

FORM ADV**Uniform Application for Investment Adviser Registration****Part II - Page 1****OMB APPROVAL**

OMB Number: 3235-0049
Expires: July 31, 2008
Estimated Average burden
Hours per response.....9.402

Name of Investment Adviser: Trinity Capital Management, LLC						
Address:	(Number and Street)	(City)	(State)	(Zip Code)	Area Code:	Telephone Number:
	7700 Shawnee Mission Pkwy	Overland Pk	KS	66202	(913)	944-4320

**This part of FORM ADV gives information about the investment adviser and its business for the use of clients.
The information has not been approved or verified by any government authority.**

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(Schedule A, B, C, D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients.)

Potential persons who are to respond to the collection of information contained in this form
are not required to respond unless the form displays a currently valid OMB control number.

Applicant: Trinity Capital Management, LLC

SEC File Number:

801-

Date:

03/10/2010

1. A. Advisory Services and Fees. (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)

Applicant:

- | | | | |
|---|--|-----|---|
| <input checked="" type="checkbox"/> (1) | Provides investment supervisory services | 100 | % |
| <input type="checkbox"/> (2) | Manages investment advisory accounts not involving investment supervisory services..... | | % |
| <input type="checkbox"/> (3) | Furnishes investment advice through consultations not included in either service described above... | | % |
| <input type="checkbox"/> (4) | Issues periodicals about securities by subscription | | % |
| <input type="checkbox"/> (5) | Issues special reports about securities not included in any service described above..... | | % |
| <input type="checkbox"/> (6) | Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities..... | | % |
| <input type="checkbox"/> (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities... | | % |
| <input type="checkbox"/> (8) | Provides a timing service | | % |
| <input type="checkbox"/> (9) | Furnishes advice about securities in any manner not described above..... | | % |

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)

- B. Does applicant call any of the services it checked above financial planning or some similar term? Yes ☐ No ☒

C. Applicant offers investment advisory services for: (check all that apply)

- | | |
|---|--|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management | <input type="checkbox"/> (4) Subscription fees |
| <input type="checkbox"/> (2) Hourly charges | <input type="checkbox"/> (5) Commissions |
| <input type="checkbox"/> (3) Fixed fees (not including subscription fees) | <input checked="" type="checkbox"/> (6) Other |

D. For each checked box in A above, describe on Schedule F:

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

2. Types of clients - Applicant generally provides investment advice to: (check those that apply)

- | | |
|---|--|
| <input checked="" type="checkbox"/> A. Individuals | <input checked="" type="checkbox"/> E. Trusts, estates, or charitable organizations |
| <input type="checkbox"/> B. Banks or thrift institutions | <input checked="" type="checkbox"/> F. Corporations or business entities other than those listed above |
| <input type="checkbox"/> C. Investment companies | <input checked="" type="checkbox"/> G. Other (describe on Schedule F) |
| <input checked="" type="checkbox"/> D. Pension and profit sharing plans | |

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1)

3. Types of Investments. Applicant offers advice on the following: (check those that apply)

- | | |
|--|--|
| <input checked="" type="checkbox"/> A. Equity securities | <input checked="" type="checkbox"/> H. United States government securities |
| <input checked="" type="checkbox"/> (1) exchange-listed securities | <input checked="" type="checkbox"/> I. Options contracts on: |
| <input checked="" type="checkbox"/> (2) securities traded over-the-counter | <input checked="" type="checkbox"/> (1) securities |
| <input checked="" type="checkbox"/> (3) Foreign issuers | <input checked="" type="checkbox"/> (2) commodities |
| <input type="checkbox"/> B. Warrants | <input type="checkbox"/> J. Futures contracts on: |
| <input checked="" type="checkbox"/> C. Corporate debt securities (other than commercial paper) | <input checked="" type="checkbox"/> (1) tangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | <input checked="" type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> K. Interests in partnerships investing in: |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (1) real estate |
| <input type="checkbox"/> G. Investment company securities: | <input type="checkbox"/> (2) oil and gas interests |
| <input type="checkbox"/> (1) variable life insurance | <input type="checkbox"/> (3) other (explain on Schedule F) |
| <input type="checkbox"/> (2) variable annuities | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

4. Methods of Analysis, Sources of Information, and Investment Strategies.

A. Applicant's security analysis methods include: (check those that apply)

- | | |
|---|--|
| (1) <input checked="" type="checkbox"/> Charting | (4) <input checked="" type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical | |

B. The main sources of information applicant uses include: (check those that apply)

- | | |
|---|--|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines | (5) <input checked="" type="checkbox"/> Timing services |
| (2) <input checked="" type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | Securities and Exchange Commission |
| (4) <input checked="" type="checkbox"/> Corporate rating services | (7) <input checked="" type="checkbox"/> Company press releases |
| | (8) <input type="checkbox"/> Other (explain on Schedule F) |

C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)

- | | |
|--|---|
| (1) <input checked="" type="checkbox"/> Long term purchases
(securities held at least a year) | (5) <input checked="" type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input checked="" type="checkbox"/> Option writing, including covered options,
uncovered options or spreading strategies |
| (3) <input checked="" type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input checked="" type="checkbox"/> Short sales | |

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5. Education and Business Standards.

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients? ☐ Yes ☒ No

(If yes, please describe these standards on Schedule F)

6. Education and Business Background.

For:

- each member of the investment committee or group that determines general investment advice to be given to clients, or
- if the applicant has no investment committee or group, each individual who determines general investment advice clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- name
- formal education after high school
- year of birth
- business background for the preceding five years

7. Other Business Activities. (check those that apply)

- ☐ A. Applicant is actively engaged in a business other than giving investment advice.
- ☐ B. Applicant sells products or services other than investment advice to clients.
- ☐ C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(For each checked box describe the other activities, including the time spent on them, on Schedule F.)

8. Other Financial Industry Activities or Affiliations. (check those that apply)

- ☐ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- ☐ C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- | | |
|--|--|
| <input type="checkbox"/> (1) broker-dealer | <input type="checkbox"/> (7) accounting firm |
| <input type="checkbox"/> (2) investment company | <input type="checkbox"/> (8) law firm |
| <input type="checkbox"/> (3) other investment adviser | <input type="checkbox"/> (9) insurance company or agency |
| <input type="checkbox"/> (4) financial planning firm | <input type="checkbox"/> (10) pension consultant |
| <input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input type="checkbox"/> (11) real estate broker or dealer |
| <input type="checkbox"/> (6) banking or thrift institution | <input type="checkbox"/> (12) entity that creates or packages limited partnerships |

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?.. ☒ Yes ☐ No

(If yes, describe on Schedule F the partnerships and what they invest in.)

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9. Participation or Interest in Client Transactions.

Applicant or a related person: (check those that apply)

- ☐ A. As principal, buys securities for itself from or sells securities it owns to any client.
- ☐ B. As broker or agent effects securities transactions for compensation for any client.
- ☐ C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- ☒ D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- ☒ E. Buys or sell for itself securities it also recommended to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)

Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.

- 10. Conditions for Managing Accounts.** Does the applicant provide investment advisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services *and* impose a minimum dollar value of assets or other condition for starting or maintaining an account?

Yes No
☒ ☐

(If yes, describe on Schedule F)

- 11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory account, or holds itself out as providing financial planning or some similarly termed services:

- A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

See Schedule F

- B. Describe below the nature and frequency of regular reports to clients on their accounts.

See Schedule F

12. Investment or Brokerage Discretion.

A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:

- | | | |
|--|-------------------------------------|-------------------------------------|
| | Yes | No |
| (1) securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (2) amount of securities to be bought or sold? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (3) broker or dealer to be used? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (4) commission rates paid? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

B. Does applicant or a related person suggest brokers to clients? ☒ Yes ☐ No

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

- the products, research and services
- whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for product and research services received.

13. Additional Compensation.

Does the applicant or a related person have any arrangements, oral or in writing, where it:

- | | | |
|---|-------------------------------------|-------------------------------------|
| A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? | Yes | No |
| | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| B. directly or indirectly compensates any person for client referrals? | Yes | No |
| | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

(For each yes, describe the arrangements on Schedule F.)

14. Balance Sheet. Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

- has custody of client funds or securities (unless applicant is registered or registering only with the Securities and Exchange Commission); or
- requires prepayment of more than \$500 in fees per client and 6 or more months in advance

Has applicant provided a Schedule G balance sheet?..... ☐ Yes ☒ No

**Schedule F of
FORM ADV
Continuation Sheet for Form ADV Part II**

Applicant:
Trinity Capital Management, LLC

SEC File Number:
801-

Date:
03/10/2010

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Trinity Capital Management, LLC		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
Item 1 D.	<p><u>Advisory Services and Fees</u></p> <p>Trinity Capital Management, LLC, a Missouri limited liability company, (hereinafter "Advisor" or "the Firm") offers personalized investment advisory services to individuals and institutional clients, and is the manager of Trinity L/S Investors, LLC (the "Fund"). Investors that elect not to participate in the Fund and who desire personalized investment advisor services ("Individual Clients") may choose to participate in the Advisor's Absolute Return and Individual Equity Accounts or the ETF Strategic Allocation Accounts. Individual Clients are not required to be high net worth individuals. The level or risk for Individual Clients investing in the Advisor's Absolute Return and Individual Equity Accounts of the ETF Strategic Allocation Accounts will vary from client to client. Individual Clients shall disclose their investment goals to the Advisor, which shall determine the level of risk acceptable to each client.</p> <p>Investors in the Fund are primarily high net worth individuals ("Fund Clients"). An investment in the Fund is speculative, involves a high degree of risk and is suitable only for persons who are able to assume the risk of losing their investment. Prospective purchasers of interests should carefully read the entire private placement memorandum and all exhibits. Since the Fund has a limited operating history and the securities markets involve substantial risks, an investment in the interests should be made only after consulting with independent qualified sources of investment and tax advice.</p> <p>The Advisor is an SEC registered investment advisor. This Schedule F provides clients with information regarding the Advisor and the qualifications, business practices and nature of advisory services that should be considered before becoming an advisory client.</p> <p>Please contact Matthew A. Lester or David R. Bagby, the managers of the Advisor, if you have any questions about this Schedule F. Additional information about Advisor is available on the internet at "www.adviserinfo.sec.gov." You can search this site by a unique identifying number known as a CRD number. The CRD number for the Advisor is 140946. The CRD number of Mr. Lester is 1276906. Mr. Lester is the Chief Compliance Officer of the Firm. The CRD number for Mr. Bagby is 700161. The services provided and fee arrangements are described in the following pages.</p> <p>All clients will be offered the following fee structure. However, fees are negotiated from time to time on size of account related account and length of relationship. The Advisor will not accept prepayment of fees in excess of \$500 per client and more than six months in advance.</p> <p>The Advisor generally requires a minimum of \$250,000 to open and maintain an advisory account. Advisor may waive this requirement in his discretion if, for example, the client appears to have significant potential for increasing their assets under management. Moreover, the firm will allow clients to household accounts to meet the stated account minimum.</p>	

(Complete amended pages in full, circle amended items and file with execution page (page 1).)

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Applicant:
Trinity Capital Management, LLC

SEC File Number:
801-

Date:
03/10/2010

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Trinity Capital Management, LLC		IRS Empl. Ident. No.:																										
Item of Form (identify)	Answer																											
Item 1C. (1)	<p><u>Management Fees</u></p> <p style="text-align: center;"><u>Individual Client</u></p> <p>The annual fee for portfolio management services is billed quarterly in advance based on the market value of the assets on the last day of the preceding quarter. Fees will be assessed pro rata in the event the portfolio management agreement is executed at any time other than the first day of a calendar quarter. On an annualized basis, Advisor's fees for continuous portfolio management services, subject to negotiation, are based on the following tiered fee schedule:</p> <table border="0" style="margin-left: auto; margin-right: auto;"> <tr> <td colspan="2" style="text-align: center;">Absolute Return and Individual Equity Accounts:</td> </tr> <tr> <td style="text-align: center;"><u>Portfolio Size</u></td> <td style="text-align: center;"><u>Annual Fee</u></td> </tr> <tr> <td style="text-align: center;">First \$500,000</td> <td style="text-align: center;">2.50%</td> </tr> <tr> <td style="text-align: center;">\$500,001 - \$1,000,000</td> <td style="text-align: center;">2.00%</td> </tr> <tr> <td style="text-align: center;">\$1,000,001 - \$2,500,000</td> <td style="text-align: center;">1.50%</td> </tr> <tr> <td style="text-align: center;">\$2,500,001 - \$5,000,000</td> <td style="text-align: center;">1.00%</td> </tr> <tr> <td style="text-align: center;">Over \$5,000,000</td> <td style="text-align: center;">.65%</td> </tr> <tr> <td colspan="2" style="text-align: center;">ETF Strategic Allocation Accounts:</td> </tr> <tr> <td style="text-align: center;"><u>Portfolio Size</u></td> <td style="text-align: center;"><u>Annual Fee</u></td> </tr> <tr> <td style="text-align: center;">First \$1,000,000</td> <td style="text-align: center;">1.00%</td> </tr> <tr> <td style="text-align: center;">\$1,000,001 - \$2,500,000</td> <td style="text-align: center;">.75%</td> </tr> <tr> <td style="text-align: center;">\$2,500,001 - \$5,000,000</td> <td style="text-align: center;">.50%</td> </tr> <tr> <td style="text-align: center;">Over \$5,000,000</td> <td style="text-align: center;">.35%</td> </tr> </table> <p>All clients will be offered the above fee structure. However, fees are negotiated from time to time on size of account and length of relationship. The Advisor will not accept prepayment of fees in excess of \$500 per client and more than six months in advance.</p> <p style="text-align: center;"><u>Fund Client</u></p> <p>Clients who are investors in the Fund are charged a semi-annual Performance Fee and will not be charged a Management Fee. In the event funds are received after the first day of the semi-annual period, the fee will be prorated; in the event a redemption occurs before the end of the semi-annual period the fee will be prorated.</p>		Absolute Return and Individual Equity Accounts:		<u>Portfolio Size</u>	<u>Annual Fee</u>	First \$500,000	2.50%	\$500,001 - \$1,000,000	2.00%	\$1,000,001 - \$2,500,000	1.50%	\$2,500,001 - \$5,000,000	1.00%	Over \$5,000,000	.65%	ETF Strategic Allocation Accounts:		<u>Portfolio Size</u>	<u>Annual Fee</u>	First \$1,000,000	1.00%	\$1,000,001 - \$2,500,000	.75%	\$2,500,001 - \$5,000,000	.50%	Over \$5,000,000	.35%
Absolute Return and Individual Equity Accounts:																												
<u>Portfolio Size</u>	<u>Annual Fee</u>																											
First \$500,000	2.50%																											
\$500,001 - \$1,000,000	2.00%																											
\$1,000,001 - \$2,500,000	1.50%																											
\$2,500,001 - \$5,000,000	1.00%																											
Over \$5,000,000	.65%																											
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First \$1,000,000	1.00%																											
\$1,000,001 - \$2,500,000	.75%																											
\$2,500,001 - \$5,000,000	.50%																											
Over \$5,000,000	.35%																											
Item 1C.(6)	<p><u>Performance Fees.</u> Clients will be charged a Performance Allocation of 25%, as described below. As a result, all Clients must meet the requirements of Rule 205-3 under the Investment Advisers Act of 1940, as amended (the "Advisers Act") (as described in more detail below).</p>																											

(Complete amended pages in full, circle amended items and file with execution page (page 1).)

**Schedule F of
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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Trinity Capital Management, LLC		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
Item 1C. (6) (contd.)	<p>The Performance Allocation, payable on a semi-annual basis, will be equal to 25% of the Capital Appreciation in the client's account during the six (6) month period calculated as follows: The Advisor shall receive a Performance Allocation on a semi-annual basis equal to twenty-five percent (25%) of the portion for the net income of the Fund (including realized and unrealized gains) attributable to each Investor as of the close of such semi-annual period (or such other period). The Advisor shall also receive a Performance Allocation upon any withdrawal by an Investor, whether voluntary or involuntary, and upon dissolution of the Fund.</p> <p>The calculation and payment of the Performance Fee may give Advisor an incentive to make investments that are riskier or more speculative than would be the case if Advisor did not provide for the payment of a Performance Fee. The calculation of the value of the Fund will be based on the market value of the account, and accordingly, the calculation of the Performance Fee will be based to a substantial extent upon unrealized gains (offset by unrealized losses) in the value of the Fund.</p> <p>Performance based fees will only be offered to Investors who are "qualified clients." "Qualified client" pursuant to SEC Section 205-3 means:</p> <p>(I) A natural person who or a company that immediately after entering into the contract has at least \$750,000 under the management of the investment adviser;</p> <p>(ii) A natural person who or a company that the investment adviser entering into the contract (and any person acting on his behalf) reasonably believes, immediately prior to entering into the contract, either:</p> <p>(A) Has a net worth (together, in the case of a natural person, with assets held jointly with a spouse) of more than \$1,500,000, at the time the contract is entered into; or</p> <p>(B) Is a qualified purchaser as defined in Section 2(a)(51)(AA) of the Investment Company Act of 1940 (15 U.S.C. 80a-2(51)(A)) at the time the contract is entered into; or</p> <p>(iii) A natural person who immediately prior to entering into the contract is:</p> <p>(A) An executive officer, director, trustee, general partner or person serving in similar capacity, of the investment adviser; or</p> <p>(C) An employee of the investment adviser (other than an employee performing solely clerical, secretarial or administrative functions with regard to the investment adviser) who, in connection with his or her regular functions or duties, participates in the investment activities of such investment adviser, provided that such employee has been performing such functions and duties for or on behalf of the investment adviser, or substantially similar functions or duties for or on behalf of another company for at least 12 months.</p>	

(Complete amended pages in full, circle amended items and file with execution page (page 1).)

**Schedule F of
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Continuation Sheet for Form ADV Part II**

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Trinity Capital Management, LLC

SEC File Number:
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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Trinity Capital Management, LLC		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
Item 2G.	Trinity L/S Investors, LLC, a Missouri limited liability company, is a client of the Adviser and operated as a trading fund.	
Item 6.	<p>David R. Bagby, Year of Birth: 1950</p> <p>EDUCATION: Mr. Bagby received a Bachelor of Arts degree in Economics from Princeton University and a Masters of Business Administration, from the University of Kansas.</p> <p>BUSINESS BACKGROUND: September, 2006 to Present: Manager of Trinity Capital Management, LLC 1993 to May, 2006: Executive Vice President of UMB Scout Investment Advisory</p> <p>EXAMINATION/PROFESSIONAL DESIGNATION: Series 65</p> <p>Matthew A. Lester, Year of Birth: 1962</p> <p>EDUCATION: Mr. Lester received a Bachelor of Arts degree, majoring in English Literature, Economics and History, from Westminster College.</p> <p>BUSINESS BACKGROUND: May, 2006 to Present: Manager of Trinity Capital Management, LLC 2002 to May, 2006: Senior Vice President of Investment at Piper Jaffrey & Co. 1985 to 2002: 1st Vice President/Senior Financial Analyst</p> <p>EXAMINATION/PROFESSIONAL DESIGNATION: Series 7, 31, 63 and 65</p> <p>Adrianne L. Valkar, Year of Birth: 1963</p> <p>EDUCATION: Ms. Valkar received a Bachelor of Science degree, majoring in Human Resource Management from Friends University. Ms. Valkar also received a Masters in Science in Management from Baker University.</p>	

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1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Trinity Capital Management, LLC		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
Item 6. (contd.)	<p>BUSINESS BACKGROUND: April, 2007 to present: Investment Advisor Representative, Trinity Capital Management, LLC August, 1994 to March, 2007: Vice President, UMB Scout Investment Advisory</p> <p>EXAMINATION/PROFESSIONAL DESIGNATION: Series 65</p> <p>David W. Smith, Year of Birth: 1938</p> <p>EDUCATION: Mr. Smith majored in Business Administration at the University of Missouri.</p> <p>BUSINESS BACKGROUND: January, 2009 to Present: Investment Advisor Representative - Trinity Capital Management, LLC June, 2006 to December, 2008: Registered Representative - ING Financial Partners March, 2005 to March, 2006: Registered Representative - Cambridge Investment Research, Inc. January, 2002 to March, 2005: Sales Representative - Lockwood Financial Services, Inc.</p>	
Item 8D. and Item 9D.	<p>Mr. Lester and Mr. Bagby, the managers of the Advisor, may solicit clients to invest in Trinity L/S Investors, LLC, a Missouri limited liability company operated as a trading fund, which is managed by the Advisor. Mr. Lester has invested in the Fund through a family trust. Mr. Bagby and Ms. Valkar have also invested in the Fund. The Advisor will receive a Performance Fee as described in this Schedule F.</p>	
Item 9E.	<p><u>Participation or Interest in Client Transactions</u> Advisor or individuals associated with the Firm may buy or sell, for their personal account(s), investment products identical to those recommended to clients. It is the expressed policy of Advisor that no person employed by the Firm may purchase or sell any security prior to a transaction being implemented for an advisory account and, therefore, preventing such employees from benefiting from any transaction(s) placed on behalf of advisory accounts.</p> <p>The Firm requires that all individuals must act in accordance with all applicable federal and state regulations governing registered investment advisory practices.</p>	

(Complete amended pages in full, circle amended items and file with execution page (page 1).)

**Schedule F of
FORM ADV
Continuation Sheet for Form ADV Part II**

Applicant:
Trinity Capital Management, LLC

SEC File Number:
801-

Date:
03/10/2010

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Trinity Capital Management, LLC		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
Item 10.	<u>Conditions for Managing Accounts</u> Advisor generally requires a minimum of \$250,000 to open and maintain an advisory account. Advisor may waive this requirement in his discretion if, for example, the client appears to have significant potential for increasing their assets under management. Moreover, the firm will allow clients to household accounts to meet the stated account minimum.	
Item 11A.	<u>Review of Accounts</u> The accounts of Individual Clients and the Fund are monitored on an ongoing basis. All reviews are conducted by Matthew A. Lester, David R. Bagby or another qualified representative of the Firm.	
Item 11B.	<u>Reports to Clients</u> Advisor will provide clients with statements and information on the Fund upon their request. However, the client will receive statements directly from the account custodian(s) on a monthly basis.	
Item 12A. (1), (2), and (3)	<u>Investment or Brokerage Discretion</u> Clients grant Advisor discretion over the selection and amount of securities to be bought or sold and the broker or dealer used by the Fund without obtaining their prior consent or approval.	
Item 12B.	<u>Suggestion of Brokers</u> Advisor will select brokerage firms used by the Fund. Such selections will take into account a number of factors, some of which may include custodial fees charged by the broker for holding securities for the client, commission rates, quality of execution and record keeping and reporting capabilities, among others. When selecting a broker, Advisor will attempt to minimize the total cost for all brokerage services paid by the Fund. If the Advisor refers clients to broker-dealers, it will only refer clients to broker-dealers registered in the state where the client resides.	
Item 13B.	<u>Referral Fee</u> Adviser may compensate an unaffiliated registered broker dealer or unaffiliated registered investment adviser ("Solicitor") for client referrals. In the event Adviser compensate Solicitor for a client referral, Client shall be informed of such relationship and required to acknowledge their awareness of such relation in writing. Solicitors compensation shall consist of forty percent (40%) of the applicable management fee, as described in the fee schedule Item 1C. (1). In no event shall Client pay Solicitor's referral fee. Referral fee shall be paid from Advisor's management fee.	

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(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: Trinity Capital Management, LLC		IRS Empl. Ident. No.:
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	<p><u>Miscellaneous</u> <i>Anti-Money Laundering Regulations</i> As part of the Advisor's responsibility for the prevention for money laundering, the Advisor may require a detailed verification of a managed client account's identity, the identity of any beneficial owner of the account and the source of the funds deposited into the account.</p> <p>The Advisor reserves the right to request such information as is necessary to verify the identity of a client account and any underlying beneficial owner of an account. In the event of delay or failure by the client account, the Advisor may refuse to accept such account as a client or may terminate its agreement with such account party. In that event, the broker/dealer for the account may, by written notice, suspend the withdrawal rights of such account party if the broker/dealer reasonably deems it necessary to do so to comply with anti-money laundering regulations applicable to the Advisor.</p> <p>Each client account shall be required to make such representation to the Advisor as required in connection with such anti-money laundering programs, including, without limitation, representations to the Advisor that such account party is not a prohibited country, territory, individual or entity listed on OFAC list or prohibited by any OFAC sanctions programs. Such client account shall also represent to the Advisor that amounts utilized for the account to be managed by the Advisor were not directly or indirectly derived from activities that may contravene U.S. federal, state or international laws and regulations, including anti-money laundering laws and regulations.</p> <p><i>Privacy Policies:</i> Protecting client privacy is very important to the Firm. Advisor views protecting its customers' private information as a top priority and, pursuant to the requirements of the Gramm-Leach-Bliley Act, the Firm has instituted policies and procedures to ensure that customer information is kept private and secure.</p> <p>Advisor does not disclose any nonpublic personal information about its customers or former customers to any nonaffiliated third parties, except as permitted by law. In the course of servicing a client account, Advisor may share some information with his service providers, such as transfer agents, custodians, broker/dealers, accountants and lawyers.</p> <p>Advisor restricts internal access to nonpublic personal information about his clients to those employees who need to know that information in order to provide products or services to the client. Advisor maintains physical and procedural safeguards that comply with federal standards to guard a client's nonpublic personal information and ensure its integrity and confidentiality. As emphasized above, it has always been and will always be the firm's policy never to sell information about current or former customers or their accounts to anyone. It is also the firm's policy not to share information unless required to process a transaction, at the request of Advisor, customer, or as required by law.</p>	

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**Schedule F of
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Continuation Sheet for Form ADV Part II**

Applicant:
Trinity Capital Management, LLC

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801-

Date:
03/10/2010

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other Schedules)

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV:

Trinity Capital Management, LLC

IRS Empl. Ident. No.:

Item of Form (identify)	Answer
	<p>A copy of Advisor's privacy policy notice will be provided to each client prior to, or contemporaneously with, the execution of the advisory agreement. Thereafter, Advisor will deliver of a copy of the current privacy policy notice to its clients on an annual basis.</p> <p><i>Code of Ethics</i> The Advisor has adopted a Code of Ethics in compliance with Section 204 of the Investment Advisers Act of 1940. Upon request, a client may receive a copy of the Advisor's Code of Ethics.</p> <p><i>Proxy Voting</i> Advisor will not be required to take any action or render any advice with respect to voting of proxies solicited by, or with respect to, the issuers of securities in which client assets may be invested. The Advisor will not offer clients advice regarding corporate action and the exercise of proxy voting rights.</p>

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