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This brochure provides information about the qualifications and business practices of Robertson Opportunity Capital, LLC. If you have any questions about the contents of this brochure, please contact us at 972-713-5001 or compliance@rocapiatal.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Robertson Opportunity Capital, LLC also is available on the SEC's website at www.adviserinfo.sec.gov.

Material Changes

Because much of the information in this ADV Part 2 is additional information we are providing due to legislative changes and was not previously provided in our ADV Part II, we recommend that you read this ADV Part 2 in its entirety.

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1. Advisory Business

J. Brett Robertson, the principal owner of Robertson Opportunity Capital, LLC (“ROC”), formed ROC in 1995.

ROC is the general partner of Robertson Opportunity Capital Partners, L.P. (“ROCP”). ROCP is the general partner of Robertson Opportunity Fund, L.P., a domestic hedge fund, as well as the general partner of Robertson Opportunity Master, L.P., a British Virgin Islands domiciled hedge fund. ROCP is the investment advisor for Robertson Opportunity Offshore Fund, Ltd., a British Virgin Islands domiciled hedge fund. Robertson Opportunity Offshore Fund, Ltd. invests through Robertson Opportunity Master, L.P., which in turn makes investments through Robertson Opportunity Fund, L.P.

We identify, evaluate and invest in suitable securities on behalf of the funds. In addition, from time to time we act as the investment advisor for privately managed accounts.

We employ a fundamental, bottom-up, research-driven approach to identify and evaluate suitable securities. We use a concentrated, all-cap, value-based long/short strategy. We are investors (not speculators) and seek to exploit neglected or misunderstood situations. We also look across entire capital structure for the best risk/reward opportunities.

We adhere to the investment strategy set forth in our fund clients’ offering documents, but the funds may not otherwise impose restrictions on investing in certain securities or types of securities.

We do not tailor our services to the individual needs of managed account clients and managed account clients may not impose restrictions on investing in certain securities or types of securities.

We manage \$154,800,000 of client assets on a discretionary basis (calculated as of February 28, 2011). We do not manage any client assets on a non-discretionary basis.

2. Fees and Compensation

Funds:

With respect to Robertson Opportunity Capital Partners, L.P. and Robertson Opportunity Master, L.P., we receive management fees at an annual rate of 1% of each limited partner’s capital account balance, payable quarterly in arrears. Additionally, we receive a performance-based profit allocation at the end of each year equal to 20% of the funds’ net profits attributable to each limited partner for such fiscal year, but only to the extent that such profits exceed any losses carried forward from prior years, based on a “high water mark” formula.

With respect to Robertson Opportunity Offshore Fund, Ltd., we receive a management fee at an annual rate of 1.5% of the net asset value of each shareholder's shares, payable quarterly in arrears. In January, 2006, we increased the management fee from 1% annualized to 1.5% annualized. Existing clients at the time of this change continue to pay the 1% management fee. Additionally, we receive a performance-based fee at the end of each year equal to 20% of the funds' net profits attributable to each investor for such fiscal year, but only to the extent that such profits exceed any losses carried forward from prior years, based on a "high water mark" formula.

All fees are attributable to individual investors in each of the funds. Investors are not charged duplicative fees when a fund invests through another fund.

Fees payable by the fund clients are generally non-negotiable and are deducted from each fund's account.

Investors in the funds who do not meet the "accredited investor" definition are not charged a performance fee. Instead, they are charged a supplemental 1.5% annualized management fee in addition to the standard management fee, for an aggregate annual management fee of 2.5%.

In addition, each fund bears all expenses related to its investment program, including, but not limited to:

- Brokerage commissions and charges;
- Fees and charges of custodians and clearing agencies;
- Interest and commitment fees on loans and debit balances;
- Income taxes, withholding taxes, transfer taxes and other governmental charges and duties;
- Legal fees;
- Auditing and accounting fees;
- The costs of any liability insurance or fidelity bonding obtained on behalf of or for the benefit of the fund; and
- The costs of printing and distributing any offering documents and any reports and notices to current or prospective investors.

Separately Managed Account: Managed account clients pay a management fee quarterly in arrears at an annual rate of 0.75% of the net asset value of the account and a performance fee at the end of each year equal to 15% of the profits earned by the account

during the year, subject to a high water mark. We invoice the custodian at the end of each quarter reflecting the fees due from the managed account client.

We consider all relevant factors when negotiating fees for separately managed accounts. Typically, separately managed accounts pay management and performance fees that are similar to those charged by the funds. Factors which may cause separately managed account fees to differ include, but are not limited to, account size, expected longevity of the relationship, nature and requirements of the product, stability of the account and payment frequency. Fees for such accounts are negotiable.

Managed account clients do not pay any other fees or expenses in connection with our advisory services.

3. Performance-Based Fees and Side-By-Side Management

We receive performance-based compensation with respect to the funds as described in “*Fees and Compensation*” above. Performance-based fees are calculated based on capital gains or capital appreciation attributed to each investor’s investment. We also receive a performance-based fee with respect to the managed account. We do not currently manage any client accounts that do not pay a performance-based fee.

4. Types of Clients

We advise private investment vehicles and a single separately managed account. Each of the funds requires a minimum initial subscription of \$1,000,000, although investments of lesser amounts may be accepted in our sole discretion. The minimum account size for managed accounts is \$500,000. Currently, we advise a single managed account maintained on behalf of a family partnership.

5. Methods of Analysis, Investment Strategies and Risk of Loss

Funds:

Methods of Analysis and Investment Strategies:

We begin by identifying a company undergoing change. Once identified, we look for one of three additional factors in the early stages: investor neglect or complacency, misunderstanding or extreme polarity of opinion. We believe it is the ultimate recognition, understanding, or consensus on the part of investors that drives investments to intrinsic value.

We evaluate a large number of potential investment ideas culled from an extensive network of business, investment community, client and database resources. We are voracious readers, combing through trade journals, financial periodicals and newspapers for potential candidates. We believe the most attractive investments are often the ones least followed by Wall Street. Consequently, we find many of our best ideas among smaller companies where investor scrutiny is less intense.

On the long side we seek out industry leaders with sustainable competitive advantages, clean balance sheets, management integrity and a proven ability to generate substantial free cash flow. On the short side we focus on several broad categories, including limited market potential businesses, “transition traps,” over-optimistic turnarounds, frauds, fads, and weak/leveraged competitors entering a recession or industry-specific downturn. We look across the entire capital structure, including distressed debt securities, for the best risk/reward opportunities.

Risks:

Leverage. We may invest on a leveraged basis through margin accounts. To the extent we use leverage, a decrease in the net assets of the funds will tend to be at a greater rate than if leverage were not used. Additionally, to the extent we borrow funds to purchase securities, the funds will be subject to the risk that changes in the level of interest rates will adversely affect their operating results.

Short Selling and Options Trading. The funds’ investment program may include short selling and trading in options. Such practices can, in certain circumstances, substantially increase the impact of adverse price movements on the assets of the funds.

Debt Securities. Debt securities are subject to the risk of an issuer’s ability to meet principal and interest payments on the obligation (credit risk), and may also be subject to price volatility due to such factors as interest rate sensitivity, market perception of the creditworthiness of the issuer and general market liquidity (market risk). With bonds and other fixed income securities, a rise in interest rates typically causes a fall in values, while a fall in interest rates typically causes a rise in values. Debt securities generally involve less market risk than stocks. However, the risk of debt securities can vary significantly depending upon factors such as the issuer and maturity. For example, the issuer of a security or the counterparty to a contract may default or otherwise become unable to honor a financial obligation. The debt securities of some companies may be riskier than the stocks of others.

High Yield Securities. We may invest in “high-yield” bonds and preferred securities on behalf of the funds which are rated in the lower rating categories by the various credit rating agencies (or in comparable non-rated securities.) Securities in the lower categories are subject to greater risk of loss of principal and interest than higher-rated securities and are generally considered to be predominantly speculative with respect to the issuer’s capacity to pay interest and repay principal. They are also generally considered to be subject to greater risk than securities with higher ratings in the case of deterioration or

general economic conditions. Because investors generally perceive that there are greater risks associated with the lower-rated securities, the yields and prices of such securities may tend to fluctuate more than those of higher-rated securities. The market for lower-rated securities is thinner and less active than that for higher-rated securities, which can adversely affect the prices at which these securities can be sold. In addition, adverse publicity and investor perceptions about lower rated securities, whether or not based on fundamental analysis, may be a contributing factor in a decrease in the value and liquidity of such lower-rated securities.

Capital Structure Arbitrage. A significant portion of our investments may consist of fixed-income obligations and related investments. The fixed-income sector of the funds' investment portfolio is anticipated to emphasize a hedged form of investing known as capital structure arbitrage. In capital structure arbitrage, the funds will take a long position in a debt security and hedge that position with a short position in a junior debt security or equity security of that issuer, or a combination thereof, expected to move similarly in price, thereby attempting to limit downside risk while preserving a senior position. Such positions may be fully or partially hedged, depending upon analysis of such factors as total yield or return, hedging and carrying costs and the General Partner's perception of relative risk.

Low-Rated or Unrated Debt Securities. We may purchase low-rated or unrated debt securities. Such securities may offer higher yields than do higher rated securities, but generally involve greater volatility of price and risk of principal and income, including the possibility of default by, or bankruptcy of, the issuers of the securities. The lack of a liquid secondary market for low and unrated debt securities may have an adverse impact on our ability to dispose of such securities and may make it more difficult for us to obtain accurate market quotations. Such transactions are not subject to exchange rules.

Distressed Securities. We may purchase, directly or indirectly, on behalf of the funds securities and other obligations of companies that are experiencing significant financial or business distress, including companies involved in bankruptcy or other reorganization and liquidation proceedings. Although such purchases may result in significant returns, they involve a substantial degree of risk and may not show any return for a considerable period of time. In fact, many of these securities and investments ordinarily remain unpaid unless and until the company reorganizes and/or emerges from bankruptcy proceedings, and as a result may have to be held for an extended period of time. A wide variety of considerations, including, for example, the possibility of litigation between the participants in a reorganization or liquidation proceeding or a requirement to obtain mandatory or discretionary consents from various governmental authorities or others may affect the value of these securities and investments. The uncertainties inherent in evaluating such investments may be increased by legal and practical considerations which limit our access to reliable and timely information concerning material developments affecting a company, or which cause lengthy delays in the completion of the liquidation or reorganization proceedings. The level of analytical sophistication, both financial and legal, necessary for successful investment in companies experiencing significant business and financial distress is unusually high. There is no assurance that

we will correctly evaluate the nature and magnitude of the various factors that could affect the prospects for a successful reorganization or similar action. In any reorganization or liquidation proceeding relating to the company in which we invest, the funds may lose their entire investment or may be required to accept cash or securities with a value less than the funds' original investment.

Defaulted Securities. We may purchase, directly or indirectly, on behalf of the funds securities and other obligations of companies that are experiencing significant financial or business distress, including companies involved in bankruptcy or other reorganization and liquidation proceedings. Although such purchases may result in significant returns, they involve a substantial degree of risk and may not show any return for a considerable period of time. In fact, many of these securities and investments ordinarily remain unpaid unless and until the company reorganizes and/or emerges from bankruptcy proceedings, and as a result may have to be held for an extended period of time. A wide variety of considerations, including, for example, the possibility of litigation between the participants in a reorganization or liquidation proceeding or a requirement to obtain mandatory or discretionary consents from various governmental authorities or others may affect the value of these securities and investments. The uncertainties inherent in evaluating such investments may be increased by legal and practical considerations which limit our access to reliable and timely information concerning material developments affecting a company, or which cause lengthy delays in the completion of the liquidation or reorganization proceedings. The level of analytical sophistication, both financial and legal, necessary for successful investment in companies experiencing significant business and financial distress is unusually high. There is no assurance that we will correctly evaluate the nature and magnitude of the various factors that could affect the prospects for a successful reorganization or similar action. In any reorganization or liquidation proceeding relating to the company in which we invest, the funds may lose their entire investment or may be required to accept cash or securities with a value less than the funds' original investment.

Derivative Instruments. We use various derivative instruments which may be volatile and which may be subject to wide and sudden fluctuations in market value, with a resulting fluctuation in the amount of profits and losses. We may enter into interest rate swaps and similar transactions on behalf of the funds primarily as a means of hedging our own borrowing against fluctuations in interest rates or preserving or enhancing a return or spread on a particular investment or portion of its portfolio. We may enter into interest rate swaps on either an asset-based or liability-based basis, depending on whether it is hedging its assets or its liabilities. We may also enter into credit default swaps and may either buy protection or sell protection from losses caused by the occurrence of a negotiated default event (a "credit event"). The parties with which we enter into such derivatives are expected to be banks, broker dealers and other financial institutions.

We intend to enter into other derivatives transactions, including total return swaps, broad index swaps, basket swaps, caps, floors and collars, involving payment terms based upon payments received on, or changes in the value of, specified assets or a recognized index of investments. There is no assurance that such hedging transactions will be effective to manage portfolio risk.

Use of derivative instruments presents various risks, including the following:

Tracking – When used for hedging purposes, an imperfect or variable degree of correlation between price movements of the derivative instrument and the underlying investment sought to be hedged may prevent us from achieving the intended hedging effect or expose the funds to the risk of loss.

Liquidity – Derivative instruments, especially when traded in large amounts, may not be liquid in all circumstances, so that in volatile markets we may not be able to close out a position without incurring a loss. In addition, daily limits on price fluctuations and speculative positions limits on exchanges on which we may conduct our transactions in certain derivative instruments may prevent prompt liquidation of positions, subjecting the funds to the potential of greater losses.

Leverage – Trading in derivative instruments can result in large amounts of synthetic leverage. Thus, the leverage offered by trading in derivative instruments may magnify the gains and losses experienced by the funds and could cause the funds' net asset value to be subject to wider fluctuations than would be the case if we did not use derivative instruments that provide leverage.

Over-the-Counter-Trading – Derivative instruments that may be purchased or sold by the General Partner include instruments not traded on an exchange. Over-the-counter options, unlike exchanged-traded options, are bilateral contracts with price and other terms negotiated by the buyer and seller. The risk of nonperformance by the obligor on such an instrument may be greater and the ease with which we can dispose of or enter into closing transactions with respect to such an instrument may be less than in the case of an exchange-traded instrument. In addition, significant disparities may exist between “bid” and “asked” prices for derivative instruments that are not traded on an exchange. Derivative instruments not traded on exchanges are also not subject to the same type of government regulation as exchange traded instruments, and many of the protections afforded to participants in a regulated environment may not be available in connection with such transactions.

Short Sales. We may sell securities short, thereby increasing the possibility of profit and the risk of loss. A short sale involves the sale of a security that is not owned in the expectation of purchasing the same security at a later date at a lower price. To make delivery to the buyer, the funds must borrow the security, and the funds are obligated to pay the lender of the security any dividend or interest payable on the security until it returns the security to the lender. This is accomplished by a later purchase of the security by the funds. A short sale involves the risk that the market price of the security will increase. In addition, the person from whom the security was borrowed to effect the short sale may demand the return of the security before we planned. In this situation, we may be forced to cover the short position in the market at a higher price than its short sale.

Hedging Transactions. We may from time to time purchase or sell forwards, swaps or options on currencies, securities and indices. It is our intention to engage in such transactions as a way to mitigate risk associated with its investments; however, it is generally impossible to fully hedge an investment given the uncertainty as to the amount and timing of projected cash flows and investment returns, if any, on the funds' investments. This may lead to losses on both the funds' investments and the related transactions. Conversely, there will be times in which we believe that it is not advisable to enter into hedging transactions; accordingly, we may be exposed to fluctuations in currencies and other market conditions specific to the underlying asset.

The success of the funds' hedging transactions will be subject to our ability to predict correlations between the value of the portfolios' assets and the direction of currency exchange rates, interest rates and securities prices. Therefore, while we may enter into such transactions to seek to reduce currency exchange rate, interest rate or securities value risks, unanticipated changes in currency exchange or interest rates may result in a poorer overall performance for the funds than if we had not engaged in any such hedging transaction. In addition, the degree of correlation between price movements of the instruments used in a hedging strategy and price movements in the portfolio position being hedged may vary.

Options. The successful use of options depends on our ability to forecast interest rate and market movements correctly. In addition, when we purchase an option, the funds run the risk that they will lose their entire investment in the option in a relatively short period of time, unless we exercise the option or enter into a closing transaction with respect to the option during the life of the option. If the price of the underlying security does not rise (in the case of a call) or fall (in the case of a put) to an extent sufficient to cover the option premium and transaction costs, the funds will lose part or all of their investment in the option. Although we will take an option position only if we believe there is a liquid secondary market for the option, there is no assurance that the funds will be able to affect closing transactions at any particular time or at any acceptable price. In the event of the bankruptcy of a broker through which the funds engage in transactions in options, the funds could experience delays and/or losses in liquidating open positions purchased or sold through the broker.

Financial Leverage. We intend to use financial leverage for certain purposes in managing the funds. Financial leverage includes, but is not limited to, buying securities on margin. In addition to direct borrowings from banks or prime brokers, we intend to employ strategies that include the use of financial leverage, such as the use of swaps, repurchase agreements, options and other derivative securities, or other forms of leverage or credit. We may also engage in short sales. Short sellers routinely "borrow" securities to effect short sales, using margin accounts. Borrowing money to purchase a financial instrument may provide the funds' portfolios with the opportunity for greater capital appreciation but at the same time will increase the portfolio's risk of loss with respect to that instrument. Although the use of leverage increases returns to the funds if they earn a greater return on the incremental investments purchased with the borrowed funds than they pay for such funds, the use of leverage decreases returns to the funds if they fails to earn as much on

such incremental investments as it pays for such borrowed funds. In addition, unanticipated increases in applicable margin requirements could adversely affect the liquidity of the funds and therefore also adversely affect their performance.

Interest Rate Fluctuations. The prices of portfolio investments tend to be sensitive to interest rate fluctuations and unexpected fluctuations in interest rates could cause the corresponding prices of the long and short portions of a position to move in directions which were not initially anticipated. For example, as interest rates rise, the market value of fixed income securities tends to decrease. Conversely, as interest rates fall, the market value of fixed income securities tends to increase. This risk will be greater for long-term securities than for short-term securities. In addition, interest rate increases generally will increase the interest carrying costs to the Partnership of borrowed securities and leveraged investments.

Counterparty and Settlement Risk. To the extent the funds invest in securities, swaps, derivative or synthetic instruments, or other over-the-counter transactions, in certain circumstances, the funds may take a credit risk with regard to parties with whom they trade and may also bear the risk of settlement default. These risks may differ materially from those entailed in exchange-traded transactions which generally are backed by clearing organization guarantees, daily marking-to-market and settlement and segregation and minimum capital requirements applicable to intermediaries. Transactions entered directly between two counterparties generally do not benefit from such protections and expose the parties to the risk of counterparty default. It may not always be possible for the securities and other assets deposited with custodians or brokers to be clearly identified as being assets of the funds and the funds may be exposed to a credit risk in those situations. In addition, there may be practical or time problems associated with enforcing the funds' rights to its assets in the case of an insolvency of any such party. In valuing derivative instruments, it is anticipated that the funds will typically rely on quotes or other information provided by counterparties.

Separately Managed Account:

Methods of Analysis and Investment Strategies:

We employ a value based multi-strategy credit approach to identify income securities for the separately managed account. We may also invest in municipal bond funds to cater to the client's requirements. The account is invested fixed income securities like corporate bonds and municipal-bond funds.

Risks:

Fixed Income Securities. Fixed-income securities provide periodic returns and the eventual return of the principal at the end of the term. The value of fixed-income securities changes in response to interest rate fluctuations and market perception of the issuer's ability to pay off its obligations. Fixed-income securities are also subject to the

risk that their issuer may be unable to make interest or principal payments on its obligations.

6. Disciplinary Information

We have had no disciplinary or legal events since our establishment in 1995.

7. Other Financial Industry Activities and Affiliations

We sponsored the formation of Robertson Opportunity Fund, L.P., Robertson Opportunity Offshore Fund, Ltd. and Robertson Opportunity Master, L.P. Robertson Opportunity Capital Partners, L.P. (“ROCP”), our wholly-owned subsidiary, serves as the general partner to each of Robertson Opportunity Fund, L.P. and Robertson Opportunity Master, L.P. and as investment adviser to Robertson Opportunity Offshore Fund, Ltd. The funds do not have independent management. We address this potential conflict of interest by fully disclosing the relationship among us, the general partner and the funds in the funds’ offering documents and by strictly adhering to the investment strategy and business philosophy discussed in the funds’ offering documents.

8. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Our firm maintains a Code of Ethics which, among other things, causes all employees to register personal trading accounts and requires pre-clearance of all personal trades. All personal securities transactions are to be conducted in a manner consistent with the Code of Ethics and in such a manner as to avoid any actual or potential conflict of interest or any abuse of an individual’s position of trust and responsibility and to avoid both the activity and the perception of front-running of firm orders by employees.

The Chief Compliance Officer will not approve any employee to trade a security in his or her personal account if we are trading the same security that day on behalf of client accounts. The Chief Compliance Officer is responsible for reviewing employee account statements on a regular basis to ensure adherence to the firm’s policies.

To minimize the conflict of interest in connection with personal trading, no employee or principal may purchase or sell any security on the same day that a client account trades in the same security, unless (i) the security is one that is not publicly-traded and (ii) the Chief Compliance Officer makes a judgment, in his reasonable discretion, that the purchase or sale of security is not likely to affect either the price paid for such security by the client or the value of the client’s holdings in such security. In connection with any decision to approve a purchase or sale, the Chief Compliance Officer will document the

decision with any necessary explanation and an analysis of any potential conflict of interest.

A copy of the Code of Ethics is available at no charge to any client or prospective client on request.

9. Brokerage Practices

We are responsible for the placement of the portfolio transactions of the clients and the negotiation of any commissions paid on such transactions. We select brokers and dealers based on a variety of factors, including: the ability to achieve prompt and reliable executions at favorable prices; the operational efficiency with which transactions are effected; the financial strength, integrity and stability of the broker; the quality, comprehensiveness and frequency of available research and related services considered to be of value and the competitiveness of commission rates in comparison with other brokers satisfying our selection criteria. We are not required to weigh any of these factors equally.

We are authorized to pay higher prices for the purchase of securities from or accept lower prices for the sale of securities to brokerage firms that provide us with such investment and research information or to pay higher commissions to such firms if we determine such prices or commissions are reasonable in relation to the overall services provided. Research services furnished by brokers may include written information and analyses concerning specific securities, companies or sectors; market, financial and economic studies and forecasts; statistics and pricing or appraisal services; discussions with research personnel; and hardware, software, databases and other news, technical and telecommunications services and equipment utilized in the investment management process. Information so received is in addition to and not in lieu of services required to be performed by us, and our fees are not reduced as a consequence of the receipt of such supplemental research information. Since commission rates in the United States are negotiable, selecting brokers on the basis of considerations which are not limited to applicable commission rates may at times result in higher transaction costs than would otherwise be obtainable.

In addition to research services, we may be offered other non-monetary benefits by broker-dealers that we may engage to execute securities transactions on behalf of the clients. These benefits may be available for use by us in connection with transactions in which the clients will not participate. The availability of these benefits may influence us select one broker rather than another to perform services for the clients.

We have the option to use “soft dollars” generated by the clients to pay for the research and research related services described above. The term “soft dollars” refers to the receipt by an investment adviser of products and services provided by brokers, without any cash payment by the investment adviser, based on the volume of revenues generated from brokerage commissions for transactions executed for clients of the investment

adviser. The products and services available from brokers include both internally generated items (such as research reports prepared by employees of the broker) as well as items acquired by the broker from third parties (such as quotation equipment). Section 28(e) of the United States Securities Exchange Act of 1934, as amended (the “**Section 28(e)**”), provides a “safe harbor” to investment advisers who use soft dollars generated by their advised accounts to obtain investment research and brokerage services that provide lawful and appropriate assistance to the investment adviser in the performance of investment decision-making responsibilities. In the event we elect to use soft dollars, we intend to limit such use to services that fall within the safe harbor afforded by Section 28(e).

The use of brokerage commissions to obtain investment research services creates a conflict of interest between us and the clients, because the clients pay for such products and services that are not exclusively for the benefit of the clients and that may be primarily or exclusively for the benefit of us. We do not necessarily allocate soft dollar benefits to client accounts proportionately to the soft dollar credits the accounts generate. To the extent that we are able to acquire these products and services without expending our own resources (including management fees paid by the client), our use of “soft-dollars” would tend to increase our profitability. In addition, the availability of these non-monetary benefits may influence us to select one broker rather than another to perform services for the clients.

Soft dollars are monitored by the firm to ensure that trades are being directed to brokers commensurate with the value of the services being provided and are sufficient to maintain access to those services which are deemed valuable by the firm.

Additionally, we execute trades with several brokers who have introduced investors in our funds. We direct our clients’ transactions to broker-dealers based on overall best execution and do not consider these referrals as a significant factor in the selection and use of brokers.

Transactions of the same security for multiple accounts are aggregated whenever possible. When trades are aggregated, the average execution price will be applied to each participating client account.

10. Review of Accounts

Client accounts are normally reviewed on a weekly basis by Brett Robertson, President, and Brett Neubert, Member and Director of Investments. This review usually takes the form of a portfolio management meeting with all of the analysts to discuss potential new investments and/or specific issues within the existing investment portfolio. This review will be conducted more frequently on an as needed basis, particularly when triggered by changing economic or market conditions.

Investors in the funds receive quarterly reports of the fund's operations and annual audited financial statements. Investors are given an estimate of their capital account each quarter along with report on fund activities.

Privately managed accounts have separately negotiated terms for reporting. Our current managed account client receives quarterly statements reflecting all account transactions from the custodian. Additionally, we provide the client with a quarterly report providing an analysis of the performance of the account.

11. Referrals and Other Compensation

We have entered into marketing arrangements with unrelated parties whereby we agree to share a portion of the fees earned by from the funds in exchange for marketing services and or capital invested by the counterparty or an affiliate of the counterparty into any of the funds.

Additionally, we execute trades with several brokers who have introduced investors in our funds. We direct our clients' transactions to broker-dealers based on overall best execution and do not consider these referrals as a significant factor in the selection and use of brokers.

12. Custody

While it is our practice not to accept or maintain physical possession of any client assets, we are deemed to have custody of our clients' assets under Rule 206(4)-2 of the Investment Advisers Act of 1940, as amended, because we have the authority to deduct our fees from our clients' accounts.

The custodian provides daily portfolio transactions to a third party administrator, which in turn prepares monthly statements for the funds.

The custodian sends the managed account client monthly account statements.

In order to comply with Rule 206(4)-2, we utilize the services of a bank or qualified custodian (as defined under Rule 206(4)-2) to hold all of our clients' assets. In accordance with Rule 206(4)-2, we also (1) engage an outside auditor to audit our clients at the end of each fiscal year and (2) distribute the results of the audit in audited financial statements that are prepared in accordance with United States generally accepted accounting principles to all investors in our clients within 120 days after the end of the fiscal year.

13. Investment Discretion

Funds:

We adhere to the investment strategy set forth in each fund's private placement memorandum. All investors in the funds are provided a private placement memorandum that sets forth, in detail, the relevant fund's investment strategy and program. By completing subscription documents to acquire an interest in a fund (or shares in the offshore fund), investors give us complete authority to manage their investments in accordance with the relevant private placement memorandum.

Managed Account:

Pursuant to the investment management agreement between the client and us, the client gives us complete discretionary authority to manage its assets.

14. Voting Clients Securities

We have adopted a proxy voting policy and endeavor to vote all proxies for which clients hold a net long position. We vote proxies in the best interest of our clients.

As investment advisor, we are delegated the right to vote, on behalf of the clients, proxies received from companies, the securities of which are owned by the clients. We determine how to vote after studying the proxy materials and any other materials that may be necessary or beneficial to voting. We then vote in a manner that we believe reasonably furthers the best interests of the clients and is consistent with the investment philosophy as set forth in the relevant investment management documents. The major proxy-related issues generally fall within five categories: corporate governance, takeover defenses, compensation plans, capital structure, and social responsibility. We cast votes for these matters on a case-by-case basis. We generally vote in favor of matters which follow an agreeable corporate strategic direction, support an ownership structure that enhances shareholder value without diluting management's accountability to shareholders and/or present compensation plans that are commensurate with enhanced manager performance and market practices.

If a proxy vote creates a material conflict between the interests of us and a client, we will resolve the conflict before voting the proxy. We will either disclose the conflict to the client and obtain a consent or take other steps designed to ensure that a decision to vote the proxy was based on our determination of the client's best interest and was not the product of the conflict. We feel that situations where the clients own stock long but have a net short position, an inherent conflict of interest exists and we will elect not to vote those shares.

Clients may obtain, free of charge, a full copy of the policies and procedures and/or a record of proxy votes. Any questions or requests should be directed to Chief Compliance Officer.

15. Financial Information

We are not aware of any financial condition that is reasonably likely to impair our ability to meet contractual commitments to our clients.