



**Alpha-Lab Asset Management Inc.  
Form ADV Part 2A  
Firm Brochure**

**September 20, 2023**

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This Form ADV Part 2A (the “Brochure”) provides information about the qualifications and business practices of Alpha Lab Asset Management, Inc (“Alpha-Lab”), “We” or the “Firm”). If you have questions about the contents of this Brochure, please contact us at (514) 548-3456. The information in this Brochure has not been approved or verified by the U.S. Securities and Exchange Commission (“SEC”) or by any state securities authority.

Additional information about Alpha-Lab is also available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC’s website also provides information about any persons affiliated with Alpha-Lab who are registered, or are required to be registered, as investment adviser representatives of Alpha-Lab.

Although Alpha-Lab is registered as an investment adviser under the Investment Advisers Act of 1940, such registration does not imply that the Firm or our personnel have a certain level of skill or training.

## **Item 2 – Material Changes**

This is the initial filing by Alpha-Lab Asset Management, Inc.

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#### **Item 4 – Advisory Business**

Alpha-Lab Asset Management Inc. (“Alpha-Lab”) is an investment advisory firm specializing in trading domestic and foreign equities of companies that we believe exhibit above-average long-term growth potential. We serve as an investment adviser or sub-adviser to a variety of clients. Alpha-Lab Asset Management inc. offers long-only global equity strategies, including global equities, US equities, EAFE equities, Emerging market equities and Asia Pacific equities. Based in Candiac, Quebec, Canada, the company was founded on March 14, 2022 and approved by autorité des marchés financiers (AMF) on March 30, 2023 to commence its operation.

#### **Principal Ownership**

Alpha-Lab has two principal owners, Mark Lin and Matthew Ingrassia. Mark Lin, the founder and lead portfolio manager, has 25 years of global equity research experience whereas Matthew Ingrassia, a portfolio manager, has 23 years of global equity research and other financial experiences.

#### **Advisory Services**

Alpha-Lab provides investment advisory services to clients on a discretionary basis. We will comply with clients’ demand to restrict Alpha-Lab from buying certain types of securities. All our AUM are managed on a discretionary basis.

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

Fees are negotiated at our sole discretion considering each client’s circumstance, such as asset levels, service requirements, or other factors. In some cases, we will agree to a fee schedule that is lower than that of other comparable clients in the same investment style.

The fees charged to clients are computed as a percentage of the value of the client’s assets under management. To calculate advisory fees, we may rely on prices provided by third-party providers for the purpose of valuing portfolio securities held in the client’s account. On occasion, we may be required to or deem it prudent to “fair value price” a security when a market price for that security is not readily available or when we have reason to believe that the market price is unreliable. When “fair value pricing” a security, we use various sources of information to determine a fair price that the security would obtain in the marketplace if, in fact, a market for the security existed. For any fair value priced securities, we maintain policies and procedures relating to the pricing process, in an effort to mitigate any conflicts of interest with respect to valuation.

Our fees are generally billed and payable in advance per the client agreement. The initial advisory fee is payable when the account is established, and prorated for the first partial billing cycle, if any. After that, the advisory fee will be billed based on the market value of the portfolio on the last business day of the preceding calendar billing cycle. Agreements terminated will receive a prorated portion of the prepaid fee based on the days remaining in the applicable billing cycle unless there is less than one month remaining, or the client agreement or program terms dictate differently.

We are engaged by certain investment advisers to manage certain portfolios of such advisers. In our capacity as sub-adviser to such accounts, our fees and services are determined by contract with the adviser. Information concerning these sub-advised funds, including a description of the services provided and advisory fees, is contained in each fund's respective offering document or prospectus or the investment advisory agreement.

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

### **Performance-Based Fees**

Alpha-Lab intends to charge performance fees.

### **Side-by-Side Management**

Alpha-Lab may simultaneously manage multiple types of portfolios (including, but not limited to, separately managed accounts, wrap accounts, UCITS funds, mutual funds, and private hedge funds) according to the same or a similar investment strategy. This practice is known as side-by-side management. The simultaneous management of these different investment products creates certain conflicts of interest, as the fees for the management of certain types of products are may vary. Nevertheless, when managing the assets of such accounts, we have an affirmative duty to treat all such accounts fairly and equitably over time.

Although we have a duty to treat all portfolios within an investment strategy fairly and equitably over time, such portfolios will not necessarily be managed the same at all times. Specifically, there is no requirement that we use the same investment practices consistently across all portfolios. In general, investment decisions for each client account are made independently from those of other client accounts and will be made with specific reference to the individual needs and objectives of each client account. In fact, different client guidelines and/or differences within particular investment strategies can lead to the use of different investment practices for portfolios within a similar investment strategy. In addition, we will not necessarily purchase or sell the same securities at the same time or in the same proportionate amounts for all eligible portfolios, particularly if different portfolios have materially different amounts of capital or different amounts of investable cash available. As a result, although we manage numerous portfolios with similar or identical investment objectives or manage accounts with different objectives that trade in the same securities, the portfolio decisions relating to these accounts, and the performance resulting from such decisions, differs from portfolio to portfolio.

Since side-by-side management of various types of portfolios raises the possibility of favorable or preferential treatment of a portfolio or a group of portfolios, we have procedures designed and implemented to further our efforts to treat all portfolios fairly and equitably over time. Outliers having performance levels significantly different than the others will receive additional scrutiny. Security holdings in client accounts are reviewed to make sure they reflect securities and portfolio management techniques that are consistent with applicable restrictions, investment guidelines, client mandates, diversification and liquidity requirements, and other similar requirements. Anomalies are discussed with the Portfolio Managers, as necessary. By utilizing these procedures, we believe portfolios subject to side-by-side management receive fair and equitable treatment over time.

## **Item 7 – Types of Clients**

We provide investment advisory services to the following types of clients:

- A. Investment companies;
- B. Pooled investment vehicles;
- C. Pension and profit-sharing plans;
- D. Estates, trusts, or charitable organizations; and
- E. Corporations or business entities not set forth above.

In circumstances where we serve as an adviser within a wrap fee program or are an adviser or sub-adviser to other funds or accounts, the account minimums are determined by our agreement with the relevant wrap fee program sponsor, fund, or account. We do not impose any specific requirements with respect to asset size to maintain an account.

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

Alpha-Lab specializes in investing in equity securities that it believes have the greatest potential for price appreciation. Alpha-Lab uses a proprietary stock selection methodology based on fundamental research to identify these growth companies.

### **Strategy Overview and Fundamental Analysis**

We invest primarily in domestic and foreign equities of companies that we believe exhibit above-average long-term growth potential. We apply a five-pillar investment process: (1) minimum revenue growth rate of GDP growth +2% or 4%, (2) evaluation of the business model and barriers to entry, (3) evaluation of management in operating and capital allocation abilities, (4) valuation, and (5) risk management to identify and manage suitable investments for our strategies.

### **Related Risks**

Our investment strategies carry different levels of risk. In each strategy, all securities include a risk of loss of principal and any profits that have not been realized. As a result, there is a risk of loss of the assets we manage on a client's behalf, and as such, we cannot guarantee any level of performance and cannot guarantee that a client will not experience a loss of their account assets. There is also a risk that we may make poor security selections or focus on securities in a particular sector, category, or group of companies that underperform, which may result in us unsuccessfully executing our strategies or losses to our clients.

As noted above, we primarily invest in domestic and foreign equities. The material risks of equity securities in which we invest include: issuer, industry, market, currency, country-specific and general economic related risks. Adverse developments or perceived adverse developments in one or more of these areas could cause a substantial decline in the value of equity securities managed by our investment strategies.

**Currency Risk:** Fluctuations in exchange rates may affect the total loss or gain on a non-U.S. dollar investment when converted back to U.S. dollars, and exposure to non-U.S. currencies may subject a portfolio to the risk that those currencies will decline in value relative to the U.S. dollar.

**Emerging Markets Risk:** Investments in emerging markets can be subject to the general risks of foreign investments, as well as additional risks which can result in greater price volatility. The markets of developing countries are generally more volatile than the markets of developed countries with more mature economies. Many emerging markets companies in the early stages of development are dependent on a small number of products and lack substantial capital reserves. In addition, emerging markets often have less developed legal, accounting, and financial systems and requirements. These markets often have provided significantly higher or lower rates of return than developed markets and usually carry higher risks to investors than securities of companies in developed countries.

**Focused Investment Risk:** Focusing investments in a smaller number of issuers increases risk. A focused portfolio may be more susceptible to risks associated with a single economic, market, political or regulatory occurrence than a more diversified portfolio might be. A focused portfolio's performance may be more volatile than a portfolio that holds a greater variety of securities.

**Foreign Investment Risk:** Investments in foreign issuers involve additional risks (such as risks arising from less frequent trading, changes in political, social or economic conditions, and less publicly available information about non-U.S. issuers) that differ from those associated with investing in securities of U.S. issuers and may result in greater price volatility. Investments outside the U.S. may also be subject to different settlement and accounting practices and different regulatory, legal and reporting standards, and may be more difficult to value, than those securities issued in the U.S.

**Geopolitical Risk:** Changes in the political status of any country can have profound effects on the value of securities within that country. In addition, geopolitical risks may impact the liquidity and value of securities. Countries may change capital control regulations, tax rules or ownership requirements.

**Growth Stock Risk:** Growth stocks may be more sensitive to market movements because their prices tend to reflect future investor expectations rather than just current profits.

**Large-Capitalization Stock Risk:** The stocks of large-capitalization companies are generally more mature and may not be able to reach the same levels of growth as the stocks of small- or mid-capitalization companies.

**Liquidity Risk:** Liquidity risk exists when particular investments are difficult to sell. Although most of our portfolios' securities are generally liquid at the time of investment, securities may become illiquid after purchase, such as during periods of market turmoil. Illiquid investments may be harder to value, especially in changing markets, and if a portfolio is forced to sell these investments to meet redemptions or for other cash needs, the portfolio may suffer a loss.

**Management Risk:** With respect to actively managed investment portfolios, security selection or focus on securities in a particular style, market sector or group of companies may cause a portfolio to underperform relevant to benchmarks or other portfolios with a similar investment objective. There can be no guarantee that Alpha-Lab's investment technique and risk analysis will produce the desired result.

**Market Risk:** Market prices of investments may fall rapidly or unpredictably due to a variety of factors, including economic, political, or market conditions or other factors including terrorism, war, natural

disasters and the spread of infectious illness or other public health issues, including epidemics or pandemics, or in response to events that affect particular industries or companies.

**Micro-Capitalization Stock Risk:** These companies tend to have greater price volatility, lower trading volume, less liquidity, smaller revenues, narrower product lines, less management depth and experience, smaller shares of their product or service markets, fewer financial resources, and less competitive strength than larger companies.

**Non-Diversified Risk:** Portfolios that are “non-diversified” invest a greater percentage of assets in a single issuer or a small number of issuers and are therefore generally more concentrated than a diversified portfolio, and may be subject to greater credit, market, and other risks. Poor performance by a single issuer may have a greater impact on a non-diversified portfolio than a diversified portfolio, and non-diversified portfolios tend to be more volatile than diversified portfolios.

**Political Risk:** Changes in the political status of a country can have substantial effects on the value of investments exposed to that country, such as government instability, poor socioeconomic conditions, corruption, internal and external conflict, changes in regulatory environment, and changes in sovereign wealth.

**Sector Risk:** Companies or issuers that are in similar industry sectors may be similarly affected by particular economic or market events; to the extent a portfolio has substantial holdings within a particular sector, the risks associated with that sector increase.

**Small-and Mid-Capitalization Stock Risk:** The stocks of small- and mid-capitalization companies often have greater price volatility, lower trading volume, and less liquidity than the stocks of larger, more established companies.

**Value Stock Risk:** From time-to-time value stocks fall out of favor with investors and may perform differently from the market as a whole and may be undervalued by the market for a long period of time.

**Foreign Investment Risk:** Investments in foreign issuers involve additional risk that differ from those associated with investments in U.S. issuers and may result in greater price volatility.

### **Cybersecurity Risk**

With the increased use of technologies to conduct business, we are susceptible to operational, information security and related risks. In general, cyber incidents can result from deliberate attacks or unintentional events. Cyber-attacks include, but are not limited to, gaining unauthorized access to digital systems for purposes of misappropriating assets or sensitive information, corrupting data, or causing operational disruption. Cyber incidents have the ability to cause disruptions and impact business operations, potentially resulting in the inability to transact business, financial losses, violations of applicable privacy and other laws, regulatory fines, penalties or reputational damage. While we have established a business continuity plan, including a business impact analysis intended to identify and mitigate potential cyber-attacks, there are inherent limitations in such plans and programs, including the possibility that certain risks have not been identified. Furthermore, we cannot control the cybersecurity plans and programs put in place by third-party service providers and issuers in which client portfolios invest. Clients could be negatively impacted as a result.

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

There are no applicable legal or disciplinary events relating to Alpha-Lab.

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

Alpha-Lab does not currently have any affiliations.

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

Alpha-Lab has established a variety of restrictions, procedures and disclosures designed to address conflicts of interest arising between and among client accounts as well as between client accounts and the Firm and its personnel. All Alpha-Lab personnel must act in accordance with the fiduciary standard.

#### **Code of Ethics**

Alpha-Lab has a fiduciary duty to its clients, and accordingly has adopted a Code of Ethics (the “Code”) that applies to all employees. The Code describes the standard of conduct the Firm requires of its employees and sets forth restrictions on certain activities, including personal trading in accounts owned, managed or beneficially owned by the employee. The Code’s provisions also include requirements relating to areas such as gifts and business entertainment and the confidentiality of information. By setting forth the regulatory and ethical standards to which Alpha-Lab’s employees must adhere, the Code supports our efforts to promote a high level of professional ethical conduct in furtherance of our fiduciary duty to our clients.

#### **Personal Trading**

Among other things, the Code limits and monitors the personal trading activity of our employees, including members of our employees’ households. These limitations seek to further Alpha-Lab’s efforts to prevent employees from personally benefiting from Alpha-Lab’s investment decisions for its clients and/or any short-term market effects of the Firm’s recommendations to clients. Specifically, the Code requires employees and certain members of their households to “pre-clear” their personal securities transactions with our firm’s Compliance Department prior to execution, with some limited exceptions. Subject to approval consistent with the Code, the Code generally prohibits trading in securities during specific periods of time before and after the Firm has purchased or sold a security in a client account or when the security is being considered for purchase or sale for a client’s account. Limitations also exist on participation in initial public offerings and private placements. All employees must provide the Firm with a listing of their securities holdings, as well as duplicate copies of statements and trade confirmations with respect to their brokerage accounts. These restrictions and requirements of the Code apply to all accounts over which employees have investment discretion, or in which they have a direct or indirect beneficial ownership interest.

#### **Participation or Interest in Client Transactions**

Alpha-Lab does not engage in principal trades with our clients. Principals and certain employees of Alpha-Lab may invest their own or the firm's assets in employee-owned or firm-owned (i.e., proprietary) accounts, including funds managed by the Firm. These proprietary accounts may utilize the same investment strategies available to our advisory clients and hold, purchase, or sell the same securities in which clients have interests. We thus may have an incentive to favor accounts in which our employees invest with respect to trading opportunities, trade allocation and allocation of investment opportunities. As described in Item 6, the Firm has implemented various controls designed to ensure that any orders for proprietary accounts that are managed by Alpha-Lab do not receive more favorable treatment over time than other advisory clients.

Except as noted above, Alpha-Lab generally does not buy or sell, for its own accounts, securities that Alpha-Lab has recommended to our clients.

In addition, due to the nature of our clientele, Alpha-Lab may, from time to time, trade in securities issued by our clients. In all such instances, Alpha-Lab will do so in what it believes to be the best interest of its clients who are trading in such securities. Alpha-Lab will not, under any circumstances, consider a security issuer's status as a client of the Firm when determining whether to trade in that issuer's security on behalf of other client accounts.

### **Gifts and Business Entertainment**

Alpha-Lab's Code includes policies and procedures regarding giving or receiving gifts and business entertainment between the Firm's employees and certain third parties (e.g., vendors, broker/dealers, consultants, etc.) to help mitigate the potential for conflicts of interest surrounding these practices. In general, the Firm limits the amount of gifts and business entertainment that may be provided by employees to these parties, and requires the pre-approval of certain items by our Compliance Department. Alpha-Lab specifically monitors for any potential conflicts of interest with respect to individual instances of gifts or entertainment, as well as patterns of the same over time, to prevent the interests of Alpha-Lab and its employees from being placed ahead of the interests of our clients.

### **Charitable Contributions**

From time to time, Alpha-Lab may donate to charitable enterprises that are clients, are supported by clients, and/or are supported by an individual employed by one of our clients. In general, those donations are made in response to requests from clients and/or their personnel. Members of Alpha-Lab's management team approve charitable contributions to be made by the Firm. Management may take into consideration the importance of the client relationship as one factor in determining whether to approve a charitable contribution.

### **Political Contributions**

Alpha-Lab prohibits its employees from making political contributions on behalf of Alpha-Lab and does not reimburse employees for personal political contributions. Alpha-Lab prohibits its employees from making political contributions for the purpose of securing or retaining business. Alpha-Lab maintains policies and procedures that set forth specific limitations on the amounts of such contributions, as well as preclearance and reporting requirements for certain political contributions.

### **Corporate Directorships and Other Business Relationships**

Alpha-Lab requires that its employee's pre-clear acceptance of a role as an insider with a third party business enterprise. A person is an "insider" of a business enterprise if he or she is one of its directors or officers, or otherwise has a confidential relationship with it, or has a beneficial ownership of 1% of its voting stock.

### **Distribution of Code**

We are firmly committed to making our employees and clients (both current and prospective) aware of the requirements within our Code. All of our employees are provided with a copy of our Code at the time of hire and annually thereafter, and each employee must affirm that they have received a copy of the Code, and that they have read and understand its provisions. Additionally, we conduct periodic compliance training that addresses the requirements of the Code and the other policies described in this Item. A copy of Alpha-Lab's Code is also available to clients or prospective clients upon request, and may be obtained by contacting Alpha-Lab using the contact information on the Cover Page of this Brochure.

### **Item 12 – Brokerage Practices**

Generally, and as described in Item 16, Alpha-Lab is retained on a discretionary basis and is authorized to determine and direct execution of transactions within the client's specified investment objectives. Some clients limit Alpha-Lab's authority in terms of the selection of broker-dealers in favor of their own brokerage arrangements. The Firm has a fiduciary duty to seek best execution, and to ensure that trades are allocated fairly and equitably among clients over time.

#### **Brokerage Relationships**

Alpha-Lab uses various broker/dealers to execute trades on behalf of clients, but Alpha-Lab may also have many other relationships with such firms. For example:

- Alpha-Lab may invest client assets in securities issued by broker/dealers or their affiliates.
- Alpha-Lab may provide investment management services to certain broker/dealers or their affiliates.
- Certain brokers/dealers may refer clients to Alpha-Lab.

Notwithstanding such relationships or business dealings with these broker/dealers, Alpha-Lab has a fiduciary duty to its clients to seek best execution when trading with these firms, and has implemented policies and procedures discussed further below to monitor its efforts in this regard.

Alpha-Lab currently conducts all research internally and does not rely on broker research. The company employs only execution-only broker at this point.

### **Item 13 – Review of Accounts**

The Portfolio Manager regularly reviews the assets and holdings of the accounts under their supervision. More frequent reviews are triggered by unusual market activity or changes in a client's investment circumstances.

The Portfolio Manager performs reconciliations of our records of the securities and cash within client accounts against the records of the custodians who actually hold the securities and cash. Security

positions and cash are typically reconciled daily and a comprehensive reconciliation occurs monthly. To the extent any discrepancy is identified through the performance of these reconciliations, the Portfolio Manager will work with both our internal team and the custodian to resolve any such discrepancy.

Regular reviews of client accounts are also conducted by the Compliance Team for adherence to internal investment guidelines, client-mandated or contractual guidelines, and regulatory requirements. Accounts are also compared against other accounts invested in a similar manner to assess the consistency of holdings and performance, and to reconcile any outliers or other exceptions that are found.

We typically provide clients with written reports regarding their accounts on a quarterly basis, unless arranged differently. These reports summarize clients' individual holdings, asset allocation, industry diversification, yield, cost basis, market values, realized gains and losses, and transaction activity. Depending on a client's particular needs, reports are further customized if mutually agreed upon.

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

##### **Relationships with Consultants**

Alpha-Lab currently does not have any agreements with unaffiliated third-parties or solicitors to refer prospective clients.

#### **Item 15 – Custody**

Alpha-Lab does not act as a custodian over the assets in the accounts we manage for our clients. Clients have entered their own arrangements with third party custodians for custody of securities in their accounts. Such custodians may be broker/dealers, banks, trust companies, or other qualified institutions. The qualified custodian will typically provide the client with at least quarterly account statements relating to the assets held within the account managed by Alpha-Lab. Each client should carefully review the qualified custodian's statement upon receipt to determine that it completely and accurately states all holdings in the client's account and all account activity over the relevant period. Any discrepancies identified by a client should be immediately reported to Alpha-Lab and the qualified custodian.

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

We generally have discretionary authority to make all investment decisions on our clients' behalf. Our authority to exercise investment discretion is agreed upon in advance through the terms of our investment advisory agreement with our clients. When selecting securities and determining amounts of securities for purchase or sale, we observe investment policies, limitations, and restrictions that our clients set forth. Any investment guidelines and restrictions, including amendments, must be provided to us by our clients in writing.

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

Since client accounts hold stocks or other securities with voting rights, clients often have the right to cast votes at the corporate issuers' shareholder meetings. However, since shareholders often do not attend shareholder meetings, clients have the right to cast their votes by "proxy." In such cases, clients will

either retain proxy voting authority or the client may delegate authority to us to vote proxies on securities held in their account, when requested in writing and mutually agreed upon. In instances where the client has retained proxy voting authority, the client should receive proxy solicitations from the security issuer, transfer agent, or other third-party provider directly and may contact Alpha-Lab with any questions related to a particular solicitation at the contact information listed in “Item 1 – Cover Page”.

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

Alpha-Lab has no financial condition that impairs our ability to meet our contractual and fiduciary commitments to our clients, and Alpha-Lab has not been the subject of a bankruptcy proceeding.