



Firm Brochure
(Part 2A and 2B of Form ADV)

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This brochure provides information about the qualifications and business practices of 613 CAPITAL LLC. If you have any questions about the contents of this brochure, please contact us at: +1 307 224 4144, or by email at: info@613-capital.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 613 CAPITAL LLC is available on the SEC's website at www.adviserinfo.sec.gov

March 2012

Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually when material changes occur since the previous release of the Firm Brochure.

Material Changes since the Last Update

The U.S. Securities and Exchange Commission issued a final rule in July 2010 requiring advisers to provide a Firm Brochure in narrative “plain English” format. The new final rule specifies mandatory sections and organization.

Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: +1 307 224 4144 or by email at: info@613-capital.com.

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Advisory Business

Firm Description

613 CAPITAL LLC, was founded in August 2009.

613 CAPITAL LLC, a Wyoming limited liability company (the “Investment Manager”), performs investment management and advisory services on a discretionary basis through separately managed accounts. Clients may impose restrictions on investing in certain securities or types of securities.

613 CAPITAL LLC is strictly a fee-only financial planning and investment management firm. The firm does not sell annuities, insurance, mutual funds, or other commissioned products. The firm is not affiliated with entities that sell financial products or securities. No commissions in any form are accepted.

613 CAPITAL LLC does not act as a custodian of client assets. The client always maintains asset control. 613 CAPITAL LLC places trades for clients under a limited power of attorney. The custodian typically sends Clients a confirmation of every securities transaction and a monthly or quarterly brokerage statement reflecting all transactions in the Client’s account held by the custodian.

Client accounts are monitored on a continuous basis with a formal review conducted at least annually. Portfolio managers may review their assigned portfolios more frequently. Additional reviews may be provided at the Client’s request.

More frequent reviews occur but are not necessarily communicated to the client unless immediate changes are recommended.

The custodian of client assets (e.g., client’s designated brokerage firm) sends monthly statements to both client and the firm. Clients also receive a quarterly and annual review and tax information (where appropriate) regarding account performance from the brokerage firm.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Conflicts of interest will be disclosed to the client in the unlikely event they should occur.

The initial meeting, which may be by telephone, is free of charge and is considered an exploratory interview to determine the extent to which financial planning and investment management may be beneficial to the client.

Principal Owners

Ralph Leib is a 100% stockholder.

Types of Advisory Services

613 CAPITAL LLC provides investment management and advisory services to clients on a discretionary basis through separately managed accounts.

Clients are able to tailor their mandates and may impose restrictions on investing in certain securities or types of securities.

613 CAPITAL LLC does not furnish advice to clients on matters such as taxation issues, and trust services that often include estate planning.

As of March 2012, 613 CAPITAL LLC manages approximately \$2.4 million in assets for approximately 4 clients. All assets are managed on a discretionary basis, and none are managed on a non-discretionary basis.

Tailored Relationships

Clients are able to tailor their mandates and may impose restrictions on investing in certain securities or types of securities.

Investments may also include: equities (stocks), warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, investment company securities (variable life insurance, variable annuities, and mutual funds shares), U. S. government securities, options contracts, futures contracts, and interests in partnerships.

These restrictions are included in the Mandate section of the Investment Management Agreement and also reflect the stated goals and objectives.

Agreements may not be assigned without client consent.

Types of Agreements

The following agreements define the typical client relationships.

Investment Management Agreement

An Investment Management Agreement may be executed when financial planning is not provided as part of the relationship. The annual fee for an Investment Management Agreement is based on a percentage of investable assets and ranges between 0.8% to 2% per annum depending on the product invested in.

Termination of Agreement

A Client may terminate any of the aforementioned agreements at any time by notifying 613 CAPITAL LLC in writing and paying the rate for the time spent on the investment advisory engagement prior to notification of termination. If the client made an advance payment, 613 CAPITAL LLC will refund any unearned portion of the advance payment.

613 CAPITAL LLC may terminate any of the aforementioned agreements at any time by notifying the client in writing. If the client made an advance

payment, 613 CAPITAL LLC will refund any unearned portion of the advance payment.

Fees and Compensation

Description

613 CAPITAL LLC charges an annual Management Fee as well as in certain circumstances a Performance Based Fee. The Management Fee is based on a percentage of assets under management. The Performance fee is based on the increase in the Client assets.

Fees are *NEGOTIABLE*.

Fee Billing

Separately Managed Accounts

The Investment Manager charges Clients management fees based on a percentage of market value of the assets under management, as well as an incentive fees.

Based on negotiated terms, the management fee may range up to approximately 2% and is payable on a monthly or quarterly basis. The client may select whether fees are deducted from clients' assets or clients are for fees incurred. Clients may select either method of payment, which is then included in the Investment Management Agreement. Where fees are deducted directly from the Clients account, the custodian will deduct the m daily from the Clients account. Where fees are billed separately, this will occur quarterly.

The incentive fee may range up to approximately 20% and is based on the increase in net asset value of the applicable Client account. The incentive fee may be subject to a high water mark or loss carry forward provision.

Where a refund of fees in required, this will be paid by 613 CAPITAL LLC via a wire transfer or cheque to the Client.

613 CAPITAL LLC, in its sole discretion, may waive its minimum fee and/or charge a lesser Management Fee based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with clients, etc.).

Other Fees

Custodians may charge transaction fees on purchases or sales of certain mutual funds and exchange-traded funds. These transaction charges are

usually small and incidental to the purchase or sale of a security. The selection of the security is more important than the nominal fee that the custodian charges to buy or sell the security.

Expense Ratios

Mutual funds and exchange Traded funds generally charge a management fee for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.5% for their services. These fees are in addition to the fees paid by you to 613 CAPITAL LLC.

Performance figures quoted by mutual fund companies in various publications are after their fees have been deducted.

Past Due Accounts and Termination of Agreement

613 CAPITAL LLC reserves the right to stop work on any account that is more than 60 days overdue. In addition, 613 CAPITAL LLC reserves the right to terminate any financial planning engagement where a client has wilfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in 613 CAPITAL LLC's judgment, to providing proper financial advice. Any unused portion of fees collected in advance will be refunded within 30 days.

Performance-Based Fees

Sharing of Capital Gains

Normally, under the Investment Adviser's Act of 1940 the ("Adviser's Act"), an adviser would be prohibited from charging a performance-based fee, but pursuant to certain exceptions to the rules under the Adviser's Act, an adviser is permitted to receive such performance-based fees provided it meets certain requirements. The Client provides for performance-based compensation to the Investment Manager, in addition to the Investment Manager's asset based management fees. The Investment Manager's performance-based fee comprises a profit sharing arrangement based on the performance of the underlying investment strategies. You should be aware that such a compensation arrangement might create an incentive for the Investment Manager to make investments that are riskier or more speculative than would be the case in the absence of a performance-based fee. Accordingly overall portfolio risk is limited in the Mandate section of the Investment Management Agreement.

Additionally, the performance-based fee is earned and paid on an annual basis based on the performance of the Investment Manager for each annual

period. There is no deduction from the performance-based fee for losses in subsequent years. This means that the Investment Manager may profit significantly for good performance during one annual period, but will not be penalized for poor performance during later annual periods.

Types of Clients

Description

613 CAPITAL LLC generally provides investment advice to individuals, , investment companies, pension plans, funds or trusts.

Client relationships vary in scope and length of service.

Account Minimums

a) With respect to 613 Capital Global Quality Fund Ltd – BVI:

- For non-Australian investors, the minimum Subscription Amount for Class A Shares is USD \$100,000, subject to the discretion of the Fund to accept lesser amounts, and the minimum additional Subscription Amount is USD \$25,000, subject to the discretion of the Fund to lesser amounts.
- For Australian investors, the minimum Subscription Amount for Class B Shares is AUD \$500,000 subject to the discretion of the Fund to accept lesser amounts, and the minimum additional Subscription Amount is AUD \$50,000, subject to the discretion of the Fund to lesser amounts. The Directors may accept or reject subscriptions in their sole discretion.
- Shareholders in the Fund must either be non-U.S. Persons or “Permitted U.S. Persons” and must meet other suitability requirements described below and in the Subscription Agreement attached to this Explanatory Memorandum. A “Permitted U.S. Person” is a tax-exempt U.S. person or an entity in which substantially all of the ownership interests are held by tax-exempt U.S. persons. Investment in the Fund by tax-exempt entities requires special consideration.
- Each Permitted U.S. Person must represent that it is an “accredited investor,” as defined in Regulation D promulgated under the Securities Act of 1933, as amended (the “Securities Act”), and a “qualified client,” as defined in Rule 205-3 under the Investment Advisers Act. Shares are being offered to Permitted U.S. Persons under the exemptive provisions of Section 3(c)(1) of the Investment Company Act of 1940, as amended (the “Investment Company Act”), and as such will be available for investment by up to one hundred (100) such Permitted U.S. Persons.

- Each non-U.S. Person and each Permitted U.S. Person must also represent that it is a “Professional Investor” within the meaning of the Mutual Funds Act, 1996, (as amended) of the British Virgin Islands (the “Mutual Funds Act”). A “Professional Investor” is any person: (a) whose ordinary business involves, whether for his own account or the accounts of others, the acquisition or disposal of property of the same kind as the property, or a substantial part of the property, of the Fund; or (b) who has signed a declaration that he, whether individually or jointly with his spouse, has net worth in excess of one million dollars in the United States currency or its equivalent in any other currency and that he consents to being treated as a Professional Investor.

b) With respect to separately managed accounts:

- For non-Australian investors, the minimum amount is USD \$100,000, which equates to an annual fee of between \$800 - \$2,000.
- For Australian investors, the minimum amount AUD \$500,000, unless supported by an audit certificate stating that the clients assets are greater than A\$2,500,000 or that they have combined earnings or A\$250,000 for the prior two years, in which case the minimum is US\$100,000. This equates to an annual fee of between A\$4,000 - A\$10,000

Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis

Security analysis methods may include charting, fundamental analysis, technical analysis, and cyclical analysis.

The main sources of information include financial newspapers and magazines, inspections of corporate activities, research materials prepared by others, corporate rating services, timing services, annual reports, prospectuses, filings with the Securities and Exchange Commission, stock broker reports and company press releases.

Investment Strategies

The Fund’s investment objective is to generate superior, long-term, risk adjusted returns (capital and income) while reducing market volatility and downside risk, irrespective of underlying market directions. The Investment Strategy used to achieved this is predominantly through a long equity approach to investing, focusing on investing in quality companies on a global basis. The Investment Manager will focus research efforts on companies that are characterized by sustainable and predictable earnings, return on equity above the cost of capital, strong balance sheets and cash flow generation, and sustainable competitive advantages. The Investment Manager will utilize

derivatives as part of the Fund's risk management process to enhance returns, hedge or reduce downside risk or where they represent a more efficient implementation strategy. Portfolios are globally diversified to control the risk associated with traditional markets.

Other strategies may include long-term purchases, short-term purchases, trading, short sales, margin transactions, and option writing (including covered options, uncovered options or spreading strategies). Where trading is more frequent and short-term in nature, this could lead to increased brokerage, transaction costs and taxes, which could impact on performance.

The Investment Strategy uses leverage and derivatives. **Clients investing through separately managed accounts should be aware that the Investment Strategy used by 613 CAPITAL LLC involves significant risks, including the potential loss of all capital invested. Clients should obtain their own investment advice when determining the suitability of investing with 613 CAPITAL LLC.**

Risk of Loss

All investment programs have certain risks that are borne by the investor. **Clients investing through separately managed accounts should be aware that the Investment Strategy used by 613 CAPITAL LLC involves significant risks, including the potential loss of all the capital invested. Clients should obtain their own investment advice when determining the suitability of investing with 613 CAPITAL LLC.**

Investors face the following investment risks:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of

return (i.e. interest rate). This primarily relates to fixed income securities.

- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Risks Pertaining to Derivative Instruments

The Investment Manager will use various derivative instruments. While the judicious use of derivative instruments can be beneficial, such instruments also involve risks different from, and, in certain cases, greater than, the risks presented by more traditional investments. The following is a general discussion of important risk factors and issues concerning the use of derivatives that investors should understand before investing with the Investment Manager:

- **Market Risk.** This is the general risk, attendant to all investments that the value of a particular investment will change in a way detrimental to the Investment Manager's interests.
- **Management Risk.** Derivatives are highly specialized instruments that require investment techniques and risk analyses different from those associated with equities and bonds. The use of a derivative instrument requires an understanding not only of the underlying instrument but also of the derivative itself, without the benefit of observing the performance of the derivative under all possible market conditions. In particular, the use and complexity of derivatives require the maintenance of adequate controls to monitor the transactions entered into, the ability to assess the risk that a derivative adds to the Client's portfolio and the ability to forecast price, interest rate or currency rate movements correctly.
- **Tracking Risk.** 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 the Investment Manager from achieving the intended hedging effect or expose the Client's portfolio to the risk of loss.

- **Liquidity Risk.** Derivative instruments, especially when traded in large amounts, may not be liquid in all circumstances, so that in volatile markets the Investment Manager may not be able to close out a position without incurring a loss. In addition, daily limits on price fluctuations and speculative position limits on exchanges on which the Investment Manager may conduct its transactions in derivative instruments may prevent prompt liquidation of positions, subjecting the Client's portfolio to the potential of greater losses.
- **Leverage.** Trading in derivative instruments can result in large amounts of leverage. Thus, the leverage offered by trading in derivative instruments will magnify the gains and losses experienced by the Client's portfolio and could cause the Client's portfolio's Net Asset Value to be subject to wider fluctuations than would be the case if the Investment Manager did not use the leverage feature in derivative instruments.
- **Margin Borrowing.** Increases returns to investors if the Client's portfolio earns a greater return on leveraged investments than the Client's portfolio cost of such leverage. However, the use of margin borrowing exposes the Client's portfolio to additional levels of risk including (i) greater losses from investments than would otherwise have been the case had the Investment Manager not borrowed to make the investments, (ii) margin calls or changes in margin requirements may force premature liquidations of investment positions and (iii) losses on investments where the investment fails to earn a return that equals or exceeds the Client's portfolio cost of leverage related to such investments. In case of a sudden, precipitous drop in value of the Client's Investment Account Assets, the Client's Investment Account Assets might not be able to liquidate assets quickly enough to repay its borrowings, further magnifying the losses incurred by the Client.

Risks Pertaining to the Use of Leverage

- When deemed appropriate by the Investment Manager and subject to applicable regulations, the Investment Manager may use leverage in its investment program, including the use of borrowed funds and investments in certain types of options, such as puts, calls and warrants, which may be purchased for a fraction of the price of the underlying securities while giving the purchaser the full benefit of movement in the market of those underlying securities. While such strategies and techniques increase the opportunity to achieve higher returns on the amounts invested, they also increase the risk of loss. To the extent the Client's portfolio purchases securities with borrowed

funds, its net assets will tend to increase or decrease at a greater rate than if borrowed Investment Managers are not used. The level of interest rates generally, and the rates at which such Investment Managers may be borrowed in particular, could affect the operating results of the Investment Manager. If the interest expense on borrowings were to exceed the net return on the portfolio securities purchased with borrowed Investment Managers, the Client's portfolio use of leverage would result in a lower rate of return than if the Client's portfolio were not leveraged.

- If the amount of borrowings which the Client's portfolio may have outstanding at any one time is large in relation to its capital, fluctuations in the market value of the Client's portfolio will have disproportionately large effects in relation to the Client's portfolio's capital and the possibilities for profit and the risk of loss will therefore be increased.
- Any investment gains made with the additional monies borrowed will generally cause the net asset value of the Client's portfolio to rise more rapidly than would otherwise be the case. Conversely, if the investment performance of the additional moneys borrowed fails to cover their cost to the Client's portfolio, the net asset value of the Client's portfolio will generally decline faster than would otherwise be the case.

Disciplinary Information

Legal and Disciplinary

The firm and its employees have not been involved in legal or disciplinary events related to past or present investment clients.

Other Financial Industry Activities and Affiliations

Financial Industry Activities

613 CAPITAL LLC is NOT registered as a securities broker-dealer, or a futures commission merchant, commodity pool operator or commodity trading advisor.

Affiliations

613 CAPITAL LLC has no affiliations

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

Code of Ethics

The employees of 613 CAPITAL LLC have committed to a Code of Ethics that is available for review by clients and prospective clients upon request. The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

Participation or Interest in Client Transactions

613 CAPITAL LLC and its employees may NOT buy or sell securities that are also held by clients. Employees comply with the provisions of the 613 CAPITAL LLC *Compliance Manual*.

Personal Trading

Personal Trading is NOT allowed by employees or their family members of 613 CAPITAL LLC. The Chief Compliance Officer of 613 CAPITAL LLC is Ralph Leib.

Brokerage Practices

Selecting Brokerage Firms

613 CAPITAL LLC does not have any affiliation with product sales firms. Specific custodian recommendations are made to Clients based on their need for such services. 613 CAPITAL LLC recommends custodians based on the proven integrity and financial responsibility of the firm and the best execution of orders at reasonable commission rates.

613 CAPITAL LLC recommends discount brokerage firms and trust companies (qualified custodians), such as Interactive Brokers LLC or JP Morgan.

613 CAPITAL LLC *DOES NOT* receive fees or commissions from any of these arrangements.

Best Execution

613 CAPITAL LLC reviews the execution of trades at each custodian each quarter. The review is documented in the 613 CAPITAL LLC *Compliance Manual*. Trading fees charged by the custodians is also reviewed on a quarterly basis. 613 CAPITAL LLC does not receive any portion of the trading fees.

Soft Dollars

The Investment Manager will utilize the services of:

- Merlin Securities, 712 Fifth Avenue 7th Floor, New York, New York 10019 to execute brokerage transactions. Merlin Securities provides advanced reporting, analytics, trading, and operational services to over 400 hedge funds and managed account platforms. As an introducing broker to both J.P. Morgan and Goldman Sachs and fully integrated with Northern Trust, Merlin offers complete diversification and security of assets.
- Interactive Brokers Group, Inc., 8 Greenwich Office Park, Greenwich, CT, 06831, has grown to become one of the premier securities firms with over \$4.8 billion in equity capital. Interactive Brokers conducts its broker/dealer and proprietary trading businesses on over 80 market destinations worldwide. In its broker dealer agency business, IB provides direct access ("on line") trade execution and clearing services to institutional and professional traders for a wide variety of electronically traded products including stocks, options, futures, forex, bonds and funds worldwide. In its proprietary trading business IB engages in market making for its own account in about 6,500 different electronically traded products. Interactive Brokers Group and its affiliates execute approximately 1,000,000 trades per day.

The Investment Manager makes investment decisions and arranges for the placement of buy and sell orders and the execution of portfolio transactions for Clients. In arranging for the execution of portfolio transactions on behalf of Clients, the Investment Manager seeks to obtain best execution at favorable prices on behalf of Clients. The Investment Manager has discretion to execute trades, select broker-dealers and negotiate commissions. In selecting broker-dealers, the Investment Manager seeks those broker-dealers who can provide best execution of transactions under the circumstances. The principal factors determining this selection are: (1) a broker's ability to execute the types of transactions occurring in client accounts; (2) the net prices for such transactions; and, (3) trading ideas generated by brokers. "Best execution" is not synonymous with lowest brokerage commission. Consequently, in a particular transaction the Fund may pay a brokerage commission in excess of that which another broker might have charged for executing the same transaction.

The foregoing benefits may be available for use by Investment Manager in connection with transactions in which the Clients will not participate. The availability of these benefits may influence Investment Manager to select one broker rather than another to perform services for the Clients. Nevertheless, Investment Manager's decision on which brokers to utilize will be driven by a concerted striving for "best execution." Also, The Investment Manager will attempt to assure either that the fees and costs for services provided to the Clients by brokers offering these benefits are reasonable in relation to the fees and costs charged by other equally capable brokers not offering such services or that the Clients also will benefit from the services.

The Investment Manager has the option to use “soft dollars” generated by the Clients to pay for the research and non-research related services described above. 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 Securities Exchange Act of 1934, as amended (“Exchange Act”), provides a “safe harbor” to investment managers 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 Manager in the performance of investment decision-making responsibilities. In the event The Investment Manager elects to use its soft dollars for payment of all or a portion of The Investment Manager’s administrative costs and expenses of operation, as more fully described above, such uses of soft dollars are not within the safe harbor afforded by Section 28(e) of the Exchange Act.

The use of brokerage commissions to obtain investment research services and to pay for the administrative costs and expenses of The Investment Manager creates a conflict of interest between The Investment Manager and the Clients, because the Clients pay for such products and services that are not exclusively for the benefit of the Clients, as the case may be, and that may be primarily or exclusively for the benefit of The Investment Manager or its affiliates. To the extent that The Investment Manager is able to acquire these products and services without expending its own resources (including management fees paid by the Clients), The Investment Manager’s use of soft-dollars would tend to increase The Investment Manager’s profitability.

Order Aggregation

The Investment Manager may aggregate sale and purchase orders of securities for the Client’s account with similar orders being made simultaneously for Other Clients if, in the Investment Manager’s reasonable judgment, such aggregation is reasonably likely to result in an overall economic benefit to the Client’s account based on an evaluation that the Client’s account is benefited by relatively better purchase or sale prices, lower commission expenses or beneficial timing of transactions or a combination of these and other factors.

Review of Accounts

Periodic Reviews

Client accounts are monitored on a continuous basis with a formal review conducted at least annually by Ralph Leib, Managing Partner.

Portfolio managers may review their assigned portfolios more frequently when market conditions dictate. Additional reviews may be provided at the Client's request.

The custodian typically sends Clients a confirmation of every securities transaction and a monthly or quarterly brokerage statement reflecting all transactions in the Client's account held by the custodian.

Review Triggers

Other conditions that may trigger a review are changes in the tax laws, new investment information, material market events or movements, and changes in a client's own situation.

Client Referrals and Other Compensation

Incoming Referrals

Separately Managed Accounts

The Investment Manager may direct brokerage business to brokers who refer prospective investors to The Investment Manager. Because such referrals, if any, are likely to benefit The Investment Manager but will provide an insignificant (if any) benefit to investors, The Investment Manager will have a conflict of interest with the Clients when allocating brokerage business to a broker who has referred investors to The Investment Manager.

To prevent brokerage commissions from being used to pay investor referral fees, The Investment Manager will not allocate brokerage business to a referring broker unless The Investment Manager determines in good faith that the commissions payable to such broker are reasonable in relation to those available from non-referring brokers offering services of substantially equal value and the 'best-execution' is possible.

The firm does not compensate referring parties for these referrals.

Referrals Out

613 CAPITAL LLC does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

Custody

Account Statements

All assets are held at qualified custodians, which means the custodians provide account statements directly to clients at their address of record at least quarterly.

Performance Reports

Clients are urged to compare the account statements received directly from their custodians to the performance report statements provided by 613 CAPITAL LLC.

Investment Discretion

Discretionary Authority for Trading

613 CAPITAL LLC accepts discretionary authority to manage securities accounts on behalf of clients. 613 CAPITAL LLC has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. 613 CAPITAL LLC does not consult with the client prior to each trade.

The client approves the custodian to be used and the commission rates paid to the custodian. 613 CAPITAL LLC does not receive any portion of the transaction fees or commissions paid by the client to the custodian on certain trades.

Discretionary trading authority facilitates placing trades in your accounts on your behalf so that we may promptly implement the investment policy that you have approved in writing.

Limited Power of Attorney

A limited power of attorney is used as a trading authorization for this purpose. As part of the Investment Management Agreement that the Client signs, a limited power of attorney is incorporated so that 613 CAPITAL LLC may execute the trades on behalf of the Client.

Voting Client Securities

Proxy Votes

613 CAPITAL LLC does not vote proxies on securities. Clients are expected to vote their own proxies.

When assistance on voting proxies is requested, 613 CAPITAL LLC will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client.

Financial Information

Financial Condition

613 CAPITAL LLC does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients.

A balance sheet is not required to be provided because 613 CAPITAL LLC does not serve as a custodian for client funds or securities, and does not require prepayment of fees of more than \$1,200 per client, and six months or more in advance.

Business Continuity Plan

General

613 CAPITAL LLC has a Business Continuity Plan in place that provides steps to mitigate and recover from the loss of office space, communications, services or key people.

Disasters

The Business Continuity Plan covers natural disasters such as snow storms, hurricanes, tornados, and flooding. The Plan covers man-made disasters such as loss of electrical power, loss of water pressure, fire, bomb threat, nuclear emergency, chemical event, biological event, T-1 communications line outage, Internet outage, railway accident and aircraft accident. Electronic files are backed up daily and archived offsite.

Alternate Offices

Alternate offices are identified to support ongoing operations in the event the main office is unavailable. It is our intention to contact all clients within five days of a disaster that dictates moving our office to an alternate location.

Information Security Program

Information Security

613 CAPITAL LLC maintains an information security program to reduce the risk that your personal and confidential information may be breached.

Privacy Notice

613 CAPITAL LLC is committed to maintaining the confidentiality, integrity and security of the personal information that is entrusted to us.

The categories of nonpublic information that we collect from you may include information about your personal finances, information about your health to the extent that it is needed for the financial planning process, information about transactions between you and third parties, and information from consumer reporting agencies, e.g., credit reports. We use this information to help you meet your personal financial goals.

With your permission, we disclose limited information to attorneys, accountants, and mortgage lenders with whom you have established a relationship. You may opt out from our sharing information with these nonaffiliated third parties by notifying us at any time by tele+1 307 224 4144, mail, fax, email, or in person. With your permission, we share a limited amount of information about you with your brokerage firm in order to execute securities transactions on your behalf.

We maintain a secure office to ensure that your information is not placed at unreasonable risk. We employ a firewall barrier, secure data encryption techniques and authentication procedures in our computer environment.

We do not provide your personal information to mailing list vendors or solicitors. We require strict confidentiality in our agreements with unaffiliated third parties that require access to your personal information, including financial service companies, consultants, and auditors. Federal and state securities regulators may review our Company records and your personal records as permitted by law.

Personally identifiable information about you will be maintained while you are a client, and for the required period thereafter that records are required to be maintained by federal and state securities laws. After that time, information may be destroyed.

We will notify you in advance if our privacy policy is expected to change. We are required by law to deliver this *Privacy Notice* to you annually, in writing.

Brochure Supplement (Part 2B of Form ADV)

Education and Business Standards

613 CAPITAL LLC requires that Investment professionals associated with the Investment Manager will be required to have at least a bachelor's degree and a solid understanding of investments and obtain any state licenses that are required. Notwithstanding the foregoing, these are not rigid rules that would restrict the Investment Manager from hiring talent in exceptional situations.

EMPLOYEE NAME AND CERTIFICATIONS

Mr. Ralph Leib

- Year of Birth: 1971
- Bachelor of Commerce, University of Witwatersrand, South Africa, 1992,
- Bachelor of Accounting, University of Witwatersrand, South Africa, 1993

Business Background for the Previous Five Years:

- 613 Capital, LLC, Managing Member, 08/2009 to present:
- GESB, Senior Investment Strategist, 09/2004 to 08/2009:
- Sanlam Investment Management, Portfolio Manager, Head of Unit Trusts, 01/2002 to 04/2004:
- Sanlam Investment Management, Head of Technology Research, 07/2000 to 01/2002

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Arbitration Claims: None

Self-Regulatory Organization or Administrative Proceeding: None

Bankruptcy Petition: None