

Voleo USA, Inc.

Business Continuity Plan (BCP)

I. Emergency Contact Persons

Our firm's two emergency contact persons are: Deetra Koch and Thomas Beattie. These names will be updated within 30 days following any change in such information. In addition, this firm will review and, if necessary, update its required contact information, via the FINRA Contact system or such other means as FINRA may specify, within 17 business days after the end of each calendar year.

FINRA Rule 1160 & 4370(f)(1)(2)

II. Firm Policy

Our firm's policy is to respond to a Significant Business Disruption (SBD) by safeguarding employees' lives and firm property, making a financial and operational assessment, quickly recovering and resuming operations, protecting all of the firm's books and records, and allowing our customers to transact business. In the event that we determine we are unable to continue our business, we will assure customers prompt access to their funds and securities.

A. Significant Business Disruptions (SBDs)

Our plan anticipates two kinds of SBDs, internal and external. Internal SBDs affect only our firm's ability to communicate and do business, such as a fire in our building. External SBDs prevent the operation of the securities markets or a number of firms, such as a terrorist attack, a city flood, or a wide-scale, regional disruption. Our response to an external SBD relies more heavily on other organizations and systems, especially on the capabilities of our clearing firm's. The potential of a pandemic, such as influenza A (H1N1), swine flu, etc., could affect our Firm internally, as well as externally.

B. Approval and Execution Authority

Deetra Koch, a registered principal and compliance professional, is responsible for approving the plan and for conducting the required annual review. Deetra Koch or Thomas Beattie has the authority to execute this BCP.

C. Plan Location and Access

Our Firm will maintain copies of its BCP and the annual reviews and changes that have been made to it for inspection. An electronic copy of our plan is located on one of our storage servers.

The BCP can be viewed by both clients and brokers on our website www.voleousa.com.

The executed hard copy of our plan is located in Voleo's Compliance Department electronic records.

III. Business Description

Our firm conducts business in listed equity and ETFs. Our firm is an introducing firm and does not perform any type of clearing function for itself or others. Furthermore, we do not hold customer funds or securities. We accept and enter orders. All transactions are sent to our clearing firm, which executes our orders, compares them, allocates them, clears and settles them. Our clearing firm also maintains our customers' accounts, can grant customers access to them, and delivers funds and securities. Our firm services investment clubs plus individuals.

Our clearing firm is Apex.

IV. Office Locations

Our main office is located Vancouver Canada. In the event of any significant business disruption (SBD) no disruption in service would occur since we are an internet based firm.

Though all business may be conducted via internet the firm maintains a US based branch in Houston Texas. A principal of the firm is located at 10323 Deerpark Drive, Houston Texas 77459.

V. Alternative Physical Location(s) of Employees

Our plan takes into consideration two different SBD's. Temporary, which would be defined as an interim period of time that we would be unable to operate or Permanent, which would involve some form of destruction of our current system/or some form of city and/or regional destruction that could be the result of weather, terrorist activity or other uncontrollable event.

Our employees are capable of working remotely, so there would be no need for an alternate physical location.

If the SBD is not deemed temporary, we will continue to operate. In the event of a flu pandemic or other form of viral outbreak that would cause us to close our primary office location, depending on the circumstances involved, the same aforementioned plan would be implemented.

In the event of a permanent SBD where none of the aforementioned plan steps could be implemented, there will be certain designated persons locally and out of state that will be responsible for triggering a message board on our website and within our applications that will immediately appear when someone initially enters our site or any of our mobile apps. The designated person to perform this task is Thomas Beattie located in Canada.

As stated previously, any form of a pandemic SBD could be internal as well as external and would result in following the aforementioned procedures.

Rule: FINRA Rule 4370(c)(6).

V. Customers' Access to Funds and Securities

Our firm does not maintain custody of customers' funds or securities, which are maintained at our clearing firm. In the event of an internal or external SBD, if internet service is available, our customers can continue to place orders and trade their accounts through our custodian.

If SIPC determines that we are unable to meet our obligations to our customers or if our liabilities exceed our assets in violation of Securities Exchange Act Rule 15c3-1, SIPC may seek to appoint a trustee to disburse our assets to customers. We will assist SIPC and the trustee by providing our books and records identifying customer accounts subject to SIPC regulation and any additional information needed in order to meet the requirements.

Rules: FINRA Rule 4370(c)(10); Securities Exchange Act Rule 15c3-1; 15 U.S.C. 78eee (2003).

VI. Data Back-Up and Recovery (Hard Copy and Electronic)

All of our client's records are held at our respective clearing firm. Our firm does not maintain primary hard copy financial books and records. Everything is stored electronically.

Rule: FINRA Rule 4370(c)(1).

VIII. Financial and Operational Assessments

A. Operational Risk

In the event of an SBD, we will immediately identify what means will permit us to communicate with our customers, employees, critical business constituents, critical banks, critical counter-parties, and regulators. All of our phones will be forwarded to employees at their locations. All of our books and records can be retrieved via the Internet. We can access all client data at our custodian via the Internet.

Rules: FINRA Rules 4370(c)(3) & (g)((2).

B. Financial and Credit Risk

In the event of an SBD, we will determine the value and liquidity of our investments and other assets to evaluate our ability to continue to fund our operations and remain in capital compliance. We will contact our clearing firm, critical banks, and investors to apprise them of our financial status. If we determine that we may be unable to meet our obligations to those counter-parties or otherwise continue to fund our operations, we will request additional financing from our bank or other credit sources to fulfill our obligations to our customers and clients. If we cannot remedy a capital deficiency, we will file appropriate notices with our

regulators and immediately take appropriate steps, including ceasing to conduct business until the net capital deficiency is cured.

Periodic meetings will be conducted by this Firm's CEO, and CCO and the FinOP to assess our financial risk and capital adequacy. A record of these meetings will be maintained by the Firm electronically.

Rules: FINRA Rules 4370(c)(3&8) & (g)(2).

IX. Mission Critical Systems

Our firm's "mission critical systems" are those that ensure prompt and accurate processing of securities transactions, including order taking, entry, execution, comparison, allocation, clearance and settlement of securities transactions, the maintenance of customer accounts, access to customer accounts, and the delivery of funds and securities.

We have primary responsibility for establishing and maintaining our business relationships with our customers and have sole responsibility for our mission critical functions of order taking and entry and execution. Our clearing firm provides, through contract, the execution, comparison, allocation, clearance and settlement of securities transactions, the maintenance of customer accounts, access to customer accounts, and the delivery of funds and securities.

Our clearing firm contract provides that our clearing firm will maintain a business continuity plan and the capacity to execute that plan. Our clearing firm represents that it will advise us of any material changes to its plan that might affect our ability to maintain our business. In the event our clearing firm executes their plan, they represent that they will notify us of such execution and provide us equal access to services as its other customers. If we reasonably determine that our clearing firm does not or cannot put their plan in place quickly enough to meet our needs, or is otherwise unable to provide access to such services, our clearing firm represents that they will assist us in seeking services from an alternative source.

Our clearing firm represents that they back up our records at a remote or, out of region site. Our clearing firm represents that they operate a back-up operating facility in a geographically separate area with the capability to conduct the same volume of business as their primary site. Our clearing firm has also confirmed the effectiveness of their back-up arrangements to recover from a wide scale disruption by testing. The custodian has confirmed that tests of the back-up arrangements are performed every quarter.

Recovery-time objectives provide concrete goals to plan for and test against. They are not, however, hard and fast deadlines that must be met in every emergency situation, and various external factors surrounding a disruption, such as time of day, scope of disruption, and status of critical infrastructure-particularly telecommunications-can affect actual recovery times. Recovery refers to the restoration of clearing and settlement activities after a wide-scale disruption; resumption refers to the capacity to accept and process new transactions and payments after a wide-scale disruption. Our clearing firm has the following SBD recovery time and resumption objectives: The custodian has a recovery time period of less than one hour.

A. Our Firm's Mission Critical Systems

1. Order Taking

Currently, our firm receives orders from customers via the internet. During an SBD, either internal or external, we will continue to take orders through any of the methods that are available and reliable, and in addition, as communications permit, we will inform our customers when communications become available to tell them what alternatives they have to send their orders to us. Customers will be informed of alternatives by our website, www.voleousa.com, parent company website www.myvoleo.com, social media channels including Facebook and Twitter, direct messages via mobile, telephone and any other means accessible. If necessary, we will advise our customers to place orders directly with our clearing firm at a phone number that will be listed on our website at the time such SBD should occur.

2. Order Entry

Currently, our firm enters orders electronically and sending them to our clearing firm electronically. Alternatively, we also may place customer orders through our custodian's order platform.

In the event of an internal SBD, we will enter and send records to our clearing firm by the fastest alternative means available, which include fax, telephone, email and overnight mail. In the event of an external SBD, we will maintain the order in electronic or paper format, and deliver the order to the clearing firm by the fastest means available when we resume operations. In addition, during an internal SBD, we may need to refer our customers to deal directly with our clearing firm for order entry.

3. Order Execution

We currently execute orders by entering/transmitting trades electronically via a third-party order management system that communicates with the clearing firm's trading system. In the event of an internal SBD, we would give trade instructions to the clearing firm's trade desk by the fastest alternative means available via fax, telephone or email. In the event of an external SBD, we would submit trades as usual and systems would operate by defaulting to the alternate locations.

B. Mission Critical Systems Provided by Our Clearing Firm

Our firm relies, by contract, on our clearing firm to provide order execution, order comparison, order allocation, and the maintenance of customer accounts, delivery of funds and securities, and access to customer accounts.

Rules: FINRA Rules 4370(c)(2)) & (g)(1).

X. Alternate Communications between the Firm and Customers, Employees, and Regulators

A. Customers

We now communicate with our customers via our Web site or app. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party.

Rule: FINRA Rule 4370(c)(4).

B. Employees

We now communicate with our employees using the telephone, e-mail, and via the internet. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. We will also employ a call tree so that senior management can reach all employees quickly during an SBD. The call tree includes all staff home and office phone numbers which will be maintained by each person noted below at their homes. We have identified persons, noted below, the persons who will invoke the call tree.

The person to invoke use of the call tree is: Deetra Koch who will contact key Voleo USA company employees to contact all staff, who in turn will initiate further call tree contacts. The entire call tree and contact list will be maintained by administrative personnel. In the absence of Deetra Koch, Thomas Beattie will contact these individuals.

In addition, the Firm has implemented an electronic employee notification process through cell text messaging, coupled with emails. This system notifies employees concerning communications of any type relating to the business of this Firm during non business hours. It is maintained by administrative personal.

Rule: FINRA Rule 4370(c)(5).

C. Regulators

We are currently members of the following SRO: Financial Industry Regulatory Authority (FINRA). We communicate with our regulators using the telephone, e-mail, fax, U.S. mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party.

Rule: FINRA Rule 4370(c)(9).

XI. Critical Business Constituents, Banks, and Counter-Parties

A. Business constituents

We have contacted our critical business constituents (businesses with which we have an ongoing commercial relationship in support of our operating activities, such as vendors

providing us critical services), and determined the extent to which we can continue our business relationship with them in light of the internal or external SBD. We will quickly establish alternative arrangements if a business constituent can no longer provide the needed goods or services when we need them because of a SBD to them or our firm. Our major suppliers are: see attached Exhibit A.

Rules: FINRA Rule 4370(c)(7).

B. Banks

We have contacted our banks and lenders to determine if they can continue to provide the financing that we will need in light of the internal or external SBD. Our operating account is at Bank of Montreal in Vancouver. If our banks and other lenders are unable to provide the financing, we will seek alternative financing immediately from capital investors or Thomas Beattie, CEO of this firm.

Rules: FINRA Rule 4370(c)(7).

C. Counter-Parties

We have contacted our critical counter-parties, such as other broker-dealers or institutional customers, to determine if we will be able to carry out our transactions with them in light of the internal or external SBD. Where the transactions cannot be completed, we will work with our clearing firm or contact those counter-parties directly to make alternative arrangements to complete those transactions as soon as possible.

Rules: FINRA Rules 4370(a) &(c)(7).

XII. Regulatory Reporting

Our firm is subject to regulation by: SEC, FINRA and various State Securities Boards. We now file reports with our regulators electronically using e-mail, and the Internet. In the event of an SBD, we will check with the SEC, FINRA, and other regulators to determine which means of filing are still available to us, and use the means closest in speed and form (written or oral) to our previous filing method. In the event that we cannot contact our regulators, we will continue to file required reports using the communication means available to us.

Rule: FINRA Rule 4370(c)(8).

XIII. Disclosure of Business Continuity Plan

We disclose in writing a summary of our BCP to customers at account opening via posting the summary on our Web site and mail it to customers upon request. Our summary addresses the possibility of a future SBD and how we plan to respond to events of varying scope. In addressing the events of varying scope, our summary

(1) provides specific scenarios of varying severity (e.g., a firm-only business disruption, a disruption to a single building, a disruption to a business district, a city-wide business disruption, and a regional disruption); (2) states whether we plan to continue business during that scenario and, if so, our planned recovery time; and (3) provides general information on our intended response. Our summary discloses the existence of back-up facilities and arrangements.

Rule: FINRA Rule 4370(e).

XIV. Updates and Annual Review

Our firm will update this plan whenever we have a material change to our operations, structure, business or location or to those of our clearing firm. In addition, our firm will review this BCP annually, at calendar year-end, to modify it for any changes in our operations, structure, business, or location or those of our clearing firm.

Rule: FINRA Rule 4370(b).

XV. Annual BCP Testing

We will run a redundancy test event on an annual basis.

Senior Manager Approval

I have approved this Business Continuity Plan as reasonably designed to enable our firm to meet its obligations to customers in the event of an SBD.

Rule: FINRA Rule 4370(d).

Signed: 

Thomas Beattie

Title: CCO

Date: January 4, 2019