

## FISCO INVESTMENT MANAGEMENT, LP

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This brochure provides information about the qualifications and business practices of FISCO Investment Management, LP. If you have any questions about the contents of this brochure, please contact us at 678-905-5723 or by email to [compliance@fiscofunds.com](mailto:compliance@fiscofunds.com) or [kellis@fiscofunds.com](mailto:kellis@fiscofunds.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.

FISCO Investment Management, LP is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of the Adviser are provided to you to help you in your determination to retain an Adviser.

Additional information about FISCO Investment Management, LP is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

**FISCO Investment Management, LP**  
**Brochure**  
**Item 2 – Material Changes**

On July 28, 2010, the United State Securities and Exchange Commission published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC Rules. This Brochure dated March 21, 2010 is a new document prepared according to the SEC’s new requirements and rules. As such, this Document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of our last annual update of our brochure.

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of our business’ fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

We will offer you a new Brochure as necessary based on changes or new information, at any time, without charge.

Our Brochure, along with additional information about **FISCO Investment Management, LP** is available via the SEC’s web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC’s web site also provides information about any persons affiliated with **FISCO Investment Management, LP** who are registered, or are required to be registered, as investment adviser representatives of **FISCO Investment Management, LP**.

Our Brochure is also available on our web site at [www.fiscofunds.com](http://www.fiscofunds.com), or may be requested by contacting Julie Sullivan, Chief Compliance Officer, at 678-905-5731 or e-mail at [jsullivan@fiscofunds.com](mailto:jsullivan@fiscofunds.com). There is no charge for the Brochure.

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#### Brochure Supplement(s)

1. C. Minot Amory III
2. Harry E. Haynes
3. Kevin V. Ellis
4. Samuel T. DeKinder
5. John E. Olympitis
6. Joe St. John

## Item 4 – Advisory Business

FISCO Investment Management, LP, a Delaware limited partnership, was established in 2002. The principal owners are C. Minot Amory III and Harry E. Haynes III.

The principals and key employees of the firm and their date of association are:

- C. Minot Amory III, Founding Principal (2002)
- Harry E. Haynes III\*, Founding Principal and Chief Investment Officer (2002)
- Kevin V. Ellis, Chief Operating Officer and Principal (2007)
- William Surtees, Partner (2004)
- Samuel T. DeKinder\*, Sr. Vice President of Sales and Marketing (2008)
- Julie A. Sullivan\*, Chief Compliance Officer (2009)
- Joy Worley, Operations Manager (2008)
- John Olympitis\*, Portfolio Manager (2007)
- Joe St. John, Associate Portfolio Manager (2007)
- Cristina Ciolacu, Business & Marketing Manager (2008)

Additional information about the education and business background of the firm's principals and portfolio managers is included in the supplements to this brochure. Employees noted with an asterisk (\*) are registered and information about them is available at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

FISCO Investment Management, LP ("FISCO") offers discretionary portfolio management services to pooled investment vehicles ("funds") and to high networth individuals and entities ("Separately Managed Accounts" or "SMAs"). FISCO has developed proprietary strategies which combine a passive, fixed income component of short-term government and government agency bonds with an active component of options on the S&P 500 Index. Currently, FISCO does not give advice about or manage other types of securities.

Funds are offered through private placements to Accredited Investors as described in Item 7. The strategy implemented is described in each fund's private placement memorandum. The General Partner may revise the fund's strategy in accordance with the procedures outlined in the memorandum.

Separately Managed Accounts are managed using FISCO's fixed income and option strategy pursuant to a written investment advisory agreement and the associated investment policy statement. Clients may impose restrictions on both the risk parameters used by FISCO in its option strategy, and on the fixed income components.

As of February 18, 2011, FISCO manages \$67,547,959 in client assets on a discretionary basis. FISCO does not manage any accounts on a non-discretionary basis.

## Item 5 – Fees and Compensation

FISCO is compensated for its services by (1) Management Fees, as a percentage of assets under management and (2) Performance Fees, as discussed in Item 6. All fees are negotiable. FISCO's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which will be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment consultants 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. Such charges, fees and commissions are exclusive of and in addition to FISCO Investment Management, LP's fee, and FISCO Investment Management, LP does not receive any portion of those commissions, fees, and charges.

### Fees Charged to Funds

FISCO enters into an investment management agreement with each fund it manages. For its services to a fund, FISCO is entitled to receive management fees at an annual rate of 1% to 2% of the capital account balances of each Limited Partner in the fund, as described in the fund's offering memorandum. In all cases, FISCO at its discretion may agree to waive all or a portion of the management fee applicable to particular Limited Partners. Management fees are calculated and payable monthly in arrears. Management fees are deducted directly from the fund's account, based on calculations by the fund's administrator.

Funds permit contributions and withdrawals only at the end of certain fiscal periods (monthly or quarterly) so that fees are not prepaid.

In addition to Management Fees, funds will pay all brokerage, commission, custodial, administration, audit and other fees and expenses as outlined in the fund's offering memorandum. The General Partner of a fund may choose to waive or offset fees at its discretion.

Partial or total redemptions are permitted either monthly or quarterly, as specified in the fund's offering memorandum. Up to 10% of the redeemed amount may be withheld by the fund, without interest, pending the final audit of the fund.

With the consent of the fund investor and the fund's General Partner, a sales charge of up to 2% of the subscription amount may be paid to compensate authorized dealers or placement agents for services related to solicitation of the investor. The amount of the investor's subscription to be invested in the fund will be net of any applicable subscription charge. FISCO does not receive or pay any portion of a subscription fee. Subscription fees are paid only to registered broker/dealers.

### Fees Charged to Separately Managed Accounts

Management Fees, ranging from 1% to 2%, are negotiable for Separately Managed Accounts and are described in the written investment advisory agreement. In certain arrangements, in lieu of Management Fees, Manager may share net profits of the managed account, based on a formula outlined in the investment advisory contract, and as described in Item 6. Separately Managed Accounts will be charged customary brokerage, custodial, commission and transaction fees in addition to the Management Fees assessed by FISCO.

Separately Managed Account Clients may choose to be billed or to have fees deducted directly from the account. Fees will be billed quarterly in arrears. Management fees will be prorated for each capital contribution and withdrawal made during the applicable fiscal quarter. Accounts initiated or terminated during a fiscal quarter will be charged a prorated fee.

Item 12 further describes the factors that FISCO Investment Management, LP considers in selecting or recommending broker-dealers for *client* transactions and determining the reasonableness of their compensation (*e.g.*, commissions).

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

Performance or incentive fees are structured in accordance with Section 205(a)(1) of the Investment Advisers Act of 1940 (“the Act”), and with exemptions available under the Act, including the exemption in Rule 205-3. Performance fees are calculated on clients’ assets based on the fiscal period ending value (as described in the offering memorandum or the investment advisory agreement) which may include realized and unrealized capital gains and losses. Performance fees are assessed only on accounts of Qualified Clients as defined in Rule 205-3.

As of the close of each fiscal quarter, an allocation is debited against the Separately Managed Account or, where the client is a fund, the capital account of each limited partner. The amount of the allocation is specified in the written agreement and will generally fall into one of the following categories:

- (1) Twenty percent (20%) of the amount by which the ending value of an account exceeds what would have been the ending value of the account had the account shown a return equal to the return of the defined benchmark; or
- (2) Twenty percent (20%) of the amount by which the ending value of an account exceeds the value of its previous fiscal period close (“high-water mark”); or
- (3) Agreed upon percentage of the return on the account.

For those accounts with a defined benchmark, the performance fee will be charged even if the account value decreases over a performance period, so long as the value of the account decreases less than the benchmark.

Where the account (fund) under performs the defined benchmark in a particular fiscal quarter, the account must make up the underperformance in future fiscal quarters before a new performance allocation may be assessed.

Likewise, if there is no defined benchmark, net losses in a particular fiscal quarter, such that the ending capital account balance is less than the ending balance of the previous fiscal quarter ("high water mark"), must be recouped in future fiscal quarters before a performance fee will again be assessed.

The Performance Allocation with respect to any Limited Partner in a fund may be waived by the fund's General Partner. FISCO may waive the Performance Allocation for any Separately Managed Account.

Performance based fee arrangements may create an incentive for FISCO 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. FISCO has procedures designed and implemented to help ensure that all clients are treated fairly and equally, and to help prevent this conflict from influencing the allocation of investment opportunities among clients.

## **Item 7 – Types of Clients**

FISCO Investment Management, LP provides portfolio management services:

- pooled investment vehicles offered as shares of limited partnerships to Accredited Investors who are Qualified Clients and/or Qualified Purchasers;
- funds of funds;
- high net worth individuals;
- charitable institutions, foundations, endowments; and
- businesses or institutional clients.

The minimum capital contribution required to invest in a fund generally ranges from \$250,000 to \$1,000,000, and is defined in a fund's offering memorandum.

The minimum asset size for a separately managed account is \$10,000,000, although smaller accounts may be negotiated.

FISCO will assess a performance fee, as described in Item 6. Therefore, in accordance with Rule 205-3, clients and/or investors in funds must meet the definition of "Qualified Client."

FISCO does not provide ERISA counsel or advice. The advisors to ERISA accounts which elect to invest in a fund should carefully review the offering memorandum.

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

FISCO relies on the following in resources in its management of accounts:

- Proprietary mathematical model first implemented in 2002 based on historical performance of S&P 500
- Financial newspapers and magazines
- Third party research materials
- Timing services

FISCO uses Technical Analysis, a method which employs statistics to analyze market activity. Charts and other resources are used to identify patterns that can suggest future market activity.

In managing an account, FISCO will generally combine (i) a fixed income portfolio of short-term U.S. government and agency bonds and (ii) the purchase and sale of puts and calls on the S&P 500 Index. These European style options are generally written 35 days or less from expiration.

Investing in securities involves risk of loss that clients should be prepared to bear.

While U.S. government and agency bonds are liquid and will carry the implicit or explicit guarantee of the US government, they are subject to interest rate, market and credit risk. Additionally, the fixed income portfolio will serve as collateral for an account's option trading component.

Although options, when written, are statistically expected to expire out of the money, large moves in the S&P 500 could cause options to expire in the money, in which case, an account would be liable for a payment equal to the size of the contract times the difference between the S&P 500 at expiration and the option's strike price. If this amount exceeds the premium the account collected on the sale of the option, the account will recognize a loss on the transaction. An investor in a fund may lose the entire value of his capital account (but not more).

During adverse market movements, uncovered option positions may result in a margin or risk call. FISCO may be required to liquidate fixed income holdings or close out positions, which could result in a significant loss of principal. During adverse market conditions, increased margin requirements imposed by a custodian for an account would make such equity unavailable for additional purchases.

FISCO may employ hedging techniques to attempt to limit the downside risk of an option strategy, such as buying or selling options on other derivatives or indexes (e.g., the VIX). There can be no guarantee that these mitigating actions would be successful in reducing losses to an account. Furthermore, these hedging techniques have transaction costs and require collateral, so they will tend to reduce the return that could have been realized.

FISCO does not guarantee that its strategies will be successful. Before investing in a fund or entering into an advisory agreement with FISCO, an investor or prospective client should carefully review the



strategies offered, the risks and costs with his personal tax and/or financial advisor. Risks are described more fully in the private placement memorandum for each fund.

## **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 FISCO or the integrity of FISCO Investment Management, LP's management.

FISCO Investment Management, LP has no disciplinary events or other information applicable to this Item.

In November 2008, a fund managed by FISCO Investment Management LP brought an arbitration action against UBS Securities, LLC, the Prime Broker and Custodian, claiming breach of contract, fraud and associated claims related to interference in FISCO's trading strategy in October 2008. A confidential settlement was reached on March 5, 2010.

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

Minot Amory, Harry Haynes, Kevin Ellis, Sam DeKinder and other employees of FISCO participate in the ownership and/or management and operations of other funds, which are formed as limited partnerships, independent of FISCO Investment Management. Messrs. Amory, Haynes, Ellis and DeKinder are also principals of the general partners of affiliated funds. Investors in funds may be solicited by the general partners to invest in affiliated funds.

Members of FISCO's portfolio management team, Harry Haynes, John Olympitis and Joe St. John, also participate in the portfolio management of the affiliated funds through affiliated, exempt investment managers. Their obligations to those fund managers and any related performance related compensation may create a conflict of interest for the portfolio managers in the allocation of their time and trading opportunities.

Kevin Ellis and Joy Worley (operations), Cristina Ciolacu (marketing) and Julie Sullivan (compliance) provide similar administrative and back office services to the affiliated companies.

Affiliated entities include FISCO Gold Management LLC and MVS Management LLC, both of which are exempt Commodity Trading Advisors and investment advisers exempt from registration. FISCO Appreciation Management is an investment manager, currently exempt from registration. These entities are related through common ownership and share office space and facilities. Relationships are further disclosed in the supplements to this brochure.

Julie Sullivan, Chief Compliance Officer, is a registered representative of The Strategic Financial Alliance, Inc. ("SFA"), a registered broker/dealer that is not affiliated with FISCO. Ms. Sullivan provides compliance consulting to SFA, which is separate from and unrelated to the services provided to FISCO.

## Item 11 – Code of Ethics

FISCO Investment Management, LP 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 and investor 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 FISCO Investment Management, LP must acknowledge the terms of the Code of Ethics annually, or as amended.

FISCO's employees and persons associated with FISCO are required to follow FISCO's Code of Ethics. Subject to satisfying this policy and applicable laws:

- FISCO's principals, employees, and its affiliates may invest their own capital in the funds. These affiliated investors may not be charged the management fee or the quarterly performance allocation, but will share pro rata in all other applicable expenses.
- FISCO's principals, employees, and/or its affiliates may invest directly in similar strategies and/or manage funds which employ similar strategies, independent of FISCO.
- Certain SMAs may be established in which the FISCO and/or certain of its principals with a client invest assets into a common account which would be managed by the Manager, with profits shared by both parties in lieu of or in addition to management fees.
- In some arrangements, FISCO and/or its principals may be liable for a percentage of any loss incurred in the account such that the client and Manager may realize different rates of return.
- FISCO may recommend to clients and/or prospective clients securities in which it or its affiliates have a direct or indirect interest, e.g., funds for which its affiliates serve as general partner or which FISCO serves as investment manager.
- FISCO's principals, employees and affiliates may buy and sell securities for their own accounts or the accounts of others.
- FISCO does not allow its principals, employees, affiliates or its related persons to act in a principal capacity, i.e., securities may not be sold directly to or purchased directly from a client's account.
- Access Persons, which include principals and executives, are required to report personal trades to the Chief Compliance Officer.
- Currently, FISCO only trades options on the S&P 500 Index, VIX options, and government and government agency bonds at a volume that is unlikely to influence overall market activity.
- A copy of the Code of Ethics, which includes these policies, is available to existing and prospective investors and clients upon request to the Manager. Requests may be directed in writing to the Chief Compliance Officer at FISCO Investment Management LP, 1899 Powers Ferry Road SE, Suite 120, Atlanta, GA 30339, telephone 678-905-5731, or by e-mail at [compliance@fiscofunds.com](mailto:compliance@fiscofunds.com).

The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of FISCO 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 FISCO's clients. In addition, the Code requires pre-clearance of many transactions. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between FISCO and its clients.

Trade Allocation. When certain client accounts trade in the same securities (same strike price and expiration), trades may be placed on an aggregated basis when consistent with FISCO's obligation of best execution. In such circumstances, the client accounts will share commission and transaction costs equally and receive securities at a total average price. FISCO 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 Trade Blotter.

## **Item 12 – Brokerage Practices**

FISCO has not entered into any soft dollar arrangements with any broker.

FISCO may receive research or other services (e.g., quotation equipment) without payment based on the volume of revenues generated from client transactions executed by the broker. Soft dollar arrangements may create a conflict of interest between an investment manager and its clients because the services received may not be exclusively for the benefit of the client. To the extent that investment manager acquires these services without expending its own resources, such soft dollar arrangement would tend to increase the investment manager's profitability. Soft dollar arrangements may also influence an investment manager to select one broker rather than another.

Certain research for fund performance analysis is deemed by the fund's general partner to be beneficial to the investors and portfolio(s) and is billed hard dollar as an expense of the respective fund(s).

FISCO uses multiple brokers selected for their ability to provide execution services. When choosing a broker, the portfolio manager will consider, among other matters, the quality of the service, speed of execution, pricing, research provided, and assistance in improving the quality of trade executions. FISCO only trades in short term government bonds and options on the S&P 500 Index. It may use options on other indexes for hedging purposes.

## **Item 13 – Review of Accounts**

Harry Haynes, Principal and Chief Investment Officer, John Olympitis as Portfolio Manager and Joe St. John as Associate Portfolio Manager, are responsible for day-to-day monitoring of accounts, as well as reviewing confirms, monthly brokerage statements and trade blotters.

Kevin Ellis, COO, reviews monthly reports on the accounts provided by the fund(s) administrator(s), as well as bank statements for fund(s) cash accounts.

Julie Sullivan, CCO, periodically reviews accounts for conformity with private placement memorandum and/or investment advisory agreements.

The fund's administrator provides the following reports to underlying partners ("investors") of funds(s): monthly capital account reports reflecting capital balances, contributions/withdrawals; MTD/YTD gains/losses, benchmark and account performance. All reports are reviewed by COO prior to distribution.

No less than annually, all investors in funds receive audited fund financials, K-1 tax information, and a summary of any changes to this Brochure with an offer to provide the most current one. Additionally, we offer to deliver the current private placement memorandum, which is also made available on the password protected website.

Separately managed accounts will receive account statements from their respective custodians. They will also receive an annual summary of any changes to this Brochure with an offer to provide the most current one.

FISCO, with its affiliates, publishes a monthly newsletter with fund performance and market commentary. It is made available only to existing and past fund investors, clients, consultants, and prospective accredited investors. The current Brochure, newsletter, and other information about the firm and funds are available on the password protected website at [www.fiscofunds.com](http://www.fiscofunds.com).

## **Item 14 – Client Referrals and Other Compensation**

FISCO has entered into solicitation agreements and third-party marketing agreements with consultants for investor and client referrals. Compensation is paid for this referral arrangement and is generally negotiated as a percentage of the management fee and/or performance fee charged to the capital accounts of the investors or clients referred. The compensation arrangement is described in a written acknowledgement which is required to be signed by the investor and/or client prior to any compensation being paid to the solicitor or consultant. Solicitors are generally required to be registered as investment advisers. Third-party marketers are generally registered as broker/dealers.

Pursuant to employment agreements, certain employees are paid the lesser of an annualized 40% of the management fee or 40 basis points of the assets under management and 10% of the performance fee as compensation related to investors they may refer and who are admitted to the fund(s) or accepted as clients. As part of their compensation, in addition to salaries, directors, partners and employees will receive income through participation in revenue sharing from the performance fees. Principals receive their compensation as their percentage of ownership from the performance fee.

Investors incur no additional charges or costs as a result of either the additional compensation paid to

third party solicitors and/or employees, or the revenue sharing. Any compensation paid to solicitors and/or employees is paid from the management and performance fees customarily charged to the capital accounts of the fund investors or clients.

Subscription fees of up to 2% of the investment in a fund may be paid to a registered broker/dealer for its services in soliciting investors. This fee is deducted from the investor's subscription payment, requires written consent of the investor and the General Partner, and is more fully described in Item 5.

## **Item 15 – Custody**

Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains client's investment assets. Fund investors receive at least quarterly statements from a fund's administrator. FISCO urges you to carefully review such statements and compare such official custodial records to the account statements or performance summaries that we may provide to you. Our reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

FISCO does not maintain physical possession or custody of assets or securities. Custody of funds and securities are maintained by a Qualified Custodian as defined in Rule 206(4)-2(d)(6).

FISCO can cause management and performance fees to be deducted directly from client accounts, pursuant to the written advisory or investment management agreement with the client.

FISCO is deemed to have custody of fund assets under Rule 206(4)-2 due to the affiliations of FISCO, the General Partners and the Directors of the Partnership(s), which generally have authority to withdraw or redeem securities pursuant to the fund's offering memorandum.

Regarding the management of fund assets, FISCO will generally utilize an independent Administrator which is responsible for, among other things, pricing, valuation, investor allocations and capital account calculation, cash management and investor reporting. An independent Prime Broker is responsible for cashiering, bookkeeping, delivery and receipt of securities and clearing, settling, and confirmation of trades.

Fund(s) are audited annually by an independent certified public accountant. Copies of the audited financial statements will be distributed to all investors in the fund(s) within 120 days of the fiscal year end.

When a fund is liquidated, an audit will be conducted by an independent certified public accountant, and a copy of the final audited financial statements will be distributed to the limited partners.

Funds are responsible for customary fees and expenses of the Administrator, Auditor, Prime Broker(s) and Custodian(s) for their services which are negotiated from time to time by Manager. Custodian(s) will also be reimbursed by a fund for all reasonable out-of-pocket expenses.

The Administrator, Prime Broker, Custodian and other third party service providers for each fund are

identified in the respective fund's offering materials.

## **Item 16 – Investment Discretion**

FISCO enters into Investment Management Agreements with each fund through which it is granted full discretion and authority to determine securities to be bought or sold, amount of securities to be bought or sold, the broker/dealer to be used, and the commission rates paid. FISCO is required to exercise its discretion within the parameters set forth in each fund's offering memorandum.

In selecting brokers, FISCO will consider (i) the broker's ability to effect prompt and reliable executions at favorable prices; (ii) the efficiency with which transactions are effected in light of the size of the order and difficulty of execution; (iii) the financial strength and reputation of the broker; (iv) the quality and availability of research; and the competitiveness of commissions and other charges. As a result, the fund(s) and/or SMAs may pay commissions and fees that are higher or lower than those that may be available through other brokers.

SMA clients may select the custodian where the account is maintained and may specify the risk parameters for the options strategy. Manager is granted full discretion to determine securities to be bought or sold, amount, broker, and commission rates paid, pursuant to the Investment Advisory Agreement and Investment Policy Statement. Investment guidelines and restrictions must be provided to FISCO in writing. FISCO will seek to execute orders for all participating investment accounts on an equitable basis. If Manager determines to make the same trade at the same time for more than one client, orders may be aggregated so that prices are averaged and securities allocated proportionately to the clients. If an order on behalf of more than one account cannot be fully executed, Manager will allocate the trade on a basis it considers equitable.

## **Item 17 – Voting Client Securities**

As a matter of firm policy and practice, FISCO does not have any authority to and does not 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. There are no vote proxies related to government bonds and options on the S&P 500.

## **Item 18 – Financial Information**

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about FISCO's financial condition. FISCO 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**

FISCO Investment Management, LP is a federally registered investment adviser, i.e., it is registered with the Securities and Exchange Commission. It maintains notice filings with states in which it may have five or more clients. FISCO's notice filing status is available on the SEC's website at [www.advisorinfo.sec.gov](http://www.advisorinfo.sec.gov).