

ALLIO ADVISORS LLC

Firm Brochure - Form ADV Part 2A

This brochure provides information about the qualifications and business practices of ALLIO ADVISORS LLC. If you have any questions about the contents of this brochure, please contact us at (845) 475-7905 or by email at: info@allioadvisors.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 ALLIO ADVISORS LLC is also available on the SEC's website at www.adviserinfo.sec.gov. ALLIO ADVISORS LLC's CRD number is: 317938.

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Item 2: Material Changes

ALLIO ADVISORS LLC identifies the following material changes since 6/27/25, the date of our last amendment to the Brochure:

- We have a new CEO, Nicolo Perugini, who took on the CEO role during July 2025.

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Item 4: Advisory Business

A. Description of the Advisory Firm

ALLIO ADVISORS LLC (hereinafter “AAL”) is a Limited Liability Company organized in the State of Delaware. The firm was formed in November 2022, and the principal owner is Allio Holdings LLC. Allio Holdings LLC is principally owned by Allio Fintech Corp.

AAL provides “robo-advisory” portfolio management services via an operational interactive website. This entails the use of algorithm-based portfolio management advice, rather than in-person investment advice. These automated investment solutions are customized to each client and based on individual characteristics, such as the client’s age, risk tolerance, income, and current assets, among others.

B. Types of Advisory Services

Portfolio Management Services

AAL offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. AAL creates an Investment Policy Statement for each client, which outlines the client’s current situation (income, tax levels, and risk tolerance levels). Portfolio management services include, but are not limited to, the following:

- Investment strategy
- Asset allocation
- Risk tolerance
- Personal investment policy
- Asset selection
- Regular portfolio monitoring

AAL evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. AAL will require discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Risk tolerance levels are documented in the Investment Policy Statement, which is given to each client.

AAL seeks to provide that investment decisions are made in accordance with the fiduciary duties owed to its accounts and without consideration of AAL’s economic, investment or other financial interests. To meet its fiduciary obligations, AAL attempts to avoid, among other things, investment or trading practices that systematically advantage or disadvantage certain client portfolios, and accordingly, AAL’s policy is to seek fair and equitable allocation of investment opportunities/transactions among its clients to avoid favoring one client over another over time. It is AAL’s policy to allocate investment opportunities and transactions it identifies as being appropriate and prudent among its clients on a fair and equitable basis over time.

Services Limited to Specific Types of Investments

AAL generally limits its investment advice to equities and ETFs (including ETFs in the gold and precious metal sectors), although AAL primarily recommends ETFs. AAL may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

AAL offers the same suite of services to all of its clients. However, specific client investment strategies and their implementation are dependent upon the client Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels). Clients may not impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs.

D. Wrap Fee Programs

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees and transaction costs. AAL does not participate or sponsor wrap fee programs.

E. Assets Under Management

AAL manages client assets and in the table below you will see the amount of assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$68,310	\$0	May 2025

Item 5: Fees and Compensation

A. Fee Schedule

Portfolio Management Fees

We are compensated based on the amount of assets we manage. Please see the Strategy Fee Grid below for the management fees (based on account size) which are non-negotiable.

Strategy Fee Grid (annual asset management fee)		
Asset under Management	Dynamic Yield	Core Managed

<10k	0.25%	0.65%
\$10k-\$50k	0.20%	0.50%
\$50k+	0.15%	0.35%

The advisory fee is calculated using the value of the assets in the Account on the last business day of the prior billing period.

The final fee schedule will be memorialized in the client's advisory agreement. Clients may terminate the agreement without penalty for a full refund of AAL's fees within five business days of signing the Investment Advisory Contract. Thereafter, clients may terminate the Investment Advisory Contract immediately upon written notice.

B. Payment of Fees

Payment of Portfolio Management Fees

Asset-based portfolio management fees are withdrawn directly from the client's accounts with the client's written authorization. Fees are paid monthly in arrears.

C. Client Responsibility For Third Party Fees

Clients are responsible for the payment of all third-party fees (i.e. custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by AAL. Please see Item 12 of this brochure regarding broker-dealer/custodian.

D. Prepayment of Fees

AAL collects fees in arrears. Refunds for fees paid but not yet earned will be refunded on a prorated basis and returned within fourteen days to the client via check, or return deposit back into the client's account.

For all asset-based fees paid in advance, the fee refunded will be equal to the balance of the fees collected in advance minus the daily rate* times the number of days elapsed in the billing period up to and including the day of termination. (*The daily rate is calculated by dividing the annual asset-based fee rate by 365.)

E. Outside Compensation For the Sale of Securities to Clients

Neither the Firm nor its supervised persons accept compensation for the sale of securities or other investment products.

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

AAL does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

AAL generally provides advisory services to Individuals and does not offer services related to retirement assets.

There is a \$500 account minimum for any of AAL's services.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

AAL's methods of analysis include Fundamental analysis, Modern portfolio theory, Quantitative analysis and Technical analysis.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Modern portfolio theory is a theory of investment that attempts to maximize a portfolio's expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, each by carefully choosing the proportions of various assets.

Quantitative analysis deals with measurable factors as distinguished from qualitative considerations such as the character of management or the state of employee morale, such as the value of assets, the cost of capital, historical projections of sales, and so on.

Technical analysis involves the analysis of past market data; primarily price and volume.

Investment Strategies

AAL uses long-term trading and short-term trading strategies.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

B. Material Risks Involved

Methods of Analysis

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Modern portfolio theory assumes that investors are risk averse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

Quantitative analysis Investment strategies using quantitative models may perform differently than expected as a result of, among other things, the factors used in the models, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models.

Technical analysis attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.

Investment Strategies

Long-term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Short-term trading risks include liquidity, economic stability, and inflation, in addition to the long-term trading risks listed above. Frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

Clients should be aware that there is a material risk of loss using any investment strategy. The

investment types listed below are not guaranteed or insured by the FDIC or any other government agency.

Equity investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.

Exchange Traded Funds (ETFs): An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency in products and increasing complexity, conflicts of interest and the possibility of inadequate regulatory compliance. Risks in investing in ETFs include trading risks, liquidity and shutdown risks, risks associated with a change in authorized participants and non-participation of authorized participants, risks that trading price differs from indicative net asset value (NAV), or price fluctuation and disassociation from the index being tracked. With regard to trading risks, regular trading adds cost to your portfolio thus counteracting the low fees that are one of the typical benefits of ETFs. Additionally, regular trading to beneficially “time the market” is difficult to achieve. Even paid fund managers struggle to do this every year, with the majority failing to beat the relevant indexes. With regard to liquidity and shutdown risks, not all ETFs have the same level of liquidity. Since ETFs are at least as liquid as their underlying assets, trading conditions are more accurately reflected in implied liquidity rather than the average daily volume of the ETF itself. Implied liquidity is a measure of what can potentially be traded in ETFs based on its underlying assets. ETFs are subject to market volatility and the risks of their underlying securities, which may include the risks associated with investing in smaller companies, foreign securities, commodities, and fixed income investments (as applicable). Foreign securities in particular are subject to interest rate, currency exchange rate, economic, and political risks, all of which are magnified in emerging markets. ETFs that target a small universe of securities, such as a specific region or market sector, are generally subject to greater market volatility, as well as to the specific risks associated with that sector, region, or other focus. ETFs that use derivatives, leverage, or complex investment strategies are subject to additional risks. Precious Metal ETFs (e.g., Gold, Silver, or Palladium Bullion backed “electronic shares” not physical metal) specifically may be negatively impacted by several unique factors, among them (1) large sales by the official sector which own a significant portion of aggregate world holdings in gold and other precious metals, (2) a significant increase in hedging activities by producers of gold or other precious metals, (3) a significant change in the attitude of speculators and investors. The return of an index ETF is usually different from that of the index it tracks because of fees, expenses, and tracking error. An ETF may trade at a premium or discount to its net asset value (NAV) (or indicative value in the case of exchange-traded notes). The degree of liquidity can vary significantly from one ETF to another and losses may be magnified if no liquid market exists for the ETF’s shares when attempting to sell them. Each ETF has a unique risk profile, detailed in its prospectus, offering circular, or similar material, which should be considered carefully when making investment decisions.

Past performance is not indicative of future results. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report.

B. Administrative Proceedings

There are no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

Nicolo Perugini is a registered representative of Allio Markets LLC.

Daniel Garcia is a registered representative of Allio Markets LLC, Nomad Investment Services and Architect Securities LLC.

Emil Sadofsky is registered with Allio Markets LLC.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither AAL nor its representatives are registered as or have pending applications to become either a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor or an associated person of the foregoing entities.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Nicolo Perugini and Daniel Garcia are registered representatives of Allio Markets LLC, a passive broker-dealer that exclusively executes trades for AAL, the registered investment adviser. None of these individuals accept compensation for the sale of individual securities and Allio Markets LLC does not compensate representatives through fees or commissions from the sale of any investment products purchased through Allio Markets LLC. AAL always acts in the best interest of the client, including with respect to the sale of commissionable products to advisory clients. Clients are in no way required to implement the plan through any representative of AAL in such

an individual's capacity as a registered representative. Emil Sadofsky is registered with Allio Markets LLC but does not engage in any securities-related activity.

Allio Fintech Corp is the parent company for Allio Advisors LLC and all compensation derived from activities at the RIA flow through Allio Fintech which provides regular compensation to all subsidiary members.

D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections

AAL does not utilize nor select third-party investment advisers.

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

A. Code of Ethics

AAL has a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. AAL's Code of Ethics is available free upon request to any client or prospective client.

B. Recommendations Involving Material Financial Interests

AAL does not recommend that clients buy or sell any security in which a related person to AAL or AAL has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of AAL may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of AAL to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. AAL will always document any transactions that could be construed as conflicts of interest and will never engage in trading that operates to the client's disadvantage when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of AAL may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of AAL to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, AAL will never engage in trading that operates to the client's disadvantage if representatives of AAL buy or sell securities at or around the same time as clients.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

Custodians/broker-dealers will be recommended based on AAL's duty to seek "best execution," which is the obligation to seek execution of securities transactions for a client on the most favorable terms for the client under the circumstances. Clients will not necessarily pay the lowest commission or commission equivalent, and AAL may also consider the market expertise and research access provided by the broker-dealer/custodian, including but not limited to access to written research, oral communication with analysts, admittance to research conferences and other resources provided by the brokers that may aid in AAL's research efforts. AAL will never charge a premium or commission on transactions, beyond the actual cost imposed by the broker-dealer/custodian.

AAL will require clients to use RQD* Clearing LLC.

1. Research and Other Soft-Dollar Benefits

AAL receives no research, product, or services (other than execution) from broker-dealers or

custodians in connection with client securities transactions (“soft dollar benefits”).

2. *Brokerage for Client Referrals*

AAL receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

3. *Clients Directing Which Broker/Dealer/Custodian to Use*

N/A; AAL does not allow clients to direct where securities transactions will be executed.

B. Aggregating (Block) Trading for Multiple Client Accounts

AAL does not aggregate or bunch the securities to be purchased or sold for multiple clients. This may result in less favorable prices, particularly for illiquid securities or during volatile market conditions.

Item 13: Review of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

All client accounts for AAL's advisory services are provided with reviews as follows: on an ongoing basis accounts are monitored algorithmically and on at least a semi-annually basis our CEO conducts reviews with regard to clients' respective investment policies and risk tolerance levels. All accounts at AAL are assigned to this reviewer.

There is only one level of review for subscription services, which is AAL's review prior to rendering the subscription advice.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

C. Content and Frequency of Regular Reports Provided to Clients

AAL does not provide clients with reports relating to its services.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice

AAL does not receive any economic benefit, directly or indirectly from any third party for advice rendered to AAL's clients.

B. Compensation to Non – Advisory Personnel for Client Referrals

AAL does not directly or indirectly compensate any person who is not advisory personnel for client referrals.

Item 15: Custody

When advisory fees are deducted directly from client accounts at client's custodian, AAL will be deemed to have limited custody of client's assets and must have written authorization from the client to do so. Clients will receive all account statements from the broker-dealer that is the custodian of your account, and that are required in each jurisdiction, and clients should carefully review those statements for accuracy.

Item 16: Investment Discretion

AAL provides discretionary investment advisory services to clients. The advisory contract established with each client sets forth the discretionary authority for trading. Where investment discretion has been granted, AAL generally manages the client's account and makes investment decisions without consultation with the client as to when the securities are to be bought or sold for the account, the total amount of the securities to be bought/sold, what securities to buy or sell, or the price per share.

Item 17: Voting Client Securities (Proxy Voting)

AAL will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security. Questions regarding a particular solicitation can be sent to info@allioadvisors.com.

Item 18: Financial Information

A. Balance Sheet

AAL neither requires nor solicits prepayment of more than \$1,200 in fees per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither AAL nor its management has any financial condition that is likely to reasonably impair AAL's ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

AAL has not been the subject of a bankruptcy petition in the last ten years.