
- Investing in exchange traded funds (ETFs) presents additional risks than the risks of investing in the underlying investments. For example, an ETF may own a significant proportion of securities that is different from its stated purpose, or the bid and ask spread for its shares may become significant if the ETF becomes thinly traded.
- Investing mutual funds could lose money over short or long periods. The fluctuations of stock process overall may influence the rise or fall of stock prices.
- OctaveWealth may not obtain complete or accurate information about an investment and may misinterpret the information that it does receive. OctaveWealth also may receive material, non-public information about an issuer that prevents it from trading securities of that issuer for a profit or avoid losses.
- The portfolio may have high turnover and transaction costs than a similar account managed by another investment adviser. These costs reduce capital invested and potential profit or increase loss.
- OctaveWealth may engage in hedging, which may reduce profits, increase expenses and cause losses. Price movements in a hedging instrument and the security hedged do not always correlate, resulting in losses on both the hedged security and the hedging instrument.



- In seeking and making desirable investments, OctaveWealth will be competing with larger and more experienced risk capital investors. Because of this competition, OctaveWealth may not be able to participate in attractive investments if they do not have sufficient capital.
- Counterparties such as brokers, dealers, custodians and administrators with which OctaveWealth does business may default on their obligations.

#### **Item 9. Disciplinary Information**

OctaveWealth has no legal or disciplinary events to disclose that are material to an investor's or prospective investor's evaluation of its advisory business or the integrity of its management.

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

Neither OctaveWealth nor its management persons have the types of registrations, relationships or arrangements with others in the securities or investments industries for which this item requires disclosure, and none of them have any applications pending for registrations for which this item requires disclosure.

#### **Item 11. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

OctaveWealth has adopted a Code of Ethics in compliance with Rule 204A-1(a) under the Investment Advisers Act of 1940 that establishes standards of conduct for OctaveWealth's supervised persons. The Code of Ethics includes general requirements that OctaveWealth's supervised persons must comply with fiduciary obligations to clients and with applicable securities laws, and specific requirements relating to personal trading, insider trading, conflicts of interest and confidentiality of client information. It requires supervised persons to comply with the personal trading restrictions described below and to report their personal securities transactions and holdings periodically to OctaveWealth's Compliance Officer, and requires the Compliance Officer to review those reports. It also requires supervised persons to report any violations of the Code of Ethics promptly to the Compliance Officer. Each supervised person of OctaveWealth receives a copy of the Code of Ethics and any amendments to it and must acknowledge in writing having received those materials. Annually, each supervised person must certify that he or she complied with the Code of Ethics during the preceding year. Clients and prospective clients may obtain a copy of OctaveWealth's Code of Ethics by contacting ?

Pursuant to California Code of Regulations Section 260.238(k), all material conflicts of interest regarding the investment adviser, its representatives, or any of its employees which could be reasonably expected to impair the rendering of unbiased and objective advice have been disclosed to a client in writing before entering or renewing an advisory agreement.

#### **Item 12. Brokerage Practices**

OctaveWealth will select a broker-dealer and custodian on behalf of its Clients. We will only seek to establish brokerage and custodial relationships with broker-dealers who are "qualified

custodians” as defined by the SEC. When determining which broker-dealer to choose, we look at the following factors:

- The financial stability and reputation of the broker-dealer;
- Institutional transaction costs available with low account minimums;
- The ability to trade the entire universe of financial instruments that OctaveWealth would recommend to clients;
- The quality of the broker-dealer’s trading platform and support for our record-keeping requirements;
- The availability and manageability of an API (Application Programmer Interface) to allow OctaveWealth’s platform to integrate with theirs; and
- The speed of customer service we believe the broker-dealer will offer for execution of client accounts and correction of errors should they occur

OctaveWealth does not generate soft dollar credits or receive client referrals from a particular broker-dealer. Brokers and/or custodians may charge fees in addition to OctaveWealth’s fees.

#### **Item 13. Review of Accounts**

Plan-Participant Clients will have access to a secure user-profile on the OctaveWealth website, which they can use to view account performance and manage investment allocations. From this secure profile, they will have access to real-time reports containing their account balance and performance to-date, which they can view at any time. In addition to this, they will receive a quarterly report highlighting the performance for the period. All reports are prepared by the OctaveWealth record-keeping system. On a monthly basis, the OctaveWealth investment platform will conduct account reviews to track the consistency of the account with the clients' benchmark-portfolio, and rebalance the account as necessary.

Plan-Administrator Clients will also have access to a secure plan-profile on the OctaveWealth website, which they can use to manage the plan e.g. employer-match percentage. From this secure profile, they will have access to real-time reports containing the balance and performance to-date of the plan as a whole. The Plan-Administrator will also receive a separate quarterly report from the custodian. On an annual basis, OctaveWealth’s investment committee will conduct a review of the Plan's investment menu, to ensure it remains suitable for the plan participants and is in keeping with the plan's financial objectives.

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

OctaveWealth may engage solicitors to whom it pays cash or a portion of the advisory fees paid by clients referred to it by those solicitors. In such cases, this practice is disclosed in writing to the client and OctaveWealth complies with the other requirements of Rule 206(4)-3 under the Investment Advisers Act of 1940, if applicable.

**Item 15. Custody**

The custodian of each individually managed account sends account statements at least quarterly to the client. Each client should carefully review those statements and compare them with the statements that such client receives directly from OctaveWealth, if any.

**Item 16. Investment Discretion**

OctaveWealth requires a permission from our Plan Participant Clients to allow us to execute trades on their behalf.

OctaveWealth has investment discretion over the services it offers to Plan Administrators i.e. the Investment Menu and recommended default investment options, as described in Sections 4 and 8.

**Item 17. Voting Client Securities**

OctaveWealth does not have authority to vote on Client Securities for Plan Participants.

**Item 18. Financial Information**

OctaveWealth does not require or solicit pre-payment of \$1200 or more 6 months or more in advance.

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## **PRIVACY POLICY**

**Quillu, Inc.** (“OctaveWealth”) may collect nonpublic information to process and administer clients’ business and to ensure that we are satisfying their financial needs. This includes:

- Information provided to OctaveWealth, such as on applications, questionnaires, contracts, or other forms.
- Transactions, account balances, account history, and transactions with us, affiliates or third parties.
- Information provided by clients and their representatives.

### **Security Measures:**

It is the policy of OctaveWealth to restrict access to nonpublic information to those employees, agents, representatives or third parties that need to know the information to provide products and services to its clients. This includes:

- Physical safeguards including restricted elevator access to its offices and full-time staffed security desk to check people who arrive at the office.
- Electronic safeguards including firewalls for server database protection, passwords for computer login for on-site computers, and limited access to the off-site computer room.
- Restricting access to client information to those required to have access in order to service client needs.

### **Sharing of nonpublic information:**

**OctaveWealth** does not share nonpublic information about its customers with anyone except:

- As permitted or required by law.
- Affiliated OctaveWealth companies, brokers, banks, agents, employees, and third parties who need to know this information in order to perform services on the client’s behalf.
- Other financial institutions with whom we have a relationship, which may include banks, attorneys, trustees, third-party administrators, registered broker/dealers, auditors, regulators, and transfer agents, in order to service client accounts.