

**Part 2A of Form ADV: Firm Brochure  
Item 1 Cover Page**

# EagleEquityHoldings



**1706 NE 10TH Terrace, Suite 1  
Cape Coral, Florida 33909  
CRD No. 285806**

**<http://eagleequityholdings.com/>**

This brochure provides information about the qualifications and business practices of Eagle Equity Holdings, LLC. If you have any questions about the contents of this brochure, please contact us at (732) 233-7358 and/or [info@eagleequityholdings.com](mailto:info@eagleequityholdings.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. Additional information about Eagle Equity Holdings, LLC also is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

Eagle Equity Holdings, LLC’s registration as an investment adviser does not imply a certain level of skill or training.

Effective Date: March 30, 2022

## **Item 2 Material Changes**

Last Annual Update: 3/1/2022

### **Summary of Material Changes**

This section will be updated as required in the event any material changes are made to the Eagle Equity Holdings, LLC Firm Brochure (the “Brochure”):

- Updated Firm Description AUM section
- Removed Dividend Strategy Portfolio fee schedule
- Removed Dividend Portfolio Investment Strategy
- Removed Opportunity Portfolio Investment Strategy
- Removed Energy Portfolio Investment Strategy
- Added Emerging Opportunities Investment Strategy
- Added Emerging Opportunities fee schedule
- Added Low Carbon Plus Investment Strategy
- Added Low Carbon Plus fee schedule
- Updated Executive Officers and Management Persons description

### **Delivery Requirements**

We will provide a summary of any material changes to this Brochure to our clients at least annually, within 120 days of our fiscal year end. Furthermore, we will provide our clients with other interim disclosures about material changes as necessary.

A complete copy of our current Form ADV Part 2A and/or 2B may be requested free of charge by contacting us by telephone at (732) 233-7358 or by email at [info@eagleequityholdings.com](mailto:info@eagleequityholdings.com).

### **Item 3 Table of Contents**

<b>ITEM 1 COVER PAGE .....</b>	<b>1</b>
<b>ITEM 2 MATERIAL CHANGES .....</b>	<b>2</b>
<b>ITEM 4 ADVISORY BUSINESS .....</b>	<b>4</b>
<b>ITEM 5 FEES AND COMPENSATION .....</b>	<b>5</b>
<b>ITEM 6 PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT .....</b>	<b>7</b>
<b>ITEM 7 TYPES OF CLIENTS .....</b>	<b>8</b>
<b>ITEM 8 METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS .....</b>	<b>8</b>
<b>ITEM 9 DISCIPLINARY INFORMATION .....</b>	<b>10</b>
<b>ITEM 10 OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS .....</b>	<b>11</b>
<b>ITEM 11 CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING .....</b>	<b>11</b>
<b>ITEM 12 BROKERAGE PRACTICES .....</b>	<b>14</b>
<b>ITEM 13 REVIEW OF ACCOUNTS .....</b>	<b>16</b>
<b>ITEM 14 CLIENT REFERRALS AND OTHER COMPENSATION .....</b>	<b>16</b>
<b>ITEM 15 CUSTODY .....</b>	<b>17</b>
<b>ITEM 16 INVESTMENT DISCRETION .....</b>	<b>18</b>
<b>ITEM 17 VOTING CLIENT SECURITIES .....</b>	<b>18</b>
<b>ITEM 18 FINANCIAL INFORMATION .....</b>	<b>18</b>
<b>ITEM 19 REQUIREMENTS FOR STATE-REGISTERED ADVISERS .....</b>	<b>19</b>
<b>FORM ADV PART 2B: BROCHURE SUPPLEMENT .....</b>	<b>21</b>

## Item 4 Advisory Business

---

### FIRM DESCRIPTION

---

Eagle Equity Holdings, LLC (hereinafter referred to as “Eagle Equity”, “we”, “us”, or “our firm”) is a Delaware limited liability company with its principal office located in Cape Coral, Florida and has been in business since 2014. The principal owners of the firm are Dominic Nicosia and Denis Ding.

As a registered investment adviser, we are a fiduciary to you, our client, meaning we have a fundamental obligation to act and provide investment advice that is in your best interest. Should any material conflicts of interest exist that might affect the impartiality of our investment advice, they will be disclosed to you in this Brochure. We urge you to review this Brochure carefully and consider our qualifications, business practices and the nature of our advisory services before becoming our client.

As of March 2022, Eagle Equity manages less than \$1 million of client assets on a discretionary basis. We do not manage any client assets on a non-discretionary basis.

---

### ADVISORY PROGRAMS

---

Eagle Equity provides investment advisory to individually managed accounts primarily through the offering of three investment portfolio strategies, each of which may consist of a broad range of asset classes, including, but not limited to, equities (common stocks and equivalents), exchange traded funds, commodities, options contracts and, where appropriate, other derivative instruments. While Eagle Equity’s investment advice is generally limited to its three portfolio strategies, we reserve the right to advise or not advise our clients on certain investments should we deem it appropriate based on their particular circumstances.

We ask that clients help us understand their tolerance for risk during our initial consultations since we expect that our investment strategies may have significantly more volatility than other investment strategies. While Eagle Equity seeks to accommodate reasonable investment restrictions or guidelines set by our clients, we may decline to accommodate certain investment restrictions that are incompatible with our ability to manage our designated portfolio or that may have an adverse effect on our ability to manage a client’s account to their needs, such as their stated risk tolerance.

Our advisory services are offered through certain individuals who have registered with Eagle Equity as its investment adviser representatives (“advisors”). Clients should refer to such advisor’s Form ADV Part 2B (the “Brochure Supplement”) for more information about their qualifications.

Eagle Equity enters into formal written agreements with our clients setting forth the terms and conditions under which we will provide our advisory services (the “Engagement Agreement”). The Engagement Agreement sets forth the scope of the services to be provided and the compensation we receive from the client for such services. The Engagement Agreement may be

terminated by either party in writing at any time by giving thirty (30) days signed written notice to the other party.

Our advisors may offer all or any combination of the advisory services described below to our clients:

**Investment Management.** Eagle Equity provides investment management services in which clients grant our firm the ability to utilize discretion in managing the client's investment account. Specifically, the client grants our firm full power to direct, manage, and change the investment and reinvestment of the assets in the account, the proceeds and any additions. Our authority over the client's investments includes discretionary authority to purchase and sell securities for the client's account, to submit aggregated trade orders for the client and others in order to obtain best execution, and to give instructions concerning these transactions to the qualified custodian with which the client's account(s) are held. We are not required to first consult with the client before placing any specific order or obtain specific authorization from the client for each specific transaction. Eagle Equity receives discretionary authority from our clients through our Engagement Agreement at the outset of our advisory relationship. We generally do not manage accounts on a non-discretionary basis.

We will monitor our client's account on an ongoing basis and conduct periodic portfolio reviews with the client. We will generally be available to discuss the client's account during normal business hours and will contact the client periodically. We will also review the client's account performance and the continued suitability of investments recommended by our firm to the client at least quarterly.

**Wrap Fee Programs.** Eagle Equity does not participate in any wrap fee programs.

**Important Note:** It is the client's responsibility to ensure that Eagle Equity is promptly notified if there are ever any significant changes to their financial situation, goals, objectives or needs so we can review our previous recommendations and make any necessary adjustments.

## Item 5 Fees and Compensation

---

### ADVISORY FEES

---

The following information describes how Eagle Equity is compensated for the advisory services we provide to our individually managed clients and the Fund. The specific manner in which fees are charged and the compensation we receive may differ between clients depending upon the individual Engagement Agreement with each client. Eagle Equity reserves the right to negotiate our compensation with clients depending on the scope of our advisory relationship, and we may charge higher or lower fees than are available from other firms for comparable services. Eagle Equity has the general discretion to waive all or a portion of our fees.

**Investment Management Fees.** In consideration for providing investment advisory services and pursuant to the Engagement Agreement with a client, Eagle Equity charges an annual asset-based

fee based on the client’s assets under management (“AUM”) as valued by the qualified custodian, Interactive Brokers. Per the fee schedule provided below, assets within a given portfolio are charged the applicable asset-based fee. To the extent that a client is invested in multiple portfolios, the client can expect that Eagle Equity will assess the applicable asset-based fee based only on that assets within each given portfolio.

For certain qualified clients who are eligible to invest in either our Emerging Opportunities Strategy Portfolio or our Low Carbon Plus Strategy Portfolio, and if agreed upon in writing, Eagle Equity may also charge a performance-based fee, outlined below. Our performance-based fee may be subject to a loss carry-forward provision, also known as a “high water mark,” so that the performance-based fee is only billed when the client’s account value at year end, measured on a cumulative basis and net of any losses, exceeds the highest historic account value as of the end of the prior calendar year. Performance-based fee arrangements are subject to specific negotiations with the client and will be set forth in the Engagement Agreement with each particular client.

Fees may be negotiated with each client based on a variety of factors, such as the amount of assets being managed, future deposits to the accounts under our management, the level and type of services provided and/or the nature of the relationship with the client. Our standard fee rates are provided below for each of Eagle Equity’s portfolios:

Portfolio and Fund Fee Schedule	
<b>Emerging Opportunities Strategy Portfolio</b> (Open only to qualified clients)	<ul style="list-style-type: none"> <li>• 2% of client AUM in this portfolio</li> <li>• 15% Performance Fee</li> </ul>
<b>Low Carbon Plus Strategy Portfolio</b> (Open only to qualified clients)	<ul style="list-style-type: none"> <li>• 2% of client AUM in this portfolio</li> <li>• 15% Performance Fee</li> </ul>

For individually managed clients, Eagle Equity generally bills management fees on a monthly basis in arrears. Eagle Equity generally bills performance-based fees at the end of each calendar year or when a client makes a withdrawal. Clients must authorize the deduction of our fees from their managed accounts by the qualified custodian, Interactive Brokers, and choose the method by which our fees will be calculated. Clients may elect to have our advisory fees calculated by our firm or Interactive Brokers and deducted from their accounts. The client makes this election when applying for their account at Interactive Brokers or at any time or cancel the existing arrangement. All fees will be supported by an invoice to the client itemizing the fee.

**Additional Fees and Expenses.** Clients will incur transaction charges and/or brokerage fees when purchasing or selling securities. These charges and fees are typically imposed by the broker-dealer or qualified custodian through which account transactions are executed. For more information on our brokerage practices, please refer to Item 12 (Brokerage Practices) of this Brochure.

The fees that clients pay to our firm for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or exchange traded funds (described in each fund’s prospectus) to their shareholders. The fees charged directly by mutual funds and exchange traded funds will typically include a management fee and other fund expenses.

To fully understand the total costs associated with their investment portfolio, clients should review all the fees charged by mutual funds, exchange traded funds, our firm and others.

**Termination.** The Engagement Agreement with our clients may be terminated by either party at any time upon thirty (30) days written notice. Upon termination of our status as the client's investment adviser, Eagle Equity will not take any further action with respect to the client's account(s) unless specifically notified by the client in writing. Clients will be responsible for instructing their custodian and monitoring their account for the final disposition of assets.

**Refunds.** Fees paid in advance are considered earned and non-refundable up to the effective date of the termination of Engagement Agreement. Upon receipt of a proper notice of termination from the client, as described in the Engagement Agreement, we will calculate a pro-rata refund for the unearned portion (if any) of the fee. For clients that pay in arrears, any earned unpaid fees will be billed on a pro-rata basis based on the amount of work performed by us up to the point of termination.

Upon receipt of a proper notice of termination from the client, as described in the Engagement Agreement, any earned unpaid fees will be billed on a pro-rata basis based on the amount of work performed by us up to the point of termination.

**Brokerage Commissions.** Eagle Equity does not receive brokerage commissions from the sale of securities or other investment products. Our compensation for recommending securities and investment products is limited to the advisory fees described above.

Any material conflicts of interest between clients and Eagle Equity or our employees are disclosed in this Brochure. If at any time, additional material conflicts of interest develop, Eagle Equity will provide our clients with written notification of those material conflicts of interest or an updated Brochure.

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

---

### **PERFORMANCE BASED FEES**

---

Eagle Equity may enter into performance-based or incentive fee arrangements and such arrangements will only be charged in accordance with the provisions of CCR Section 260.234.

---

### **SIDE-BY-SIDE MANAGEMENT**

---

“Side-by-side management” refers to the simultaneous management of multiple types of client accounts. Our advisors may be responsible for the management of performance-based fee accounts and the management of accounts with asset-based fee arrangements. This creates a potential conflict of interest since we may have an incentive to favor accounts for which we receive performance-based fees over other accounts in the allocation of investment opportunities. Eagle

Equity has adopted procedures to ensure that clients are treated fairly and equally and to prevent this conflict from influencing the allocation of investment opportunities among clients.

## **Item 7 Types of Clients**

---

### **TYPES OF CLIENTS**

---

Eagle Equity offers investment advisory services to a diversified group of clients including individuals, high net worth individuals, trusts, estates, charitable/non-profit organizations, corporations and other business entities and managed investment pools (e.g. hedge funds). Client relationships may vary in scope and length of service.

---

### **ACCOUNT REQUIREMENTS**

---

Eagle Equity generally requires a minimum account balance of \$5,000 for our investment management services. However, Eagle Equity in its sole discretion may waive or lower our minimum account balance requirement based on various criteria (i.e., anticipated future additional assets to be managed, related accounts, account composition, negotiations with the client, etc.).

For performance-based fee arrangements, clients must meet the definition of a “qualified client” in accordance with the provisions of CCR Section 260.234.

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

---

### **METHODS OF ANALYSIS**

---

The securities analysis methods employed by Eagle Equity may include charting, fundamental analysis, technical analysis and economic analysis. Our main sources of information include financial newspapers and magazines, research materials prepared by others, corporate rating services, timing services, annual reports, prospectuses, filings with the SEC, consultation of industry experts and company press releases.

Our methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

---

### **INVESTMENT STRATEGIES**

---

Our firm’s primary focus is to deliver capital appreciation for our individually managed clients by providing two portfolio strategy options.



**Emerging Opportunities Portfolio Strategy.** The Opportunity Strategy invests in non-leveraged and leveraged instruments traded on U.S. exchanges. This strategy will seek out higher return opportunities across various investment platforms. This strategy may utilize leveraged investments, including, but not limited to, options, leveraged ETFs, and other derivative investments to enhance returns. Additional volatility may create additional downside risk.

**Low Carbon Plus Portfolio Strategy.** The Energy Strategy invests in non-leveraged and leveraged instruments traded on major global stock exchanges. This strategy may utilize leveraged investments, including, but not limited to, options, leveraged ETFs, and other derivative investments to enhance returns. Additional volatility may create additional downside risk.

---

## **RISK OF LOSS**

---

Volatility is an inherent characteristic of our investment approach and may not be suitable for all investors. All positions taken or held by the firm include the assumption of material risk including but not limited to interest rate risk, currency risk, systemic risk, geopolitical risk, liquidity risk, and firm-specific risk. The client should be aware that investment in securities can result in losses. The value of securities used in our strategies may go up or down in response to factors not within our control, such as but not limited to, the status of an individual company underlying a security or the general economic climate. There is no guarantee that any of the investment strategies that our firm employs will outperform the investment strategies used by other firms. Past performance returns are not an indication of future returns and should not be relied on as such.

Any investment carries a certain degree of risk, including a possible loss of principal, a reduction in earnings (including interest, dividends and other distributions) and the loss of future earnings that clients should be prepared to bear. The investment risks described below may not be all inclusive but should be considered carefully:

**Strategy Risk:** There is no guarantee that the investment strategies discussed herein will work under all market conditions. Our concentrated approach may result in portfolios with positions in relatively few companies or sectors which results in a greater concentration of risk than a typical passive index fund strategy. Larger percentage swings in the value of positions are a characteristic of this concentration in a less diversified universe of positions since the portfolio will be more sensitive to factors and economic risks that specifically affect those companies or sectors.

**Market Risk:** Security prices may decrease due in response to direct and indirect events and market conditions, usually caused by factors independent of the specific attributes of the investment security.

**Financial Risk:** Excessive use of credit (borrowing) to finance a business' operations increases the risk of profitability, because the company must cover its debt obligations in good and bad years.

**Inflation Risk:** Rising inflation reduces the purchasing power of the underlying currency, which is the dollar for U.S. based investments.

**Commodity Price Risk:** Prices of commodities may be volatile, and, for example, may fluctuate substantially if natural disasters or catastrophes, such as hurricanes, fires or earthquakes, international geopolitical conflicts, among others, affect the supply or production of such commodities.

**Liquidity Risk:** Liquidity is the ability to convert an investment into cash. Investment assets are usually more liquid when established markets exist to trade those securities. For instance, U.S. Treasury bills and most equity securities have highly developed markets, while tangible property, such as real estate and precious stones, are less liquid. In case of extreme market activity, we may be unable to liquidate investments in thinly traded and relatively illiquid securities promptly if necessary. Also, sales of thinly traded securities could depress the market value of those securities and reduce the investments' profitability or increase its losses.

**Interest-Rate Risk:** Changes in interest rates may result in fluctuations in the prices of other investment vehicles. For example, when interest rates rise, fixed income securities prices fall. **Currency Risk:** Investments in non-U.S. based assets are subject to additional changes in valuation due to changes in currency exchange rates.

**Risks Specific to Options Trading:** Trading options is highly speculative in nature, involves a high degree of risk and is not suitable for all clients. Options may involve certain costs and risks such as liquidity, interest rate, market, credit, and the risk that a position could not be closed when most favorable. Option contracts are traded for a specified period of time and have no value after expiration. When trading options, there is a risk that the account may lose the total amount of the premium paid. Trading halts in the underlying security, or other trading conditions (for example, volatility, liquidity, systems failures) may cause the trading market for an option (or all options) to be unavailable, in which case, the holder or writer of an option would not be able to engage in a closing transaction and an option writer would remain obligated until expiration or assignment. Even if the market is available, there may be situations when options prices will not maintain their customary or anticipated relationships to the prices of the underlying interests and related interests. Disruptions in the markets for the underlying interests could also result in losses for options investors. This is not intended to be an exhaustive presentation of all risks associated with trading options and clients should review the current Options Clearing Corporation ("OCC") disclosure document "Characteristics and Risks of Standardized Options" and any options risk disclosures provided by the broker-dealer for all client trades, IB LLC.

*Investors should be aware their investment is not guaranteed and understand that there is a risk of loss of value in their investment. Clients understand that investment decisions made for their account by the firm are subject to various market, economic, political and business risks, and that those investment decisions will not always be profitable.*

## **Item 9 Disciplinary Information**

---

**REQUIRED DISCLOSURES**

---

Our firm and our management persons have not been involved in any legal or disciplinary events that would have a material adverse effect on the integrity of our management or the services we provide to our clients.

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

---

**OUTSIDE BUSINESS ACTIVITIES**

---

Eagle Equity is currently registered as Commodity Trading Adviser and is an Exempt Commodity Pool Operator with the National Futures Association (“NFA”). Eagle Equity’s NFA ID is 0499062. Furthermore, Denis Ding, an Eagle Equity Founder and Managing Member, is also registered with the NFA, his NFA ID is 0512689. None of Eagle Equity’s management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

---

**AFFILIATED ENTITIES**

---

Eagle Equity does not have any business relationships or arrangements with any affiliated entities that may create a potential conflict of interest:

---

**OTHER INVESTMENT ADVISERS**

---

Eagle Equity does not have any business relationships with other investment advisers that create a material conflict of interest for our clients. Furthermore, Eagle Equity does not recommend or select other investment advisers for our clients and Eagle Equity does not receive compensation directly or indirectly from any advisors for any manner of solicitation. Please see Item 14 for further detail.

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

---

**CODE OF ETHICS**

---

Eagle Equity has adopted a Code of Ethics (the “Code”) that sets forth a standard of business conduct for our firm and all our associated persons. The purpose of the Code is to set out ideals for integrity, objectivity, competence, fairness, confidentiality, professionalism and diligence for our firm and our associated persons to espouse in the interest of our clients and investor protection. The Code includes provisions relating to the confidentiality of client information, a prohibition on insider trading, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things.

All employees of Eagle Equity are required to handle their personal securities transactions in such a manner as to avoid any actual or potential conflicts of interest or any abuse of position of trust and responsibility. Annually, we require all employees to certify that they have read, understand and will comply with the Code.

Clients and prospective clients may request a full copy of our firm's Code of Ethics by contacting our firm in writing at Eagle Equity Holdings, LLC, 1706 NE 10th Terrace, Suite 1, Cape Coral, FL 33909 or calling our firm at (732) 233-7358.

Eagle Equity has fully disclosed to clients any conflicts of interest that could be reasonably expected to impair the rendering of unbiased and objective investment advice to clients and will continue to make such disclosure in the future. The disclosure is made in this document and in our Investment Management Agreement.

Eagle Equity, in the course of its investment management or the outside activities of its employees, may come into possession of confidential or material nonpublic information about issuers, including issuers in which Eagle Equity or its related persons have invested or seek to invest on behalf of its clients. Eagle Equity is prohibited from improperly disclosing or using such information for its own benefit or for the benefit of any other person, regardless of whether such other person is a client. Eagle Equity maintains and enforces written policies and procedures that prohibit the communication of such information to persons who do not have a legitimate need to know such information and to assure that the Adviser is meeting its obligations to its clients and remains in compliance with applicable law.

In certain circumstances, Eagle Equity may possess certain confidential or material, nonpublic information that, if disclosed, might be material to a decision to buy, sell or hold a security, but neither Eagle Equity nor its representatives will be prohibited from communicating such information to clients or using such information for the client's benefit. In such circumstances, neither Eagle Equity nor its representatives will have no responsibility or liability to clients for not disclosing such information to clients (or the fact that Eagle Equity possesses such information), or not using such information for the client's benefit, as a result of following Eagle Equity's policies and procedures designed to provide reasonable assurances that it is complying with applicable law.

It is Eagle Equity's policy that the firm will not arrange or effect any principal or agency cross securities transactions for client accounts. Eagle Equity will also not cross trades between client accounts. Principal transactions are transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated fund and another client account.

An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer. The officers and

employees of the Eagle Equity may invest in the same securities (or related securities, e.g., warrants, options or futures) for their own accounts that the Adviser or a related person recommends to the clients. Such practices present a conflict because the adviser or it could potentially trade in a manner that could adversely affect the client (e.g. related place person their own trades before or after the client trades are executed in order to benefit from any price movements due to the clients' trades). In addition to affecting the Adviser's or its objectivity, these practices by the Adviser or it may also harm related the person's client by adversely affecting the price at which the client's related persons are executed. The Adviser has adopted certain professional standards and guidelines, which are designed to ensure that any potential conflicts of interest relating to these purchases and sales are resolved in accordance with applicable securities laws and fiduciary considerations.

Eagle Equity recognizes and believes that (i) high ethical standards are essential for its success and to maintain the confidence of the client; (ii) its long-term business interests are best served by adherence to the principle that the interests of the client come first; and (iii) it has a fiduciary duty to clients to act solely for their benefit. All personnel of Eagle Equity must put the interests of the client before their own personal interests and must act honestly and fairly in all respects in dealings with clients.

In addition, Eagle Equity has adopted procedures in an effort to minimize such conflicts.

Eagle Equity requires all employees and officers to pre-clear securities trades with the Adviser's chief compliance officer, and to report their personal securities transactions and holdings to Eagle Equity. Eagle Equity is required to review such reports at least quarterly. Further, the Code permits personnel only to sell reportable securities.

Please refer to Item 17 for further information regarding Eagle Equity's proxy voting policy and procedures.

---

## **PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS**

---

Eagle Equity and/or our advisors may invest in the same securities that are recommended to and/or purchased for our clients. Eagle Equity and/or our advisors do not recommend securities to our clients in which Eagle Equity and/or our advisors has a material financial interest. Eagle Equity has adopted procedures designed to assure that the personal securities transactions, activities and interests of Eagle Equity and/or our advisors will not interfere with our ability to make investment decisions in the best interest of our clients.

---

## **PERSONAL TRADING**

---

Eagle Equity maintains and enforces written policies and procedures reasonably designed to prevent the misuse of material non-public information by our firm or any access persons of our

firm with regards to their personal securities transactions. Personal trading activities are continually monitored to reasonably prevent conflicts of interest between our firm and our clients.

## Item 12 Brokerage Practices

---

### SELECTION OF BROKER-DEALERS

---

Securities transactions are generally executed through Interactive Brokers, LLC. (“Interactive Brokers”), member FINRA/SIPC/NYSE. Interactive Brokers maintains custody of our clients’ assets and effects securities transactions for our investment management clients’ accounts. Eagle Equity is independently owned and operated and is not affiliated with or a related person of Interactive Brokers.

Eagle Equity considers a number of factors prior to recommending a particular broker-dealer to our clients, including but not limited to, their familiarity with the securities to be sold or purchased, their execution skills, order-flow capabilities, their commission rates or other fee schedules, their custodial services, their level of net capital (financial strength) and excess SIPC and other insurance coverage. The commissions charged by Interactive Brokers are competitive with similarly situated retail broker-dealers offering the same variety of securities to clients. Clients are advised, however, that they may be able to effect transactions in securities through other broker-dealers at lower commission rates, particularly with respect to securities listed on a national securities exchange or in the over-the-counter market.

**Research and Other Soft Dollar Benefits.** Interactive Brokers offers products or services other than execution that assist our firm in managing and administering client accounts. These may include software and other technology that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), facilitate payment of our fees from clients’ accounts, and assist with back office functions, record keeping and client reporting. These services may be used to service all or a substantial number of client accounts, including accounts not maintained at Interactive Brokers.

Eagle Equity may also receive services from Interactive Brokers or its affiliates that are intended to help our firm manage and further develop our business. These services may include registration support through Greenwich Compliance, website design and technology support. Interactive Brokers also has arrangements with various product vendors, which enable our firm to purchase their products at a discount. These products may include such items as: client reporting and consolidated statement software; client communication software; client relationship management software; compliance assistance; and investment research.

Eagle Equity does not participate in any commission-sharing arrangements or receive soft dollar credits. While the benefits we receive from Interactive Brokers do not depend on the amount of brokerage transactions directed to Interactive Brokers, as a fiduciary we are required to disclose that there is an inherent conflict of interest when our firm recommends that clients maintain their assets at Interactive Brokers. These recommendations may be based in part on the benefits we

receive from Interactive Brokers, such as the availability of the abovementioned products and services, and not solely on our clients' interest in receiving most favorable execution. Nonetheless, we seek to ensure that the securities transactions effected for our clients represent the best qualitative execution, not just the lowest possible cost.

Our firm routinely compares order execution disclosure information at Interactive Brokers to other broker-dealers to ensure that Interactive Brokers remains competitive in providing best execution for our clients' securities transactions. Although the brokerage commissions and/or transaction fees charged by Interactive Brokers may be higher or lower than those charged by other broker-dealers, in seeking best execution for our clients our firm strives to ensure that our clients pay brokerage commissions and/or transactions fees which we have determined, in good faith, to be reasonable in relation to the value of the brokerage and other services provided by Interactive Brokers.

**Brokerage for Client Referrals.** Eagle Equity does not consider broker-dealer or third-party referrals in selecting or recommending broker-dealers to our clients as this would create a conflict of interest.

**Directed Brokerage.** While Eagle Equity generally recommends that clients direct transactions through certain broker-dealers, we do not have discretionary authority to determine the broker-dealer to be used for the purchase or sale of securities for client accounts or the commission rates paid to a broker-dealer for client securities transactions.

In rare cases, Eagle Equity may utilize other broker-dealers when requested by the client. Clients of Eagle Equity must be aware that if they direct us to use a particular broker-dealer that it may limit our ability to achieve best execution or limit their participation in block trading. As a result, clients may pay higher commissions, have higher transaction costs, or receive less favorable prices. In situations where the client directs us to effect their transactions through a particular broker-dealer, we require such directions to be in writing.

---

## **TRADE AGGREGATION**

---

Investment decisions deemed appropriate for one client may also be deemed appropriate for other clients so that the same security may be purchased or sold at or about the same time for more than one client. When this is the case our firm may, but is not obligated to, aggregate similar trades for multiple clients and execute the trade as a single block.

When transactions are so aggregated, the securities purchased or sold will be allocated in a fair and equitable manner. Our trade allocation procedures seek to allocate investment opportunities among our clients in the fairest possible way taking into account their best interests. These procedures ensure that allocations do not involve a practice of favoring or discriminating against any client or group of clients. Transactions are usually aggregated to seek a more advantageous net price and/or to obtain better execution for all clients. Nevertheless, there is no assurance that the aggregation of transactions will benefit all clients equally, and in some instances combined orders could adversely affect the price or volume of a security. Also, it is possible that we may not aggregate trades in circumstances where it would be beneficial to do so.

---

**TRADE ERRORS**

---

From time to time, our firm may make a trade error when servicing a client's account. When this occurs, we will correct the trade as soon as we discover the error. Trading errors will be corrected at no cost to clients. If there is a cost associated with this correction, such cost is borne by Eagle Equity and not the client. Note that we do not credit accounts for market losses unrelated to our error.

**Item 13 Review of Accounts**

---

**ACCOUNT REVIEWS**

---

Mr. Dominic Nicosia and Mr. Denis Ding, Eagle Equity's managing members, conduct account reviews on at least annually for clients subscribed to our investment management services. The frequency of the review depends upon a variety of factors such as: the client's risk profile, activity in the account, economic and market conditions, and the client's preferences, if any. Additional reviews may be triggered by changes in the investment objectives or guidelines for a particular client or specific arrangements with the client.

Formal client review meetings are generally conducted on a regular basis at intervals mutually agreed upon by the advisor and the client, but no less than annually. During these reviews, any changes in the client's investment objectives are discussed so we can review our previous recommendations and make any necessary adjustments.

---

**ACCOUNT REPORTS**

---

Those clients to whom Eagle Equity provides investment management services receive at least quarterly reports from our firm summarizing their account(s) and investment results. Reports may be furnished in writing or electronically as requested by the client. Clients are urged to compare the account statements they receive from their custodian to any written reports received from our firm.

**Item 14 Client Referrals and Other Compensation**

---

**CLIENT REFERRALS**

---

Eagle Equity does not compensate non-registered third-parties (or "solicitors") to promote the investment advisory services offered by our firm, because the solicitor must be properly registered as a Solicitor pursuant to California Code of Regulation, Section 260.236(c)(2) and Section 260.236.1 before a cash referral fee could be paid to them.



It is our firm's policy not to compensate clients for referring potential clients to our firm, because the client would be considered a solicitor and must be properly registered as a Solicitor pursuant to California Code of Regulation, Section 260.236(c)(2) and Section 260.236.1 before a cash referral fee could be paid to them.

---

## **OTHER COMPENSATION**

---

Eagle Equity does not receive an economic benefit from anyone who is not a client in exchange for our provision of investment advice or other advisory services.

## **Item 15 Custody**

---

### **CUSTODY OF CLIENT FUNDS AND SECURITIES**

---

Interactive Brokers is the qualified custodian and maintains custody of client funds in separate brokerage account(s) for each client under the client's name. Eagle Equity personnel may assist the client in preparing paperwork to open a new brokerage account at Interactive Brokers, but only the client is permitted to authorize, by their signature, the opening of the account. Interactive Brokers sends an account-opening letter to each client at their physical mailing address after the account is approved.

For clients who have elected to have our firm calculate their advisory fees, Eagle Equity shall follow the safekeeping measures described under Section 69W-600.0132 of the Florida Administrative Code as well as Section 260.237 of the California Code of Regulations:

- We shall obtain written authorization from the client to deduct our advisory fees from their account(s) held with the qualified custodian;
- Each time a fee is deducted from the client's account(s) at the qualified custodian, we shall send the qualified custodian an invoice or statement of the amount of the fee to be deducted from the client's account; and
- We shall, concurrently with the invoice sent to the qualified custodian, send the client an invoice or statement itemizing the fee. Itemization includes the formula used to calculate the fee, the value of the assets under management on which the fee is based, and the time period covered by the fee.

Clients can access daily, monthly and annual account statements as well as daily trade confirmations through a password protected portion of Interactive Brokers' website, [www.interactivebrokers.com](http://www.interactivebrokers.com). Clients should also expect to receive quarterly account summaries from the qualified custodian by first-class mail. Clients should carefully review the account statements and summaries received from the qualified custodian(s) and compare such official custodial statements to any account reports provided by Eagle Equity. Any client that does not receive an account statement or summary from the qualified custodian should call our firm immediately so that we can arrange to have another statement sent by the custodian.

Clients can also access information concerning their account(s) and access (and generally change) the settings for their brokerage account online on the Interactive Brokers website at [www.interactivebrokers.com](http://www.interactivebrokers.com).

## **Item 16 Investment Discretion**

---

### **DISCRETIONARY AUTHORITY**

---

Eagle Equity manages client securities portfolios on a discretionary basis. Eagle Equity is granted limited discretionary authority in writing by the client at the outset of the advisory relationship. This limited discretionary authorization gives Eagle Equity the authority to manage the client's investment assets at our firm's sole discretion and without consulting with the client in advance, subject to the investment objectives, guidelines and restrictions set by the client. This authorization will remain in full force and effect until we receive a written termination notice of the Engagement Agreement from the client.

Eagle Equity does not have discretionary authority to determine what broker-dealer to use or the amount of commissions that are charged by the broker-dealer or custodian.

## **Item 17 Voting Client Securities**

---

### **AUTHORITY TO VOTE CLIENT PROXIES**

---

Eagle Equity does not accept authority from clients with respect to voting of proxies solicited by, or with respect to, the issuers of any securities held in client portfolios. The qualified custodian holding clients' assets will send all such proxy documents it receives to the client so that the client may take whatever action the client deems appropriate. Eagle Equity does not offer clients any consulting assistance regarding proxy issues.

## **Item 18 Financial Information**

---

### **REQUIRED DISCLOSURES**

---

As previously discussed in this brochure, Eagle Equity may accept limited discretionary authority when providing investment management services if agreed upon in writing with the client. Eagle Equity does not require clients to prepay more than \$500 in fees six months or more in advance.

Eagle Equity does not require or solicit prepayment of fees from our clients.

Eagle Equity has no financial commitments that would impair our firm's ability to meet our contractual and fiduciary commitments to our clients and has not been the subject of a bankruptcy proceeding.

## **Item 19 Requirements for State-Registered Advisers**

---

### **EXECUTIVE OFFICERS AND MANAGEMENT PERSONS**

---

**Dominic Nicosia.** Mr. Nicosia has an extensive background in the down line energy industry dating back to the early nineteen eighties including natural gas pipeline services and primary fuel conversions. Mr. Nicosia began studying the relationship between energy spot prices and their impact on various related commodities early in his career as a forecasting tool for energy intensive materials such as steel and asphalt products. For the past several years he has applied this knowledge as an active investor in energy related equities, commodities and leveraged ETF's. Mr. Nicosia is also the managing member of Nicosia Contracting International, LLC, Nicosia Consulting International, LLC and Galahad Marine.

**Denis Ding.** Mr. Ding worked in the clean energy industry for over 25 years, with the last 18 years associated with the legendary oil tycoon, Mr. T. Boone Pickens. Mr. Ding was born and raised in Hong Kong. Mr. Ding received his Mechanical Engineering degree from University of Waterloo, Ontario, Canada. Mr. Ding is a registered Professional Engineer and held several patents in the oil and gas industry. In 1997, Mr. Ding joined one of the most successful natural gas transportation company, founded by Mr. T. Boone Pickens. Studying under Mr. T. Boone Pickens for over 18 years, Mr. Ding has developed a kin interest in the energy business, explored the dynamic of how technology advancement is changing the entire energy landscape and presented some of the best investment opportunities.

---

### **OUTSIDE BUSINESS ACTIVITIES**

---

Please refer to Item 10 (Other Financial Industry Activities and Affiliations) of this Brochure for more information.

---

### **PERFORMANCE-BASED FEES**

---

Please refer to Item 6 (Performance-Based Fees and Side-By-Side Management) of this Brochure for more information. Performance-based fees may create an incentive for an advisor to recommend investments that carry a higher degree of risk to the client.

---

### **LEGAL OR DISCIPLINARY EVENTS**

---

Neither Eagle Equity nor our management persons have been involved or been found liable in any arbitration claims alleging damages in excess of \$2,500 or been involved or been found liable in any civil, self-regulatory organization, or administration proceeding.

---

### **ISSUERS OF SECURITIES**

---

Neither Eagle Equity nor our management persons have any relationships or arrangements with any issuers of securities.

## Form ADV Part 2B: Brochure Supplement

# EagleEquityHoldings



1706 NE 10TH Terrace, Suite 1  
Cape Coral, Florida 33909  
CRD No. 285806

<http://eagleequityholdings.com/>

This brochure supplement provides information about our supervised persons that supplements the Eagle Equity Holdings, LLC brochure. You should have received a copy of that brochure. Please contact our firm if you did not receive Eagle Equity Holdings, LLC's brochure or if you have any questions about the contents of this supplement.

Additional information about the supervised persons mentioned in this brochure supplement is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

Effective Date: March 1, 2022

**SUPERVISED PERSONS:** Dominic Nicosia (CRD No. 6734065) and Denis Ding (CRD No. 6734076)

---

**EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE**

---

**Name:** Dominic Nicosia

**Year of Birth:** 1962

**Education:** Commercial Refrigeration Design  
Lincoln Technical Institute, Graduated 1983  
Union, NJ

Commercial HVAC  
Ocean County Vocational Technical School, Graduated 1981  
Toms River, NJ

**Experience:** Managing Member  
Eagle Equity Holdings, LLC  
August 2014 - Present

President  
Nicosia Contracting International, LLC  
December 2001 - Present

President  
Nicosia Consulting International, LLC  
June 1995 - Present

Managing Member  
DS Nicosia Mechanical  
January 1990 – December 2001

President  
Refrigeration Enterprises  
June 1982 – August 1992

**Licenses/Commissions:** Compressed Natural Gas System, Management License  
Texas Rail Road Commission

Certified General Contractor  
47 US States, 7 Canadian Provinces

Licensed Mechanical Contractor  
18 US States

---

**DISCIPLINARY INFORMATION**

---

Mr. Nicosia has not been involved in any legal or disciplinary events that would be material to a client's or prospective client's evaluation of the integrity of our management.

---

#### **OTHER BUSINESS ACTIVITIES**

---

Mr. Nicosia is presently the managing member of Nicosia Contracting International, LLC, Nicosia Consulting International, LLC and Galahad Marine. Mr. Nicosia spends approximately 10 hours per week on duties related his other business activities.

---

#### **ADDITIONAL COMPENSATION**

---

Mr. Nicosia receives compensation from Nicosia Contracting International, LLC, Nicosia Consulting International, LLC and Galahad Marine, but receives no other economic benefit from non-clients.

---

#### **SUPERVISION**

---

Mr. Ding is the Chief Compliance Officer ("CCO") and is responsible for supervising and monitoring the advisory and personal trading activities of all supervised persons for compliance with federal and/or state securities laws. Mr. Ding may be contacted at (732) 233-7358 or by email at [info@eagleequityholdings.com](mailto:info@eagleequityholdings.com).

---

#### **REQUIREMENTS FOR STATE-REGISTERED ADVISERS**

---

Mr. Nicosia has not been involved or been found liable in any arbitration claims alleging damages in excess of \$2,500, in any civil, self-regulatory organization, or administration proceeding, or been subject of any bankruptcy petition.

---

**EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE**

---

**Name:** Denis Ding

**Year of Birth:** 1969

**Education:** Bachelor's Degree  
University of Waterloo, Graduated 1992  
Waterloo, Ontario, Canada

**Experience:** Managing Member  
Eagle Equity Holdings, LLC  
August 2014 - Present

Vice President of Technology Development  
Clean Energy Fuels Corp.  
September 1997 – Present

Chief Engineer and Manager of Business Development  
Wilson Technologies  
October 1993 – September 1997

Engineer  
TWG Consulting  
October 1992 – April 1993

**Affiliations:** Member, International Code Council  
2009 – Present

Member, National Fire Protection Association  
2004 – Present

Member, Professional Engineers Ontario Association  
1995 – Present

Member, Association of Professional Engineers and Geoscientists  
2016 – 2017

**Accolades:** 2009 Employee of the Year-Engineering Waste Equipment Technology  
Association

---

**DISCIPLINARY INFORMATION**

---



Mr. Ding has not been involved in any legal or disciplinary events that would be material to a client's or prospective client's evaluation of the integrity of our management.

---

#### **OTHER BUSINESS ACTIVITIES**

---

Mr. Ding is employed by Clean Energy Fuels (Nasdaq: CLNE) as the Vice President of Technology Advancement and spends approximately 40 hours per week on duties related to his outside business activity.

---

#### **ADDITIONAL COMPENSATION**

---

Mr. Ding receives compensation from Clean Energy Fuels for his employment, but receives no other economic benefit from non-clients.

---

#### **SUPERVISION**

---

Mr. Ding is the Chief Compliance Officer ("CCO") and is responsible for supervising and monitoring the advisory and personal trading activities of all supervised persons, including himself, for compliance with federal and/or state securities laws. Mr. Ding may be contacted at (732) 233-7358 or by email at [info@eagleequityholdings.com](mailto:info@eagleequityholdings.com).

---

#### **REQUIREMENTS FOR STATE-REGISTERED ADVISERS**

---

Mr. Ding has not been involved or been found liable in any arbitration claims alleging damages in excess of \$2,500, in any civil, self-regulatory organization, or administration proceeding, or been subject of any bankruptcy petition.