

Northstar Strategic Investments, Inc.
140 South Beach Street, Ste 208,
Daytona Beach FL 32114
Tel: 386-233-3458

Website: <http://www.northstarstrategicinvestments.com>

Email: sdadesky@northstarstrategicinvestments.com

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Disclosure Brochure Form ADV – Part II

This Brochure provides information about the qualifications and business practices of Northstar Strategic Investments (hereinafter “Northstar”). If you have any questions about the contents of this Brochure, please contact Serge d’Adesky, President and Managing Member at Northstar at 386-233-3458 or nfo@northstarstrategicinvestments.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. Northstar is a registered investment advisor. Registration of an Investment Advisor does not imply any level of skill or training. The oral and written communications of an Advisor provide you with information about which you determine to hire or retain an Advisor. Additional information about Northstar also is available on the SEC’s website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The CRD number for Northstar is 155202.

Item 2 – Material Changes

Since the last filing, June 2021 the following items have material changes of which you should be aware: Going forward, our Performance Based accounts have been modified slightly, lowering overall annualized fees (see below for details).

Last year, after three years of testing, Northstar introduces a series of strategies that rely on algorithmic trading using proprietary programs developed by Northstar. Clients must sign the algorithmic trading agreement to participate in these.

Northstar no longer operates the websites TradeJolt.com and decryptofied.com. Ownership of these sites has been sold to an independent coportion, Tradejolt, Inc. for a nominaol sum. Serge d’Adesky, prinipical of Northstar, is also a part owner of TradeJolt, Inc.

Our Brochure may be requested by contacting Serge d’Adesky at 386-233-3458 or nfo@northstarstrategicinvestments.com. Additional information about Northstar is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with Northstar who are registered, or are required to be registered, as managing representatives of Northstar. Our Brochure may be requested by contacting Clara d’Adesky at 386-233-3458 or info@northstarstrategicinvestments.com. Our Brochure is also available on our web site <http://www.northstarstrategicinvestments.com> also free of charge. Additional information about Northstar is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with Northstar who are registered, or are required to be registered, as managing representatives of Northstar.

Northstar will update its brochure each year at the time of filing the annual updating amendment with IARD, and promptly notify affected clients whenever any information in the brochure becomes materially inaccurate. Additionally, in the event the brochure is updated for a separate reason in between annual amendments, Northstar will also note any fee schedule changes as well. All updates to the brochure will be filed through the IARD system and maintained in Northstar files.

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Item 4 – Advisory Business

Northstar provides Investment Supervisory Services, defined as giving advice to a client and making investments for a client based on the individual needs of the client. Through personal discussions in which goals and objectives based on a client's particular circumstances are established,

Northstar develops a client's personal asset allocation model and creates and manages a portfolio based on that model. Northstar will manage advisory accounts on a discretionary and non-discretionary basis. The investment model will contain assets in classes that Northstar believes, based on historical data, have attractive combinations of return risk, and correlation. Account supervision is guided by the objectives of the client in conjunction with his particular investment model. For each account,

Northstar creates a portfolio consisting of one or more of the following: individual equities, fixed instruments, exchange traded funds (ETFs), closed-end funds (CEFs), options, cash, and load, no-load and load-waived mutual funds.

Northstar allocates the client's investable assets among various instruments taking into consideration the asset allocation model selected by the client. Should mutual funds be used, they will be selected on the basis of any or all of the following criteria: the fund's performance history; the industry sector in which the fund invests; the track record Fees are billed monthly at the end of each month.

Clients are free to choose from any of Northstar's fee structures, and to change these choices at any future time by signing a new agreement. We cannot negotiate individual fees for one particular client, as this would violate our goal of non-discrimination among clients and could lead to an investment bias in favor of certain clients over others. However, if a new fee structure makes sense and is suggested to us by a client,

Northstar may choose to incorporate that new structure and extend it to all clients. Fees will be deducted directly from the client's account through their qualified custodians. Invoices are sent to the clients at the end of each month. As of December 31, 2019, Northstar managed \$2,200,000 million on a discretionary basis on behalf of approximately 11 clients. Additionally, Northstar provides advisory services on a fee only basis (see below) for 3 clients with approximately \$10 million in AUM.

CONSULTING SERVICES:

Clients can also receive investment advice on a more limited basis. This may include advice on other areas of concern such as estate planning, retirement planning, reviewing a client's existing portfolio, or any other specific topic. Northstar also provides specific consultation and administrative services regarding investment and financial concerns of the client. Additionally, Northstar provides advice on non-securities matters. Generally, this is in connection with the rendering of estate planning, retirement planning, philanthropic and charitable planning, bill payment, as well as trust, insurance and/or annuity advice.

Northstar was incorporated in July, 2010 by Serge P. d'Adesky and at this filing has in excess of \$2.2 million in assets under management. Serge has been active in the financial business since 1986 and holds a Series 7, Series 66 and insurance licenses for life, health, disability, long term care and annuities.

Item 5 – Fees and Compensation

Northstar offers its client's five choices of advisory accounts and fees:

Item 5 – Fees and Compensation (continued)

1. AUM-Based Managed Accounts A (Discretionary or Nondiscretionary (limited trading))
2. AUM-Based Managed Accounts B (Discretionary only) (very frequent trading)
3. Performance Based Managed Accounts (Discretionary accounts meeting SEC Qualified Regulations under Rule 205-3)
4. Performance Based Managed Accounts with guaranteed floor (Discretionary accounts meeting SEC Qualified Regulations under Rule 205-3)
5. Consulting fee accounts. (Customers retain own custody of accounts)

Clients may hold accounts in more than one category, subject to the corresponding fee structure. For all of the accounts described below, it is important to note that Northstar's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties, such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and costs are exclusive of and in addition to Northstar's fee, and Northstar shall not receive any portion of these fees, and costs. Item 12 further describes the factors that Northstar considers in selecting or recommending broker-dealers for *client* transactions and determining the reasonableness of their compensation (*e.g.*, commissions).

AUM-Based Managed Accounts A

Is defined as "monthly fees for Assets under management, invoiced at the end of each calendar month. Trading turnover is limited to less than 200% per portfolio year (Example: \$10,000 trade bought and sold one time is a 100% turn-over). Client will pay all net transaction costs incurred. Accounts may be discretionary or nondiscretionary. Fee schedule for Assets under management:

First \$3,000,000	.125 per month	(1.5% annually)
Next \$2,000,000	.08333 per month	(1.0% annually)
Remaining Balance 0.75%	.00625 per month	(.075% annually)

AUM-Based Managed Accounts B

These accounts require a payment of \$100 to setup the account. This administrative fee for account setup is non-refundable. Additionally, the following additional monthly fees owed and billable at the beginning of each month based on the previous month's end total. This percentage varies based on a decreasing scale of account size:

- 1.25% monthly for assets under \$10000
- 1.5% monthly for assets under \$100,000
- 1.00% monthly for assets \$100,000 and over.

Trading turnover is generally higher than 500% per portfolio per year. Discretionary traded accounts for investors not meeting SEC Qualified Investor Criteria (Rule 205-3)

Performance based account

Amended Performance Based Account: Any new performance based accounts will be charged a minimum administrative fee of 0.50 % per year (0.0416% per month) of Assets under Management, in addition to a fee of 20% of monthly positive profits, after trading costs and administrative fees have been subtracted. The administrative fees are billed as a percentage of total assets held in the account at the end of each monthly billing cycle. Profits are also calculated by comparing the end of the month's balances with the previous month's closing balance. Percent of positive profits is calculated based on highest balance of the account, after accounting for any customer deposits or withdrawals. This amended performance based account represents a lessening of 5% of the fees charged on any profits generated by the account, but an increase from 0% to 0.50% on the overall client's assets under management.

Grandfathered Performance Based Account: This account type is restricted to clients who opened accounts with Northstar prior to January 2014. Those clients can opt to continue with their old terms or the new ones

Item 5 – Fees and Compensation (continued)

describe in the previous paragraph. A reallocation to the amended model must be done in writing and signed by all parties.

The grandfathered Performance Based Account is charged a fee of 25% of monthly positive profits, after trading costs and administrative fees have been subtracted. There are no other fees charged by Northstar.

Performance based accounts are typically accounts with high levels of active discretionary trading. Turn-over rate usually exceeds levels of 300%. Percent of quarterly positive profits is calculated based on highest balance of the account. Accounts limited to investors meeting SEC Qualified Investor Criteria (Rule 205-3) of \$1 million under management with the Advisor or Advisor has been informed that client has a net worth of at least \$2 Million. (Clients with lesser assets who became clients of Northstar prior to Feb 2012 may be grandfathered in to less onerous restrictions: see aforementioned rule 205-3.)

Performance Based Managed Accounts with guaranteed floor

We currently do not offer these accounts, but may choose to do so in the future. If so clients will be notified of the opportunity to invest in them, and any risk/rewards those may offer.

Consulting fee accounts

Northstar charges the client based on a predetermined, written level, negotiated individually based on the complexity of the issues at hand. Generally, these services range from \$150 to \$500 per hour.

The specific manner in which fees are charged by Northstar is established in a written agreement with Northstar. A client relationship minimum of \$50,000 of assets under management is generally required for Northstar's investment advisory services established in the form of a wrap account. Nevertheless, a client's acceptable relationship size may be less under certain circumstances. In addition, Northstar may group certain related clients for the purposes of achieving the minimum account size and determining the annualized fee.

Management fees shall not be prorated for each capital contribution and withdrawal made during the applicable calendar quarter (with the exception of de minimis contributions and withdrawals). Accounts initiated or terminated during a calendar quarter will be charged a prorated fee. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable.

Performance based accounts are reserved only for discretionary accounts involving very high levels of active trading. These will involve accounts where the turnover rate can exceed levels of 200% and 300% of the principal invested in a yearly period. Clients must give full discretion to Northstar in the managing of these accounts, but are free to add or subtract from their assets in the accounts at any time or to use an alternative custodian. Northstar reserves the right to add or change custodians as it deems appropriate. Fees shall be deducted directly from the custodial account.

New Algorithmic Trading Offerings

Northstar is a big believer in deploying the power of computer technology to empower trading decisions. For all of the aforementioned 4 types of accounts except for consulting fee accounts, Northstar now offers the possibility of having a part or the whole of an account invested using our proprietary Algorithmic Trading Programs. These strategies are currently only possible for clients using Interactive Brokers as the custodian. Northstar has developed a number of proprietary algorithmic models to enable customers to pursue conservative, moderate or aggressive strategies. Such strategies are available to any class of client, although smaller sized accounts should be aware that the frequency of trading and comparatively higher trading costs can dampen performance viz-a-viz larger portfolios. In such cases, Northstar will provide guidelines as to the minimum portfolio size that makes financial sense for the investor.

Clients should understand that such algorithmic trading programs in many cases have not been subject to the test of real historical trading results. The backtested simulations that are used to demonstrate their probable past performance may not be representative of the future. The investor should consult some of the differences featured in this article: <https://www.blue-point-trading.com/trader-toolbox/specific-topics/algorithmic/backtesting-results-do-not-equal-live-trading-results>

Clients wishing to participate in these algorithmic strategies must sign an additional Algorithmic Trading Agreement and full discretionary rights must be granted to Northstar by the investor. While the processing power, accuracy and speed of computers can greatly enhance achievable "alpha" performance, the use of computers introduces a new level of risks related to computer outages and data security which an investor must

Item 5 – Fees and Compensation (continued)

acknowledge

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

In some cases, Northstar has entered into performance fee arrangements with qualified clients: such fees are subject to individualized negotiation with each such client. Northstar will structure any performance or incentive fee arrangement subject to Section 205(a)(1) of the Investment Advisors Act of 1940 (The Advisors Act) in accordance with the available exemptions hereunder, including the exemption set forth in Rule 205-3. In measuring clients' assets for the calculation of performance-based fees, Northstar shall include realized and unrealized capital gains and losses.

Performance based fee arrangements may create an incentive for Northstar to recommend investments which may be riskier or more speculative than those which would be recommended under a different fee arrangement. Such fee arrangements also create an incentive to favor higher fee paying accounts over other accounts in the allocation of investment opportunities.

Northstar has procedures designed and implemented to ensure that all clients are treated fairly and equally, and to prevent this conflict from influencing the allocation of investment opportunities among clients.

Serge P. d'Adesky is the portfolio manager handling both wrap accounts as well as performance-based accounts. Because Northstar makes the same amount of money from wrap accounts regardless of actual performance – a percentage of assets under management - an inherent bias exists to pay more attention to accounts which are performance-based, as this generates more revenue.

In order to minimize the occurrence of favoring higher revenue accounts, Northstar chooses to focus its efforts on fewer investments and investment vehicles. Thus, if an investment is selected as part of a short-term swing-trading strategy for high frequency trading accounts, it will often be comprised of the same securities held by other investors in less frequently traded accounts.

Only the frequency of the trades will vary in the two accounts. Thus, a sudden rise or dip in a position's value will immediately be noticed in the actively traded account. If the rise or dip is significant enough to materially affect long term positions,

Northstar will re-evaluate those longer terms positions and make changes as appropriate. Because active and longer term accounts are consciously being focused on for the same groups of underlying securities, longer term accounts benefit from the attention being devoted to active strategies. Instead of being hurt by a deficit of attention to their portfolio holdings, wrap accounts and longer term accounts are benefiting from the extreme focus on those securities' performance and their underlying fundamental and technical trends.

Secondly, all wrap accounts are reviewed at least once a month, and each position in the account is subjected to a fresh evaluation to ensure that it still meets the customer's objectives and is within the customer's desired risk parameters.

Finally, if despite the measures taken above, Northstar ever comes into the situation of having insufficient time to monitor customer investments, the company reserves the right to pare down the ranks of its customers. The company would then focus on fewer product lines, and servicing remaining clients better.

Item 7 – Types of Clients

Northstar may provide portfolio management services to individuals, high net worth individuals, corporate pension and profit-sharing plans, Taft-Hartley plans, charitable institutions, foundations, endowments, municipalities, registered mutual funds, private investment funds, trust programs, sovereign funds, foreign funds such as UCITs and SICAVs, and other U.S. and international institutions.

The below account balance minimums must be met for a Client to participate in Northstar's services. Northstar reserves the right to alter or waive these requirements at its discretion. Wrap accounts are generally available only for Clients with an initial portfolio value of at least \$50,000. However, Northstar may waive this requirement at its option depending upon the circumstances of a particular Client.

Northstar reserves the right to terminate the Client agreement at any time portfolio assets are less than \$50,000, the Client Agreement is subject to termination at Northstar's option. Consulting Services Program arrangements do not have a specified portfolio minimum and are subject to the discretion of Northstar and the

Item 7 – Types of Clients (continued)

mutually agreed upon terms of our clients.

Under certain circumstances, and only when germane to the risk profile needed to qualify an investor for a specific investment or investment strategy, Northstar is required to release to outside portfolio managers personal details about a client, such as net worth, income or existing investment holdings. When such third-party information sharing is required, clients will be made aware of it in advance and must give their accord before the information is released to the outside portfolio manager.

Information We Collect

We collect certain nonpublic information such as client social security number, household assets, income, and property information, as well as transactions with Northstar, our affiliates or other relevant sources.

Information We Disclose

We do not disclose any nonpublic personal information about our customers or former customers, except to companies that perform services on our behalf, and as permitted by law to State & Federal Agencies in the process of audit.

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

When considering investing in stocks and investing with Northstar in particular, we caution investors about the following risks and considerations. We take these points very seriously and expect our investors to do so as well. Northstar and its portfolio manager is registered with the U.S. Securities and Exchange Commission and various state securities agencies, and each a member of FINRA.

Do Not Expect Historical Returns – Past results are no guarantee of future performance. We are not just saying this. Past results are only one piece of information to consider in selecting a manager. Particularly important in evaluating a manager's past performance is to look at the causal factors affecting that bad performance, and to place that performance in the context of other managers in that same investment class. *Investments move in cycles* – Northstar believes that all investment classes are subject to longer term fundamental and technical cycles. The confluence of these sometimes convergent, sometimes divergent cycles is what propels investments to higher or lower valuations. The fact that an investment has underperformed in a previous period may be just the reason why it will over-perform in another, but such a result is not automatic. *You Can Lose Everything.* Investing in stocks is inherently risky and can result in complete loss of capital.

While diversification and buying stocks with limited perceived downside can limit this risk, any investment in stocks can go to zero. Consider the recent bankruptcies of GM, Circuit City and Lehman and the plunge of Citigroup and AIG. Similarly, an investment in "secure", "safe" investments can turn out not to be secure at all: investors in AAA guaranteed Lehman Brothers bonds found this out when they lost 85% of their principal in the Lehman Brother's bankruptcy. Holders of collateralized mortgage obligations - given AAA rating by the leading Rating Agencies such as Moody's and Standard and Poors – also discovered this hard fact. For this reason, Northstar reads all the known rating literature, but it does not rely on this literature as a sole basis of its investment decisions. Also, Northstar's investment approach always attempts to view an investment's return from a worst-case perspective, and then balances those risks off with the potential return in evaluating its appropriateness for a customer's portfolio.

Limit the losses– Northstar's strategy (and any good strategy in our view) is geared to limiting losses. Unlike many investment management firms, Northstar does not believe that buy-and-hold strategies are the safest or even best long-term investment strategies. On the contrary, Northstar believes that all investments and securities run in hot and cold cycles. An investor is best served by paying attention to the factors that affect those cycles. A smart investor will limit his losses - to the degree possible - against large losses in any positions, using such known tools as stop limit positions, careful use of defensive options, and a diversified approach. Northstar believes that at certain critical times, the best position may be to avoid the market altogether and stay on the sidelines in cash. The use of long-short strategies, both buying and short-selling different investments at the same time, can also greatly neutralize the risk to a portfolio from larger macroeconomic disruptions.

Diversify Across Asset Classes - A Northstar portfolio is not considered appropriate for an individual or an entity's entire portfolio. Diversification across assets is a tool to limit downside risk. An individual will be well served to own other investment classes, such as real-estate, rental properties, or private interests in an ongoing business.

Some of Our Investments Will Fail – Investing in stocks is highly uncertain. Rigorous research and buying discipline can improve the odds of success, but there will always be companies that fail. While we strive to pick good companies with limited downside risk, some have experienced and will experience significant drops in

Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss (continued)

value or a complete loss.

We Strictly Follow Our Strategy – At Northstar an equity position is undertaken only after undergoing strict fundamental, qualitative and technical analysis. When we are taking a long position, we want the company in question to have sound financial health and superb long-term prospects, not just a nice lineup of technical indicators. Similarly, we don't like to short good stocks, stocks that we believe, in the long run, must gain in

Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss (continued)

value. In extreme cases, in which a good company is grossly overvalued, Northstar may choose to short that company's stock for short-term gains in actively traded accounts. Vice-versa, for an active trader seeking short term gains, Northstar may choose to take a long position in a company that has poor long term prospects, but whose stock has recently dropped to below its fundamental value. But such cases are exceptional: in short term trading Northstar tries to move with the long term trend, not against it, so we pay attention to fundamentals.

No Two Accounts Will Be Identical and Therefore Will Not Produce Exactly the Same Performance – Our analysts' buy recommendations can change rapidly as stock prices fluctuate or when we find new ideas. The timing of opening an account and subsequent cash flows can significantly affect the portfolio's composition.

Less is Better - In general, we do not believe a client is best served by spreading his investments too widely. We believe in the virtue of sector diversification, but many funds carry diversification to too much of an extreme, owning too many stocks in too many sectors. By following fewer companies, instead of hundreds, Northstar feels it can focus on the best companies, the leaders in their respective sectors, and improve investment results. Downside risks are limited by diligent monitoring of the companies results and news, as well as hedging tools. Similarly, Northstar believes that macroeconomic policy permits the identification of probable sector winners and losers, as well as geographical winners and losers. Northstar believes in actively re-deploying its portfolio in more promising sectors. Of course, this is NOT a strategy of chasing past winners, or buying yesterday's wonder fund.

Smaller Companies Can Be Particularly Risky – In general, small-capitalization stocks are more risky than larger stocks due to lower trading liquidity, less available information and less financial resources than larger companies. Northstar's analysts and portfolio managers rely to some extent on the integrity of company management, auditors, and the applicable regulators charged with oversight. The underlying securities within Northstar portfolio accounts are regularly monitored. Each individual account is reviewed at least bi-annually and most accounts are reviewed monthly. Serge d'Adesky is the account manager and the individual responsible for the supervision and review of all investment accounts. Accounts are reviewed in the context of each client's stated asset allocation agreement and the current market environment. Reviews more frequent than annually may be triggered by material changes in variables such as the client's individual circumstances, the markets, or political or the economic matters. Consideration is given to the interest rate environment for the debt investments and the timing of their purchases. Both Morningstar and Investor's Business Daily rating services as well as brokerage recommendations from Interactive Brokers, S&P and Charles Schwab, are relied upon in helping to determine what to buy and when to sell, as well as fundamental and technical, analysis independently conducted by Northstar. Northstar frequently consults innumerable web-sites, such as Bloomberg, the Economist and the Wall Street Journal to gather background color on different investments and discern longer term trends. Northstar is presently a one-advisor firm, managed by Serge d'Adesky . He performs the analysis personally using the data secured from the sources noted above for his decision-making.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Northstar or the integrity of Northstar's management. Northstar has no information applicable to this Item.

Northstar does not maintain an inventory of investments for resale. Northstar, Northstar's employees, IARs and its registered representatives may purchase or sell for their own accounts securities or other investment products that are also recommended to Clients. When purchasing or selling securities, priority will be given to Client transactions. Northstar's employees, IARs and, registered representatives are subject to the provisions of Northstar's policies regarding personal securities transactions and applicable securities rules and regulations. These policies are designed to prevent detriment to the Client. Clients should also be aware that, to the extent permitted by applicable securities regulations, Northstar may receive service fees or other payments relating to a Client's investment in a particular product or participation in a particular Program recommended or selected by Northstar. Additionally, Northstar or one of its affiliates may receive compensation for their services where

Item 9 – Disciplinary Information (continued)

Northstar or an affiliate is the investment adviser, sponsor, or other service provider to the investment product or Program. Clients should be aware that this presents a potential conflict of interest because Northstar has more incentive to recommend or select investments that provide such additional compensation.

Item 10 – Other Financial Industry Activities and Affiliations

Northstar is not a subsidiary of any other corporate entity. Northstar is a registered investment advisor and does not engage in any other financial activities. Serge P. d'Adesky, is a principal with Northstar, and its main

Item 11 – Code of Ethics

investment decision-maker. Serge P. d'Adesky is also a registered representative associated with Interactive Brokers, and performs trading activities on a day-to-day basis for clients who may not be clients of Northstar. Neither Northstar nor a related person is a general partner in any partnership in which Northstar clients are solicited to invest.

Northstar has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, 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 supervised persons at Northstar must acknowledge the terms of the Code of Ethics annually, or as amended.

Northstar anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which Northstar has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which Northstar, its affiliates and/or clients, directly or indirectly, have a position of interest.

Northstar's employees and persons associated with Northstar are required to follow Northstar's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of Northstar and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for Northstar's clients.

The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of Northstar will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of Northstar's clients.

In addition, the Code requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between Northstar and its clients.

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with Northstar's obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price. Northstar will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order.

Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the Order. Northstar's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Serge d'Adesky.

It is Northstar's policy that the firm will not affect any principal or agency cross securities transactions for client accounts. Northstar will also not cross trades between client accounts. Principal transactions are generally defined as 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 hedge fund and another client account.

An agency cross transaction is defined as a transaction where a person acts as an investment advisor in relation

Item 11 – Code of Ethics (continued)

to a transaction in which the investment advisor, or any person controlled by or under common control with the investment advisor, 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.

Item 12 – Brokerage Practices

Soft dollar benefits are not limited to those clients who may have generated a particular benefit although certain soft dollar allocations are connected to particular clients or groups of clients. Soft dollar benefits are not proportionally allocated to any accounts that may generate different amounts of the soft dollar benefits. Northstar's primary considerations for selecting brokers are as follows:

Item 12 – Brokerage Practices (continued)

- efficient execution
- efficient trade settlement
- above minimum net capital requirements (\$10,000,000)
- five year history

When circumstances allow, our portfolio managers solicit quotes from a minimum of three securities brokers in order to deliver the best price for the client given prevailing market conditions. Our portfolio managers include an internal list of approved brokers or the list may be derived from client's list of approved brokers. We advise the client to purchase the security from the securities broker with the best price. Currently, Northstar uses the services of Interactive Brokers Advisors as a custodian for its client accounts. Interactive Brokers normally charges a fee of under \$2.00 for each stock trade. These fees are among the most competitive in the business. If Northstar chooses to use alternative custodial services, or those of any other custodian whose services are found to meet Northstar's high standards, clients will be given ample notice of the switch - at least three months time - and given the choice of switching to the new custodian or retaining the old custodial accounts.

Item 13 – Review of Accounts

All securities bought and sold for each Northstar client must comply with current investment policies approved by the client. Current investment policies are maintained for every client, and reviewed and approved by the client on a periodic basis. Client's account will be reviewed at least once per month, and each client contacted at that time. Clients may request in writing to be contacted less frequently. In the case of our Advisor Solutions and Transaction based

accounts, we provide continuous and regular investment advice or investment supervisory services to Clients, review Client portfolios, communicate with clients at least annually, and remind Clients at least quarterly to inform us of any changes to their Investment Profile Information, to ensure that their portfolio continues to conform with their respective Investment Profile information, any social exclusions or investment restrictions, and all applicable rules and regulations. Northstar also reviews the investment results of Client portfolios on a regular basis. Under limited circumstances, Northstar may change or recommend a change of the Client's account to facilitate continued services. Northstar does not verify performance data provided to it by third parties with exception of calculation methods and the related account holdings shown.

Item 14 – Client Referrals and Other Compensation

Northstar has solicitation agreements with various individuals or firms for all of its services. The solicitors are paid a portion of the Northstar fee. The Northstar fee schedule is not increased when a solicitor is utilized.

Item 14 – Client Referrals and Other Compensation (continued)

Solicitation agreements and fee sharing disclosures are implemented on all transactions using a solicitor. All fees are disclosed. Northstar may choose to receive referral fees, such fees must be disclosed in writing to affected customers immediately upon establishment of such a referral fee arrangement.

Item 15 – Custody

Northstar does not hold custody of client funds. Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains client's investment assets. Northstar urges clients to carefully review such statements and compare such official custodial records to the account statements that we may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16 – Investment Discretion

Northstar usually receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account. When selecting securities and determining amounts, Northstar observes the investment policies, limitations and restrictions of the clients for which it advises. For registered investment companies, Northstar's authority to trade securities may also be limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made. Investment guidelines and restrictions must be provided to Northstar in writing.

Batched Trades. Client account transactions are typically completed independently for each Client's account. However, Northstar may purchase or sell the same securities or instruments for a number of Clients simultaneously. In such case, orders for the same security may be combined or "batched" or "grouped" to **Item** facilitate best execution and at times possibly reduce brokerage commissions or other costs. Northstar effects batched transactions in a manner designed to ensure that no participating Client is favored over any other Client. Specifically, each Client that participates in a batched transaction will participate at the average share price for all of Northstar's transactions affected to fulfill the batched order.

Securities purchased or sold in batched transactions are typically allocated pro-rata to the participating Client accounts in proportion to the size of the order placed for each account. In situations where Northstar maintains discretion, we may increase or decrease the amount of securities allocated to each account if necessary to avoid holding odd lot or small numbers of shares for particular Clients. Additionally, if the clearing firm is unable to fully execute a batched transaction and Northstar determines that it would be impractical to allocate a small number of securities among the accounts participating in the transaction on a pro-rata basis, Northstar may allocate such securities in a manner determined in good faith to be fair and equitable.

Item 17 – Voting Client Securities

As a matter of firm policy and practice, Northstar does not have any authority nor does it wish to vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Northstar may provide advice to clients regarding the clients' voting of proxies.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about Northstar's financial condition. Northstar has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

Item 19 – Requirements for State-Registered Advisers

Refer to the Part(s) 2B for background information about our principal executive officers, management personnel and those giving advice on behalf of our firm.

Our firm is not actively engaged in any business other than giving investment advice that is not already disclosed above. Neither our firm, nor any persons associated with our firm are compensated for advisory services with performance-based fees.

Refer to the Performance-Based Fees and Side-By-Side Management section above for additional information on this topic.

Neither our firm, nor any of our management persons have any reportable arbitration claims, civil, selfregulatory organization proceedings, or administrative proceedings.

Neither our firm, nor any of our management persons have a material relationship or arrangement with any issuer of securities.

Northstar Strategic Investments, Inc.
140 South Beach Street, Ste 208,
Daytona Beach FL 32114
Tel: 386-233-3458

Website: <http://www.northstarstrategicinvestments.com>

Email: sdadesky@northstarstrategicinvestments.com

March 3, 2021

FORM ADV PART 2B BROCHURE SUPPLEMENT

This brochure supplement provides information about Serge d'Adesky that supplements the Northstar Strategic Investments Inc brochure. You should have received a copy of that brochure. Contact us at 386-233-3458 if you did not receive Northstar's brochure or if you have any questions about the contents of this supplement. Additional information about Serge d'Adesky (CRD # 1576399) is available on the SEC's website at www.adviserinfo.sec.gov.

Educational Background and Business Experience

Serge P. d'Adesky

Birth Date: 7/30/1955

Education: Yale College, B.A. Political Science Magna Cum Laude

Johns Hopkins School of Advanced International Studies, M.A. International Economics

Role at Northstar: Registered Investment Advisory Principal

Role of Serge P. d'Adesky: President & Managing Member July 2010 to date

Business Owner : Getaway Travel International Inc 1987-2004

Akulink Corporation: 1997 - 2004

Financial Advisor - Edward Jones Feb 2008 - July 2010

Professional Licenses;

Series 66 (Uniform Combined State Law Examination)

Series 7 (General Securities Representative Examination)

Professional Experience:

Northstar Strategic Investments, Inc. 06/2010 – present – Owner & Managing Member

Broker Express - 06/2010 – 03/2011 - Registered Representative Edward Jones - 02/2008 – 06/2010 –

Financial Advisor Akulink Technologies, Inc. 06/2004 -02/2008 - President

Item 3 Disciplinary Information

Mr. Serge d'Adesky does not have, nor has he ever had, any disciplinary disclosures.

Both Northstar and Serge d'Adesky are in good standing with FINRA and the SEC for the purposes of required disclosure of any disciplinary action,

Neither Northstar or Serge P. d'Adesky have ever been involved in any material or disciplinary events related to FINRA, SEC or any other financial licensing institution.

Due to an unsuccessful business venture, in his early entrepreneurial years, Mr. d'Adesky filed for personal bankruptcy in 2002, which was successfully discharged by the state of Florida. Both FINRA and the SEC have been notified of this bankruptcy and do not consider it to preclude Mr. d'Adesky from serving as an investment advisor.

This filing was completed unrelated to the financial industry. It was brought on by Mr. d'Adesky's very high personal stake in a high-tech software startup that failed at the time of the collapse of the internet stock bubble.

Item 3 Disciplinary Information (continued)

Mr. d'Adesky understands that this can be of concern to clients and is very happy to discuss the details of these events with interested clients or prospective clients.

Item 4 – Other Business Activities

Mr. d'Adesky does not receive any additional compensation from third parties for providing investment advice to its clients.

Item 5 – Additional Compensation

Refer to the Other Business Activities section above for disclosures on Mr. d'Adesky's receipt of additional compensation as a result of his other business activities.

Item 6 – Supervision

As the sole owner of Northstar Strategic Investments, Inc. (NSI), Mr. d'Adesky is responsible for all employee supervision and the general direction and business strategy of the firm. He can be reached at (386) 233-3458.

Item 7 Requirement for State Regulated Advisors

Serge d'Adesky does not have, nor has ever had, any reportable arbitration claims and has not been found liable in a reportable civil, self-regulatory organization or administrative proceeding. Mr. d'Adesky was the subject of a bankruptcy petition that was filed on October 4, 2002 and was discharged on October 24, 2002.

Section B = Other Activities of Management Persons

Serge P. d'Adesky acts as a Trustee to the Katherine d'Adesky Special Needs Trust, for which he is compensated by the Trust.

Serge d'Adesky is an author of numerous publications on Seeking Alpha, and is compensated by Seeking Alpha for such publications. These are related to investment activities. These activities are ancillary to Mr d'Adesky's normal research efforts dedicated to ensuring his clients' prosperity. Actual authorship takes up about 10 hours a month.

Serge d'Adesky is an author of the blog GreatInvestmentStrategies.com, owned by Northstar, Serge also publishes from time to time on TradeJolt.com and decryptofied.com, and similarly named YouTube channels, for which he receives advertising compensation.

Serge d'Adesky is a skilled software programmer. He receives compensation from a number of companies for his programming activities.