ITEM 1 COVER PAGE

MGAM

MANHATTAN GLOBAL ASSET MANAGEMENT

Form ADV 2A

March 6, 2026

Manhattan Global Asset Management, LLC
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Ste 200
Las Vegas, NV, 89169

www.mahattangam.com
702-748-7616

This brochure provides information about the qualifications and business practices of Manhattan Global Asset Management, LLC. If you have any questions about the contents of this brochure, please contact us at the phone number listed above. 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. Registration (e.g. “registered investment advisor”) does not imply a certain level of skill or training.

Additional information about Manhattan Global Asset Management, LLC also is available on the SEC’s website at www.adviserinfo.sec.gov.

ITEM 2 MATERIAL CHANGES

Pursuant to State and SEC rules, Manhattan Global Asset Management, LLC will ensure that clients receive a summary of any material changes to this and subsequent disclosure brochures within 120 days after the Firm's fiscal year end, December 31. This means that if there were any material changes over the past year, clients will receive a summary of those changes no later than April 30. At that time, Manhattan Global Asset Management, LLC will also offer a copy of its most current disclosure brochure and may also provide other ongoing disclosure information about material changes as necessary. If there are no material changes over the past year, no notices will be sent.

Clients and prospective clients can always receive the most current disclosure brochure for Manhattan Global Asset Management, LLC at any time by contacting their investment advisor representative.

Since Manhattan Global Management's last Brochure filing on 08/13/2025, we have no Material Changes to report.

ITEM 3 TABLE OF CONTENTS

ITEM 4 ADVISORY BUSINESS

Firm Description
Manhattan Global Asset Management, LLC ("MGAM") is an investment advisor firm registered with the Securities and Exchange Commission ("SEC"). The entity was formed in Nevada on July 27th, 2018.The Principal Owner and CCO of Manhattan Global Asset Management, LLC is Kimiko Inoue.

Types of Advisory Services:
Investment Advisory Services
Manhattan Global Asset Management, LLC ("Advisor", "Firm" or "MGAM") provides wealth management through discretionary and non- discretionary investment management services. We provide this service to a wide variety of clientele including individuals, corporations, non-profits, foundations, and trusts . Manhattan Global Asset Management utilizes a variety of vehicles including, but not limited to mutual funds, exchange-traded funds, individual securities, variable/fixed annuities, third party managers.

Manhattan Global Asset Management tailors its advisory services to accommodate the needs of its individual clients and continually seeks to manage the portfolios in a manner consistent with their specific financial situation. Financial Plannings services are utilized to gather insights on a client's specific objectives and financial situation.

Portfolio Management:
Discretionary Investment Management Services
Discretionary accounts experience active trading and account re-balancing on a relatively frequent basis according to market conditions. Clients will be taken through various financial planning processes to ascertain the proper objectives, risk profile, and trading strategies in order to properly manage the investment accounts. Periodic revisions to the planning information may impact the maintenance of these accounts. Investment models are monitored and maintained on an ongoing basis.

Non-discretionary Investment Consulting Advice
Non-Discretionary accounts require consultation with the clients prior to initiating any changes in securities and/or account objectives. Similar to the Discretionary accounts, clients will participate in various financial planning processes to define the proper objective, risk profiles and trading strategies. Investment models are monitored and maintained on an ongoing basis.

Services Tailored to Clients
During initial onboarding of clients, as well as during periodic review, clients are invited to modify the services, approach and investments utilized in managing their accounts. Clients may impose trading restrictions on investment for a variety of reasons including, but not limited to, political or philosophic opinions, reducing sector over allocation, or changes in lifestyle. These restrictions are documented and incorporated into the investment process.

Assets Under Management

As of December 31, 2025, MGAM has the following assets under management:

Discretionary assets:	$205,501,795
Non-discretionary assets:	$0

ITEM 5 FEES AND COMPENSATION

Fees and other charges
Individually Managed Accounts:
Fees for individually managed accounts are tier priced as follows:

Account Size	Annual Percentage
$0-$1,000,000	2.25%
$1,000,001-$2,000,000	2.00%
$2,000,001-$5,000,000	1.75%
$5,000,001-$10,000,000	1.50%
$10,000,001+	1.25%

*Annual fees are negotiable

Cash Management Accounts:
All Account Sizes Rate 0.25%

All asset-based fees are deducted by the qualified custodian of record on a quarterly basis in Advance, or as otherwise indicated in the client agreement. Client statements for prior deductions will be provided on a quarterly basis.

MGAM's Investment management fees are payable quarterly in advance, based on the value on the last business day of the most recent quarter, with adjustments for additional deposits of funds if any made in a quarter already billed, which will be billed in arrears at the beginning of the next quarter for the additional cash flow. Upon termination, any fees paid in advance will be prorated to the date of termination and any excess will be refunded to client through the Custodian or by check issued to the client as soon as practicable.

All fees paid to MGAM for investment advisory services are separate and distinct from the expenses charged by third-party managers and Investment Companies to their shareholders. These fees and expenses are described to the client in separate disclosures. These fees will generally include third-party management fees, an Investment Company management fee, other fund expenses, and in some situations a possible distribution fee.

MGAM will provide investment advisory services and portfolio management services but will not provide custodial or other administrative services. At no time will MGAM accept or maintain custody of a client's funds or securities except for authorized fee deduction. The Client may contact the Custodian directly for disbursements, or account record changes, and may also do so in writing to the custodian. MGAM may act at the client's convenience to facilitate such written communications to the Custodian, provided that such action is not construed to be custody of client assets.

Client is responsible for all custodial and securities execution fees charged by the custodian and executing broker-dealer. Fees paid to MGAM are separate and distinct from the custodian and execution fees.

MGAM does not receive compensation for the sale of securities or other investment products with the exception of insurance products.

Right of Cancellation
In addition to the right to terminate an agreement pursuant to its terms, a client may cancel an agreement with Adviser within five (5) business days of first receiving a copy of this disclosure brochure and supplement without penalty or fee.

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

MGAM does not charge performance-based fees or side-by-side management therefore this question is not applicable.

ITEM 7 TYPES OF CLIENTS

MGAM provides services to a wide variety of clientele including individuals, corporations, trusts, non-profits, foundations, and trusts.

Adviser has a minimum investment account balance of $1,000,000, which may be negotiable by MGAM.

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

RISKS

General Risks. Investing in securities always involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives can or will be met. Past performance is in no way an indication of future performance. We also cannot assure that third parties will satisfy their obligations in a timely manner or perform as expected or marketed.

General Market Risk. Investment returns will fluctuate based upon changes in the value of the portfolio securities. Certain securities held may be worth less than the price originally paid for them, or less than they were worth at an earlier time.

Common Stocks and Fixed Income Instruments. Investments in common stocks, bonds, Certificate of Deposits, and Collateralized Debt Instruments, purchased both directly and indirectly through investment in shares of ETFs, may fluctuate in value in response to many factors, including, but not limited to, the activities of the individual companies or issuer, general market and economic conditions, interest rates, and specific industry changes. Such price fluctuations subject certain strategies to potential losses. During temporary or extended bear markets, the value of common stocks will decline, which could also result in losses for each strategy.

Portfolio Turnover Risk. High rates of portfolio turnover could lower performance of an investment strategy due to increased costs and may result in the realization of capital gains. If an investment strategy realizes capital gains when it sells its portfolio investments, it will increase taxable distributions to you. High rates of portfolio turnover in a given year would likely result in short-term capital gains and under current tax law you would be taxed on short-term capital gains at ordinary income tax rates, if held in a taxable account.

Non-Diversified Strategy Risk. Some investment strategies may be non-diversified (e.g., investing a greater percentage of portfolio assets in a particular issuer and owning fewer securities than a diversified strategy). Accordingly, each such strategy is subject to the risk that a large loss in an individual issuer will cause a greater loss than it would if the strategy held a larger number of securities or smaller positions sizes.

Model Risk. Financial and economic data series are subject to regime shifts, meaning past information may lack value under future market conditions. Models are based upon assumptions that may prove invalid or incorrect under many market environments. We may use certain model outputs to help identify market opportunities and/or to make certain asset allocation decisions. There is no guarantee any model will work under all market conditions. For this reason, we include model related results as part of our investment decision process but we often weigh professional judgment more heavily in making trades or asset allocations.

ETF Risks, including Net Asset Valuations and Tracking Error. An ETF's performance may not exactly match the performance of the index or market benchmark that the ETF is designed to track because 1) the ETF will incur expenses and transaction costs not incurred by any applicable index or market benchmark; 2) certain securities comprising the index or market benchmark tracked by the ETF may, from time to time, temporarily be unavailable; and 3) supply and demand in the market for either the ETF and/or for the securities held by the ETF may cause the ETF shares to trade at a premium or discount to the actual net asset value of the securities owned by the ETF. Certain ETF strategies may from time to time include the purchase of fixed income, commodities, foreign securities, American Depository Receipts, or other securities for which expenses and commission rates could be higher than normally charged for exchange-traded equity securities, and for which market quotations or valuation may be limited or inaccurate. Clients should be aware that to the extent they invest in ETF securities they will pay two levels of advisory compensation – advisory fees charged by Adviser plus any advisory fees charged by the issuer of the ETF. This scenario may cause a higher advisory cost (and potentially lower investment returns) than if a Client purchased the ETF directly. An ETF typically includes embedded expenses that may reduce the ETF's net asset value, and therefore directly affect the ETF's performance and indirectly affect a Client's portfolio performance or an index benchmark comparison. Expenses of the ETF may include investment advisor management fees, custodian fees, brokerage commissions, and legal and accounting fees. ETF expenses may change from time to time at the sole discretion of the ETF issuer. ETF tracking error and expenses may vary.

Inflation, Currency, and Interest Rate Risks. Security prices and portfolio returns will likely vary in response to changes in inflation and interest rates. Inflation causes the value of future dollars to be worth less and may reduce the purchasing power of an investor's future interest payments and principal. Inflation also generally leads to higher interest rates, which in turn may cause the value of many types of fixed income investments to decline. In addition, the relative value of the U.S. dollar-denominated assets primarily managed by Adviser may be affected by the risk that currency devaluations affect Client purchasing power.

Liquidity Risk. Liquidity is the ability to readily convert an investment into cash to prevent a loss, realize an anticipated profit, or otherwise transfer funds out of the particular investment. Generally, investments are more liquid if the investment has an established market of purchasers and sellers, such as a stock or bond listed on a national securities exchange. Conversely, investments that do not have an established market of purchasers and sellers may be considered illiquid. Your investment in illiquid investments may be for an indefinite time, because of the lack of purchasers willing to convert your investment to cash or other assets.

Legislative and Tax Risk. Performance may directly or indirectly be affected by government legislation or regulation, which may include, but is not limited to: changes in investment advisor or securities trading regulation; change in the U.S. government's guarantee of ultimate payment of principal and interest on certain government securities; and changes in the tax code that could affect interest income, income characterization and/or tax reporting obligations, particularly for options, swaps, master limited partnerships, Real Estate Investment Trust, Exchange Traded Products/Funds/ Securities. We do not engage in tax planning, and in certain circumstances a Client may incur taxable income on their investments without a cash distribution to pay the tax due. Clients and their personal tax advisors are responsible for how the transactions in their account are reported to the IRS or any other taxing authority.

Foreign Investing and Emerging Markets Risk. Foreign investing involves risks not typically associated with U.S. investments, and the risks maybe exacerbated further in emerging market countries. These risks may include, among others, adverse fluctuations in foreign currency values, as well as adverse political, social and economic developments affecting one or more foreign countries. In addition, foreign investing may involve less publicly available information and more volatile or less liquid securities markets, particularly in markets that trade a small number of securities, have unstable governments, or involve limited industry. Investments in foreign countries could be affected by factors not present in the U.S., such as restrictions on receiving the investment proceeds from a foreign country, foreign tax laws or tax withholding requirements, unique trade clearance or settlement procedures, and potential difficulties in enforcing contractual obligations or other legal rules that jeopardize shareholder protection. Foreign accounting may be less transparent than U.S. accounting practices and foreign regulation may be inadequate or irregular.

Information Security Risk. We may be susceptible to risks to the confidentiality and security of its operations and proprietary and customer information. Information risks, including theft or corruption of electronically stored data, denial of service attacks on our website or websites of our third-party service providers, and the unauthorized release of confidential information are a few of the more common risks faced by us and other investment advisers. Data security breaches of our electronic data infrastructure could have the effect of disrupting our operations and compromising our customers' confidential and personally identifiable information. Such breaches could result in an inability of us to conduct business, potential losses, including identity theft and theft of investment funds from customers, and other adverse consequences to customers. We have taken and will continue to take steps to detect and limit the risks associated with these threats.

Tax Risks. Tax laws and regulations applicable to an account with Adviser may be subject to change and unanticipated tax liabilities may be incurred by an investor as a result of such changes. In addition, customers may experience adverse tax consequences from the early assignment of options purchased for a customer's account. Customers should consult their out tax advisers and counsel to determine the potential tax-related consequences of investing.

Advisory Risk. There is no guarantee that our judgment or investment decisions on behalf of particular any account will necessarily produce the intended results. Our judgment may prove to be incorrect, and an account might not achieve her investment objectives. In addition, it is possible that we may experience computer equipment failure, loss of internet access, viruses, or other events that may impair access to accounts' custodians' software. Adviser and its representatives are not responsible to any account for losses unless caused by Adviser breaching our fiduciary duty.

Dependence on Key Employees. An accounts success depends, in part, upon the ability of our key professionals to achieve the targeted investment goals. The loss of any of these key personnel could adversely impact the ability to achieve such investment goals and objectives of the account.

Specific Security Recommendations
MGAM does not primarily recommend a particular type of security.

ITEM 9 DISCIPLINARY INFORMATION

Clients should be aware that neither MGAM nor its management person(s) has had any legal or disciplinary events, currently or in the past.

ITEM 10 OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

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

MGAM is not registered and does not have an application pending to register, as a broker dealer and its management person is not registered as a broker/dealer representative.

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

MGAM and its management person is not registered and do not have application pending to register, as a futures commission merchant, commodity pool operator/advisor.

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

MGAM's President/CEO/CCO, Kimiko Inoue, is licensed as an insurance agent. If a client requests assistance with insurance products, Ms. Inoue may sell such products and receive commission. The receipt of insurance commissions creates a conflict of interest because there could be an incentive to recommend insurance products based on the compensation received rather than solely on the client's needs. Clients are under no obligation to purchase insurance products through Ms. Inoue and may obtain insurance products through unaffiliated agents or brokers.

D. Selection of Other Advisors

MGAM may recommend third party money managers. There is no material conflict of interest with any third-party money manager.

ITEM 11 CODE OF ETHICS, CLIENT TRANSACTIONS, & PERSONAL TRADING

Fiduciary Status
MGAM is an investment adviser registered with the Securities and Exchange Commission and is considered a fiduciary. As a fiduciary, it is an investment advisor's responsibility to provide fair and full disclosure of all material facts. In addition, an investment advisor has a duty of utmost good faith to act solely in the best interest of each of its clients. The Firm and its representatives have a fiduciary duty to all clients. MGAM and its representatives' fiduciary duty to clients is considered the core underlying principle for the Firm's Code of Ethics and represents the expected basis for all representatives' dealings with clients. In addition, the Code of Ethics governs personal trading by each employee of MGAM deemed to be an Access Person and is intended to ensure that securities transactions effected by Access Persons of MGAM are conducted in a manner that avoids any conflict of interest between such persons and clients of MGAM or its affiliates. MGAM collects and

maintains records of securities holdings and securities transactions effected by Access Persons. These records are reviewed to identify and resolve conflicts of interest. MGAM maintains a code of ethics and will provide a copy to any client or prospective client upon request.

Personal Securities Transactions and Interests
MGAM and/or its investment advisory representatives may from time-to-time purchase or sell products or investments that they may recommend to clients. MGAM has adopted a Code of Ethics that sets forth the basic policies of ethical conduct for all managers, officers, and employees of the company. In addition, the Code of Ethics governs personal trading by each employee of MGAM deemed to be an Access Person and is intended to ensure that securities transactions effected by Access Persons of MGAM are conducted in a manner that avoids any actual or potential conflict of interest between such persons and clients of the company or its affiliates. MGAM collects and maintains records of securities holdings and securities transactions effected by Access Persons. These records are reviewed to identify and resolve potential conflicts of interest. MGAM's Code of Ethics is available upon request.

Recommendations Involving Material Financial Interests
Neither the firm nor its associated persons have any material financial interest in client transactions beyond the provision of investment advisory services or other services as disclosed in this Brochure. Our firm does not engage in principal trading (i.e., the practice of selling stock to advisory clients from our inventory or buying stocks from advisory clients into our inventory). Nor does the firm engage in agency cross-transactions (i.e., the practice of acting as a broker for both the client and the other party involved in a transaction).

ITEM 12 BROKERAGE PRACTICES

MGAM has an established relationship with a broker-dealer/custodian that MGAM will recommend to clients for custody or client transactions. MGAM suggests this broker-dealer/custodian be used based on execution and custodial services offered, cost, quality of service and industry reputation. MGAM has also considered factors such as commission price, speed and quality of execution, client management tools, and convenience of access for both the Advisor and client in making its suggestion.

As an investment adviser, MGAM has a fiduciary duty to seek best execution for client transactions. While best execution is difficult to define and challenging to measure, there is some consensus that it does not solely mean the achievement of the best price on a given transaction. Rather, it appears to be a collective consideration of factors concerning the trade in question. Such factors include the security being traded, the price of the trade, the speed of the execution, apparent conditions in the market, and the specific needs of the client.

MGAM utilizes a custodian that it believes offers a competitive price based upon the custodian's market access, the transaction confirmation and account statement practices, the execution, clearance and settlement capabilities, and the reasonableness of the commission or its equivalent for the specific transaction. MGAM will monitor the services offered by the custodian and make any changes, as appropriate.

Research and Other Soft Dollar Benefits
MGAM does not receive research or other products or services other than execution from a broker-dealer or third party as a result of client securities transactions.

Brokerage for Client Referrals
Adviser does not receive client referrals from any broker-dealer or third party as a result of the firm selecting or recommending that broker-dealer to clients.

Directed Brokerage
MGAM recommends that all clients use a particular broker-dealer for execution and/or custodial services. The broker-dealer is recommended based on criteria such as, but not limited to, reasonableness of commissions charged to the client, tools and services made available to the client and the Advisor, and convenience of access to the account trading and reporting. The client will provide authority to MGAM to direct all transactions through that broker-dealer in the investment advisory agreement. Please also see the response to the above item.

Order Aggregation/Allocation/Block Trading
MGAM may combine orders into block trades when more than one account is participating in the trade. This blocking or bunching technique must be equitable and potentially advantageous for each such account (e.g. for the purposes of reducing brokerage commissions or obtaining a more favorable execution price).

Block trading is performed when it is consistent with the duty to seek best execution and is consistent with the terms of MGAM's investment advisory agreements. Equity trades are blocked based upon fairness to client, both in the participation of their account, and in the allocation of orders for the accounts of more than one client. Allocations of all orders are performed in a timely and efficient manner. All managed accounts participating in a block execution receive the same execution price (average share price) for the securities purchased or sold in a trading day.

Any portion of an order that remains unfilled at the end of a given day will be rewritten on the following day as a new order with a new daily average price to be determined at the end of the following day. Due to the low liquidity of certain securities, broker availability may be limited. Open orders are worked until they are completely filled, which may span the course of several days. If an order is filled in its entirety, securities purchased in the aggregated transaction will be allocated among the accounts participating in the trade in accordance with the allocation statement.

If an order is partially filled, the securities will be allocated pro rata based on the allocation statement. MGAM may allocate trades in a different manner than indicated on the allocation statement (non-pro rata) only if all managed accounts receive fair and equitable treatment.

ITEM 13 REVIEW OF ACCOUNTS

Periodic Review
Client accounts are reviewed on a periodic basis, no less than annually. The nature of the reviews includes an evaluation of account holdings against investment objectives, time horizons and risk profiles for consistency. In addition, client accounts are reviewed in connection with regularly scheduled meetings with clients. These meetings occur at a minimum of annually and can be scheduled to occur more frequently. Performance reports are provided during client meetings.

Intermittent Review Factors
All clients are encouraged to review financial planning issues, investment objectives and account performance with MGAM frequently. Clients are also advised to be informed of any interim changes in their financial goals or investment objectives. MGAM may conduct account reviews on an other-than periodic basis upon the occurrence of events that may impact the client.

Reports
At least quarterly, clients receive written transaction confirmation notices and account statements directly from the custodian. Clients are encouraged to compare any reports received from MGAM to those they receive from the custodians holding their assets. All statements and reports from both MGAM and the custodian can be retrieved electronically.

ITEM 14 CLIENT REFERRALS AND OTHER COMPENSATION

MGAM will not receive any economic benefit from another person or entity for soliciting or referring clients.

ITEM 15 CUSTODY

Adviser exercises limited custody over the client's funds by direct debit management fees from the account. Where MGAM deducts its management fee from client accounts utilizing a qualified custodian, it will obtain written authorization from the client to deduct advisory fees from an account held by a qualified custodian and send the qualified custodian a written invoice detailing the fee amount to be deducted from the client account.
The client will also receive written statements no less than quarterly from the custodian. MGAM encourages clients to carefully review their account statements for any inaccuracies. Any discrepancies should be immediately brought to the firm's attention.

ITEM 16 INVESTMENT DISCRETION

MGAM generally has discretion over the selection and amount of securities to be bought or sold in client accounts without obtaining prior consent or approval from the client. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the client and agreed to by MGAM in an investment policy statement.

Discretionary authority will only be authorized upon full disclosure to the client. The granting of such authority will be evidenced by the client's execution of an Investment Advisory Agreement containing all applicable limitations to such authority. All discretionary trades made by MGAM will be in accordance with each client's investment objectives and goals and consistent with the Investment Policy statement.

The Client must understand that gains and losses are realized by discretionary activity and that these are taxable events, and that the client has authorized such activity in granting discretion. While some sensitivity to taxation is possible with discretion, if the client requires control of the taxable events, a non-discretionary approach is needed and therefore recommended, and this would require that the client's investment contract indicate the account is non-discretionary.

ITEM 17 VOTING CLIENT SECURITIES

MGAM will not vote, nor advise clients how to vote, proxies for securities held in client accounts. The client clearly keeps the authority and responsibility for the voting of these proxies. Also, MGAM cannot give any advice or take any action with respect to the voting of these proxies. The client and MGAM agree to this by contract.

For accounts subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"), the plan fiduciary specifically keeps the authority and responsibility for the voting of any proxies for securities held in plan accounts. Also, Adviser cannot give any advice or take action with respect to the voting of these proxies.

ITEM 18 FINANCIAL INFORMATION

MGAM does not require or solicit prepayment of more than $1,200 in fees per client, six months or more in advance.

MGAM has discretionary authority over client accounts and is not aware of any financial condition that will likely impair its ability to meet contractual commitments to clients. If Adviser does become aware of any such financial condition, this brochure will be updated and clients will be notified.

MGAM has not been the subject of a bankruptcy petition at any time during the last 10 years.