

Linqto Investment
Management, LLC
www.linqto.com

ITEM 1 – COVER PAGE

Client Brochure

Date of Brochure: January 20, 2022

This brochure provides information about the qualifications and business practices of Linqto Investment Management, LLC. If you have questions about the contents of this Brochure, please contact us at **(704) 8405943** or compliance@Linqto.com.

The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

Linqto is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training. The oral and written communications made to you by Linqto, including the information contained in this Brochure, should provide you with information to determine whether to hire or retain Linqto as your adviser.

Please be aware during your review of our brochure when we use the words “Linqto”, “we”, and “our” we are referring to Linqto Investment Management, LLC. When we use the words “you”, “your”, and “client”, we are referring to you as our client or prospective client.

The CRD and SEC numbers for Linqto Investment Management, LLC is **318630** and **801-123288**, respectively.

Additional information about Linqto also is available on the SEC’s website at www.adviserinfo.sec.gov.

ITEM 2 – MATERIAL CHANGES

Linqto will further provide you with a new brochure as necessary based on changes or new information, at any time, without charge. Currently, this brochure may be requested free of charge by contacting **(704) 8405943** or at info@Linqtocapital.com.

Additional information about Linqto is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with Linqto who are registered, or are required to be registered, as investment advisor representatives of Linqto.

ITEM 3 – TABLE OF CONTENTS

Contents

ITEM 1 – COVER PAGE.....	1
ITEM 2 – MATERIAL CHANGES	1
Contents	2
ITEM 4 – ADVISORY BUSINESS.....	2
ITEM 5 – FEES AND COMPENSATION	3
ITEM 6 – PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT	3
ITEM 7 – TYPES OF CLIENTS.....	4
ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES, AND RISK OF LOSS	4
Please see Item 4 – Advisory Business for more details of our investment process	4
ITEM 9 –DISCIPLINARY INFORMATION.....	4
ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS.....	5
Linqto Investment Management, LLC is affiliated with Linqto Capital, LLC. Linqto Capital, LLC has submitted its New Membership Application and is proceeding through the membership process with FINRA. There currently are no potential conflicts of interest until Linqto Capital, LLC becomes operational.....	5
ITEM 11 – CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND	5
PERSONAL TRADING	5
ITEM 12 – BROKERAGE PRACTICES	5
ITEM 13 – REVIEW OF ACCOUNTS	5
ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION.....	5
ITEM 15 – CUSTODY	6
ITEM 16 – INVESTMENT DISCRETION.....	6
ITEM 17 – VOTING CLIENT SECURITIES.....	6
ITEM 18 – FINANCIAL INFORMATION.....	7
ITEM 19 – REQUIREMENTS FOR STATE-REGISTERED ADVISERS	7

ITEM 4 – ADVISORY BUSINESS

Linqto is an investment advisory and research firm based in Pacific Grove, California. We develop and market stock selection managed products and services to meet client needs in the retail, accredited and institutional markets. In the retail market, we serve qualified individuals directly and indirectly through our relationships with financial planners and registered investment advisors (“**RIA**”s). In the institutional market, we serve clients directly, or else indirectly through other asset management organizations. Linqto provides continuous and regular investment management services, either on a discretionary basis, as a sub-adviser to

other registered investment advisers, or on a non-discretionary basis through model portfolios implemented by other advisers.

Linqto may act as a sub-adviser to other registered investment advisers (the “**Principal Adviser**”) who wish to engage us to manage the holdings in their clients’ portfolios. Both Linqto and the Principal Adviser may be granted dual trading authority. Linqto and the Principal Adviser will share in the fee collected.

Linqto has developed two styles of investing; 1. its own quantitative asset allocation model and three-step investment process that strives to deliver consistent returns in both bull and bear markets. We tend to reduce risks and preserve capital when the capital markets are weak while providing attractive returns when the capital markets are stronger. We believe that limiting losses is the key to generating above- market returns and, 2. its own quantitative process aiming to generate stock selection alpha unrelated to value, size or momentum

Linqto offers both tactical asset allocation and stock selection products including, but not limited to: Financial advisors, RIAs, individuals, and institutional clients will typically choose one of the portfolio strategies, or combination of strategies, depending upon the investment objectives, risk tolerance, and other factors they are trying to meet.

Please see **Item 8. Methods of Analysis, Investment Strategies and Risk of Loss** for details of these strategies.

Linqto develops and manages its investment strategies and provides current asset allocations and changes to the investment advisor or third-party platforms as the model changes. Assets managed through this structure are non- discretionary to Linqto.

In addition, Linqto offers consulting services and investment products to institutional clients to provide customized investment solutions based on our models and product strategies. We work with institutional clients seeking to optimize the management of their investments against the unique characteristics of their liabilities and also help them to improve the total risk/return profile of their total return accounts.

Linqto was founded in 2021 and is majority-owned by Linqto, Incorporated. As of **December 31, 2021**, Linqto managed a total of **\$89,000,000** on a non-discretionary basis.

ITEM 5 – FEES AND COMPENSATION

Linqto is compensated in a few different ways depending upon the product or service provided.

Transaction charges may apply when purchasing or selling a security. Fees to Linqto are negotiable depending upon size of the account and other considerations.

In cases where Linqto acts as a advisor, either directly with an investment advisory client or on a third-party platform, or acts as a sub-adviser, the fees are negotiated between the parties. Fees can be payable quarterly in advance or in arrears, depending upon the party, based on the assets under management.

Consulting fees are negotiable and payable by way of invoice.

ITEM 6 – PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

Linqto does not make use of performance-based fees or side-by-side management at this time.

ITEM 7 – TYPES OF CLIENTS

Linqto primarily provides products and services to a broad range of clients including individuals, financial planners and other institutions.

ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES, AND RISK OF LOSS

Please see Item 4 – Advisory Business for more details of our investment process.

Clients and prospective clients should be aware that all investments in securities are subject to loss and that loss of the entire investment is a risk they should be prepared to bear. This includes the risk of capital (invested amount) and any profits that have not been realized. Stock and bond markets may fluctuate substantially over time, and performance of any investment is not guaranteed.

Our investment strategies may not achieve their objectives and they are not intended to be a complete investment program.

The principal risks are:

Market Risk: The price of securities in the capital markets rise and fall daily. The determinants of security valuation are tied to explainable and unexplainable factors such that the projected underlying value may not be reflected in the current market price. Such factors could include changes in expectations due to social, political, or economic situations. Since the strategies invest in securities, the value of a client account could lose money for a short or long period of time.

Liquidity Risk: Pre-IPO unregistered securities are generally illiquid and may be difficult to buy or sell depending upon market conditions.

Turnover Risk: There currently is minimal turnover risk due to the type of unregistered security that is made available to investors.

System Risk: Linqto makes extensive use of computer systems to manage and monitor its investment process. Computers and systems used by Linqto, as well as by certain third parties including brokers and custodians, could be impacted by failures such as computer viruses or power failures. Though Linqto has a business continuity plan designed to allow it to continue to operate in these situations, certain failures could cause an adverse effect on client portfolios.

Operational Risk: Linqto maintains policies and procedures to control operational risk. Operational risks can arise in the security trading/settlement process or other administrative areas of the business.

Disruptions in Linqto's operations may cause Linqto to suffer financial loss, the disruption of its business, liability to clients or third parties, regulatory intervention, or reputational damage. Linqto relies heavily on its financial, accounting and other data processing systems.

Tax Considerations: Linqto does not provide tax advice. Please consult a tax professional to help with your specific situation.

ITEM 9 –DISCIPLINARY INFORMATION

No one in our firm has any reportable disciplinary information.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Linqto Investment Management, LLC is affiliated with Linqto Capital, LLC. Linqto Capital, LLC has submitted its New Membership Application and is proceeding through the membership process with FINRA. There currently are no potential conflicts of interest until Linqto Capital, LLC becomes operational.

Linqto, Incorporated has outsourced its broker/dealer supervisory processes through Rainmaker Securities, LLC which provides supervisory services to Linqto, Inc., employees who are registered reps that are registered with Rainmaker Securities until Linqto Capital becomes operational.

ITEM 11 – CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND

PERSONAL TRADING

Linqto has adopted a Code of Ethics (“**Code**”) that address fiduciary duty, personal securities transactions, insider trading, gifts and conflicts of interests. The firm will always put the interests of its clients first. However, there may be times Linqto and/or its Advisory Representatives may trade in the same securities as its clients. In such cases, Linqto will be “last in” and “last out”. Front running (trading shortly ahead of clients) is prohibited.

Each of the firm’s “access” persons, as defined under the Investment Advisers Act of 1940, as amended, must read, sign and deliver a certificate of compliance with the Code and may only execute personal transactions that may conflict with client trades by requesting pre-approval from Linqto’s Chief Compliance Officer. S/he must provide initial securities holdings reports and annual securities holdings reports to the Chief Compliance Officer. Also, s/he shall submit either quarterly securities transaction reports or copies of all account statements and/or broker trade confirmations related to personal securities transactions in which such access person or any member of her or his immediate family has a beneficial ownership interest sent directly to Linqto’s Chief Compliance Officer within 30 days of each quarter.

A copy of Linqto’s Code of Ethics is available upon request to the Chief Compliance Officer at **(704) 840-5943**, the firm’s principal address or by email at compliance@Linqto.com.

ITEM 12 – BROKERAGE PRACTICES

Linqto maintains relationships with one broker-dealer, Rainmaker Securities, LLC. You are free to choose any broker-dealer or other service provider. Price is not the sole factor you should consider in evaluating best execution. We also consider the quality of the brokerage services provided by broker-dealers, including the firm’s reputation, execution capabilities, rates, and responsiveness to our clients and our firm.

Linqto does not have any soft dollar arrangements with any broker.

ITEM 13 – REVIEW OF ACCOUNTS

All accounts will be reviewed on at least a quarterly basis relative to their account objective.

In the case of institutional clients, more frequent detailed reporting may be customized and provided depending upon needs.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

Linqto is a party to written solicitation agreements with third party solicitors whereby they may introduce prospective clients to the firm. Under these agreements, Linqto agrees to pay the solicitor a portion or percentage of the investment management fee the firm receives from certain investment management clients who engage it during the term of the agreement. Under these arrangements, a client will not pay higher fees than the standard Linqto advisory fees.

A solicitor may be subject to conflicts of interest arising from these arrangements, because the payments might induce the solicitor to recommend an investment manager to a client which the solicitor might not otherwise recommend if there was no payment.

Such arrangements will comply with the requirements set forth under the Investment Advisers Act of 1940, as amended and/or the applicable state Securities Act, including a written agreement between Linqto and the solicitor.

Third-party solicitors must provide a copy of the firm's ADV Part 2 (Disclosure Brochure) and a separate solicitor's disclosure statement regarding the relationship between the solicitor and Linqto to the prospective client at the time of the solicitation or referral. The prospective client will be requested to acknowledge this arrangement prior to acceptance of the account for advisory services.

ITEM 15 – CUSTODY

Linqto will be deemed to have custody of client funds solely because of the fee deduction authority granted by the Client in its Investment Advisory Agreement.

Clients will receive account statements at least quarterly from their broker-dealer or other qualified custodian. Clients will also receive account reports from Linqto on a quarterly basis. Clients should compare their custodial account statements with reports prepared by Linqto for accuracy. Minor variations may occur because of reporting dates, accrual methods of interest and dividends, and other factors. The custodial statement is the official record of a client account for tax purposes.

ITEM 16 – INVESTMENT DISCRETION

For the accounts over which it has discretionary authority, Linqto receives such authority from each client through its investment advisory agreement with each such client. With this authority, Linqto has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. Discretionary trading authority facilitates placing trades in clients' accounts on their behalf so that Linqto may promptly implement the investment policy that they have approved. In all cases, however, such discretion is exercised in a manner consistent with the stated investment objectives for each particular client account, including any limitations and/or restrictions imposed by the client.

With respect to its model portfolios provided to independent investment advisers, no discretionary authority is granted as each such customer of Linqto retains discretionary authority over its own clients' assets.

ITEM 17 – VOTING CLIENT SECURITIES

In cases where the Linqto client has delegated proxy voting responsibility and authority to us, we have adopted and implemented policies and procedures that we believe are reasonably designed to ensure that

proxies are voted in the best interests of our clients. In pursuing this policy, proxies should be voted in a manner that is intended to maximize value to the client.

In the event requests for proxies are received with respect to the voting of equity securities on routine matters, such as election of directors or approval of auditors, the proxies usually will be voted with management unless we determine it has a conflict or we determine there are other reasons not to vote with management. On nonroutine matters, such as amendments to governing instruments, proposals relating to compensation and stock option and equity compensation plans, corporate governance proposals and shareholder proposals, we will vote, or abstain from voting if deemed appropriate, on a case by case basis in a manner we believe to be in the best interest of the Company's shareholders. In the event requests for proxies are received with respect to debt securities, then we will vote on a case by case basis in a manner we believe to be in the best economic interest of the Company's shareholders.

ITEM 18 – FINANCIAL INFORMATION

[Not applicable]

ITEM 19 – REQUIREMENTS FOR STATE-REGISTERED ADVISERS

[Not applicable]

