
PART 2A OF FORM ADV: FIRM BROCHURE

Item 1. Cover Page

ALPHAMETRIX, LLC

181 W. Madison St., 34th Floor
Chicago, Illinois 60602
312-267-8400
www.alphametrix.com

October 23, 2013

This brochure provides information about the qualifications and business practices of AlphaMetrix, LLC, an investment adviser registered with the United States Securities and Exchange Commission (“SEC”). If you have any questions about the contents of this brochure, please contact us at (312) 267-8400 or AMLegal@alphametrix.com. The information in this brochure has not been approved or verified by the SEC or by any state securities authority.

Registration with the SEC does not imply a certain level of skill or training.

Additional Information about AlphaMetrix, LLC is also available on the SEC’s website at www.adviserinfo.sec.gov

Item 2. Material Changes

The Brochure Supplement of Charley Penna has been revised to reflect that effective September 10, 2013 Mr. Penna was designated as the interim Chief Compliance Officer of the Company.

The Brochure has been updated to reflect a material change in the amount of client assets under management as of October 15, 2013.

Item 3. Table of Contents

	<u>Page</u>
Item 1. Cover Page	i
Item 2. Material Changes	ii
Item 3. Table of Contents	iii
Item 4. Advisory Business	1
Item 5. Fees and Compensation	1
Item 6. Performance-Based Fees and Side-By-Side Management	2
Item 7. Types of Clients	2
Item 8. Methods of Analysis, Investment Strategies and Risk of Loss.....	3
Item 9. Disciplinary Information.....	4
Item 10. Other Financial Industry Activities and Affiliations	4
Item 11. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	4
Item 12. Brokerage Practices	5
Item 13. Review of Accounts.....	6
Item 14. Client Referrals and Other Compensation	6
Item 15. Custody	7
Item 16. Investment Discretion	7
Item 17. Voting Client Securities.....	7
Item 18. Financial Information.....	7
Brochure Supplements:	
Aleks Kins.....	A-1
Charley Penna	B-1

Item 4. Advisory Business

AlphaMetrix, LLC is a Delaware limited liability company founded in May 2005, which we will refer to as “AlphaMetrix”. Aleks Kins, through his majority ownership of AlphaMetrix Group, LLC, the sole parent company of AlphaMetrix, is the principal beneficial owner of AlphaMetrix. Mr. Kins is the president and chief executive officer of AlphaMetrix.

AlphaMetrix sponsors managed account platforms (AlphaMosaic (US) LLC and AlphaMosaic SPC, which we will refer to as the “Platforms”) and other commodity pools that make available to qualified investors a variety of third-party professional managed futures and foreign exchange advisors commonly referred to as “Trading Advisors.” The Platforms and other commodity pools are comprised of various sub-funds which invest in master funds, each of which is managed by a different Trading Advisor chosen by AlphaMetrix. In this brochure, we refer to the Platforms, their sub-funds and other commodity pools sponsored by AlphaMetrix as “Funds” and their underlying master funds as “Master Funds.”

The primary role of AlphaMetrix in operating the Platforms is administrative, not advisory. AlphaMetrix operates the Platforms, selects the Trading Advisors available on the Platforms, monitors their performance and may terminate Master Funds if AlphaMetrix deems it appropriate to do so. AlphaMetrix does not recommend any Fund to any investor. Rather, investors select the Trading Advisors with whom they want to invest through the Platforms.

In addition, the Platforms permit investors to choose individualized trading leverage levels within the Funds. The Funds manage an investor’s trading level by allocating the investor’s capital between the Master Funds and cash accounts maintained by the Platforms. We refer to these cash accounts as the “Platform Cash Accounts.”

AlphaMetrix provides advice on a discretionary basis to the Platform Cash Accounts. It selects managers for the cash accounts, which may include AlphaMetrix or its affiliates. On behalf of the Platform Cash Accounts, these managers typically invest in United States Treasury securities, money market funds, bank deposits and similar short-term instruments or accounts.

AlphaMetrix currently does not provide investment advisory services to clients apart from its management of the Platform Cash Accounts, although it and/or one or more affiliates may do so in the future.

As of October 15, 2013 AlphaMetrix manages \$40,519,007 of client assets in the form of the assets held in the Platform Cash Accounts, all of which is managed on a discretionary basis.

Item 5. Fees and Compensation

As noted above, AlphaMetrix’s advisory services are currently limited to its management of the Platform Cash Accounts. The Platforms pay AlphaMetrix a performance-based fee for its advisory services to the Platform Cash Accounts. This fee is generally not negotiable, although under certain circumstances AlphaMetrix may waive all or a portion of its compensation regarding the Platform Cash Accounts. For additional information on this performance-based compensation, see Item 6 of this brochure entitled “Performance-Based Fees and Side-by-Side Management.”

The Platform Cash Accounts are charged (i) management fees payable to the managers selected by AlphaMetrix for the Platform Cash Accounts, (ii) brokerage commissions and other transaction costs, (iii) custodial fees, and (iv) any other investment-related fees or expenses, which may include fees of money market funds or similar investments in which the Platform Cash Accounts are invested. These expenses are typically deducted directly from the Platform Cash Accounts as incurred. For a discussion of the brokerage arrangements that AlphaMetrix enters into on behalf of the Platform Cash Accounts, see Item 12 of this brochure entitled “Brokerage Practices.”

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

The Platforms pay AlphaMetrix a monthly performance fee equal to the excess returns on the Platform Cash Account above a “hurdle rate” of 90% of the 3-month United States Treasury Bill rate (net of the Platform Cash Accounts’ expenses described in Item 5 above). If the net return is less than the hurdle rate, then AlphaMetrix will not receive the performance fee for its advisory services to the Platform Cash Account.

Investors holding cash in the Platform Cash Account do not receive the benefit of any returns above the hurdle rate earned by the managers appointed by AlphaMetrix. The fact that AlphaMetrix is eligible to receive performance-based compensation may create an incentive for AlphaMetrix to appoint managers that make investments on behalf of the Platform Cash Accounts that are riskier or more speculative than would be the case in the absence of this performance-based compensation. AlphaMetrix addresses this conflict by ensuring that it does not receive its performance fee until the Platform Cash Account has received a net return equal to the hurdle rate.

AlphaMetrix acts as the sponsor, transfer agent, commodity pool operator and commodity trading advisor for the Funds. The Funds compensate AlphaMetrix for these non-investment advisory services, as described in the Platforms’ confidential disclosure documents. This compensation includes sponsor’s fees, platform operating fees, management fees and incentive fees. Although this means that AlphaMetrix may receive significantly different revenues from the Funds, depending on the specific contractual agreement with the Funds and their Trading Advisors, this does not represent a conflict of interest vis-à-vis investors, as AlphaMetrix’s sole investment advisory role is limited to its management of the Platform Cash Accounts.

Item 7. Types of Clients

AlphaMetrix currently provides discretionary investment advisory services to the Platforms on behalf of the Platform Cash Accounts. The investors in the Platforms consist of high net worth individuals and institutional investors (including funds of funds). The Platforms limit their investors to (i) non-United States Persons or (ii) United States persons that are (a) “accredited investors” as defined in the Securities Act of 1933, (b) “qualified eligible persons” as defined in the Commodity Futures Trading Commission regulations and/or (c) “qualified clients” as defined in the Investment Advisers Act of 1940. The minimum initial investment for each Platform is \$100,000 (trading level) for AlphaMosaic (US) LLC and \$50,000 (cash) for AlphaMosaic SPC. Please see Item 4 entitled “Advisory Business.” Investors whose cash is deposited in the Platform Cash Accounts are not advisory clients of AlphaMetrix.

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

AlphaMetrix provides investment advice on a discretionary basis to the Platform Cash Accounts, primarily by selecting managers for the cash accounts. Managers currently do not, but may in the future, include AlphaMetrix or its affiliates. The managers may invest the Platform Cash Accounts' assets in United States Treasury securities, money market funds, bank deposits and similar short-term instruments or accounts, or as otherwise agreed by AlphaMetrix.

AlphaMetrix generally selects managers for the Platform Cash Accounts that are registered as investment advisers with the SEC or are authorized and regulated by the Financial Services Authority of the United Kingdom, and are either: (i) affiliates of major money-center banks with the backing of such institutions, or (ii) have assets under management in excess of \$1 billion and at least five years' experience investing in the types of instruments being purchased and sold in the Platform Cash Accounts.

AlphaMetrix monitors the performance generated and the instruments purchased by such managers, and AlphaMetrix has the authority to terminate any such manager at any time for any reason. Further, AlphaMetrix selects only those managers that can offer managed accounts with full transparency.

These requirements do not apply to AlphaMetrix or its affiliates should they act as a manager for the Platform Cash Accounts.

Material Risks

The following is a summary of some of the material risks associated with the Platform Cash. This summary does not attempt to describe all of the risks associated with a deposit of an investor's cash in the Platform Cash Accounts.

Risk of Loss. Although AlphaMetrix monitors the weekly and monthly, and when appropriate, daily, statements of the managers it selects for the Platform Cash Accounts, there can be no assurance that the Platform Cash Account will avoid a loss of principal with respect to assets placed with any manager.

Instrument Risk. A manager may, on behalf of the Platform Cash Account, take positions in instruments that may not be risk-free, short-term or highly liquid, *e.g.*, investment grade corporate bonds, agencies, certain asset-backed securities and other securities. Also, the Platform Cash Account may on occasion follow more aggressive cash enhancement strategies within the confines of the instruments and duration limitations approved by AlphaMetrix for any manager.

Cross-Collateralization Risk. The Platform Cash Account resides at the "general assets" level of each Platform, and not in a separate Fund or other entity. As a result, the Platform Cash Account may be subject to cross-collateralization and cross-liability risks among the various Funds. However, as the Funds themselves do not invest with leverage and the Master Funds in which the Funds invest are limited liability vehicles, the risk of any cross-collateralization losses is remote.

Manager Selection. AlphaMetrix is responsible for identifying managers to trade the Platform Cash Accounts' assets. There is no assurance that its selection process will result in a manager or group of managers able to produce consistent profits or avoid serious losses.

Manager Risk. The Platform Cash Account is subject to the risk of the bad judgment, negligence or misconduct of any managers selected by AlphaMetrix.

Loss of Manager Principals. Certain managers may have only one or a limited number of principals. If the services of any of such principals became unavailable, the Platform Cash Accounts could sustain losses and/or be required to terminate the manager at inopportune times.

Changes in Trading Strategy. A manager for the Platform Cash Account may make material changes in its trading strategies without the knowledge of AlphaMetrix.

Item 9. Disciplinary Information

None applicable.

Item 10. Other Financial Industry Activities and Affiliations

Neither AlphaMetrix nor any of its management persons are registered or have a pending application for registration as a broker-dealer or a registered representative of a broker-dealer.

AlphaMetrix is registered with the Commodity Futures Trading Commission as a commodity pool operator and as a commodity trading advisor and is a member of the National Futures Association. The following management person of AlphaMetrix is registered as an Associated Person with the National Futures Association: Aleks Kins, President and Chief Executive Officer.

Item 11. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

As an SEC-registered adviser, AlphaMetrix has adopted a Code of Ethics pursuant to SEC Rule 204A-1. The Code of Ethics includes AlphaMetrix's policies as they relate to standards of ethical and business conduct expected of personnel and addresses conflicts that may arise from personal trading by personnel. The Code of Ethics, among other things, requires compliance with the federal securities laws, reflects their fiduciary responsibilities and those of their advisory personnel, prohibits certain personal securities transactions, requires personnel to periodically report their personal securities transactions and to pre-clear certain securities transactions and addresses prevention of the misuse of material nonpublic information.

AlphaMetrix may serve as a cash manager for more than one investment vehicle referred to as a "Cash Management Client." The existence of multiple Cash Management Clients may create conflicts of interest. AlphaMetrix has a fiduciary obligation to use its best efforts to ensure that no Cash Management Client is treated unfairly in relation to any other Cash Management Client in the allocation of securities or investment opportunities or in the order in which transactions are executed. AlphaMetrix will seek to allocate orders and investment opportunities among Cash Management Clients in a manner that it believes is equitable and in the best interests of all of its

Cash Management Clients. Although such allocations may be *pro rata* among participating Cash Management Clients, they will not necessarily be so. There can be no assurance that a particular order or investment opportunity will be allocated in a particular manner.

AlphaMetrix may aggregate sales and purchase orders of securities for orders being made simultaneously for more than one Cash Management Client. In accounting for such aggregated order, price, commission and other expenses shall be averaged on a per transaction basis.

The foregoing policy does not require that each opportunity be made available to all Cash Management Clients. This leaves significant discretion to AlphaMetrix. For example, there may be accounts with different objectives, so that the same transaction would not necessarily be made available to all accounts.

The Code of Ethics is available to any client or prospective client upon request.

Item 12. Brokerage Practices

AlphaMetrix monitors its cash managers to ensure that they are selecting broker-dealers that make reasonable efforts to obtain best price and execution and take into account such relevant factors as:

- price;
- the broker-dealers facilities, reliability and financial responsibility;
- the ability of a broker-dealer to effect securities transactions, including timing, order size and execution of orders; and
- other services provided by the broker-dealer.

AlphaMetrix does not require its cash managers to solicit competitive bids or obtain the lowest available commission cost, as long as they determine in good faith that such commission or transaction cost is reasonable in relation to the value of brokerage, research or other services provided. AlphaMetrix periodically reviews its relationships with its cash managers to determine the effectiveness of their efforts to obtain best execution.

Currently, AlphaMetrix does not have any soft dollar arrangements, does not receive client referrals from broker-dealers or any third parties and does not recommend or accept client-directed brokerage requests.

When practical, client trades in the same security will be bunched in a single order (a “block”) in an effort to obtain best execution at the best security price available. When employing a block trade, client assets are invested by day-end as managers selected by AlphaMetrix for the Platform Cash Accounts often purchase securities available within a broker-dealer’s inventory. Allocations of these securities will be determined before or at the time the trade is executed by the broker-dealer unless the manager purchases a security with a future settlement date, in which case client accounts will receive their allocation of securities on settlement date based on cash availability or liquidity considerations of the client. AlphaMetrix expects this trade aggregation

and allocation policy to be applied consistently. However, if application of this policy results in unfair or unreasonable treatment to some or all clients, we may deviate from the policy.

Item 13. Review of Accounts

AlphaMetrix monitors the performance generated and the instruments purchased by the cash managers (including by AlphaMetrix itself when acting in the role of cash manager). AlphaMetrix or the managers it selects for the Platform Cash Accounts will generally monitor the weekly and monthly (and, when appropriate, daily) statements of the cash management activity for the Platform Cash Accounts. AlphaMetrix has discretion to determine not to engage in active cash management for the Platform Cash Accounts. AlphaMetrix also has the authority to terminate any manager for any reason. The Chief Risk Officer and his employees have primary responsibility for conducting periodic account reviews.

AlphaMetrix reports the value of each Platform Cash Account to the applicable Platform on each value date (no less frequently than monthly). Each Fund provides written reports to investors on a monthly basis as to the value of the investor's interest as of the end of the period and as of the end of the previous period and such other material information as AlphaMetrix may deem appropriate. Each Platform also annually furnishes to each investor audited financial statements relating to the Platform and the applicable Fund and Master Fund. These reports show investors their *pro rata* share of the Platform Cash Account (if applicable).

Certain investors may receive position transparency with respect to the Platform Cash Account. Any enhanced position transparency granted to certain investors could materially adversely affect other investors. Investors with enhanced position transparency and additional information not available to other investors could have an advantage in determining whether to make subscriptions or withdrawals from the Fund.

Item 14. Client Referrals and Other Compensation

AlphaMetrix does not receive economic benefits from non-clients for providing investment advice and other advisory services to the Platform Cash Accounts. However, the Platforms are introduced to a number of their investors through the Trading Advisors themselves. While the Trading Advisors are generally not compensated for any such referrals, in certain cases they may receive such compensation, which would be disclosed to investors in the applicable Fund. In addition, regardless of any compensation arrangements, it is reasonable to assume that AlphaMetrix has an incentive to select Trading Advisors that it believes will be able to refer significant amounts of capital to the Platforms.

In selecting selling agents for the Platforms, AlphaMetrix has a conflict of interest between choosing those selling agents that are the most knowledgeable in the area and will only introduce suitable clients and otherwise behave responsibly, on the one hand, and selecting those selling agents that will both require the lowest placement fees and also introduce the largest number of clients, on the other hand.

Item 15. Custody

Under Rule 206(4)-2 of the Investment Advisers Act of 1940, AlphaMetrix is deemed to have custody of the securities and other assets of the Funds even though AlphaMetrix does not physically hold the securities and other assets, and such securities and assets are not held or registered in AlphaMetrix's name. AlphaMetrix is exempt from many of the provisions of Rule 206(4)-2 because the Funds are audited in accordance with U.S. generally accepted accounting principles on an annual basis by an independent public accountant that is registered with, and subject to regular inspection by, the Public Company Accounting Oversight Board. Audited financial statements are distributed to each investor in the Funds within 120 days of the end of each Fund's fiscal year (180 days in the event of a Fund that is a fund of funds).

Item 16. Investment Discretion

Pursuant to the sponsor agreement and limited liability company agreement of the Platforms, we have discretionary authority to manage the Platform Cash Account and select its managers. These agreements generally include a power of attorney given by the Platforms to us. There are no limitations placed on this authority.

Please see Item 4 entitled "Advisory Business."

Item 17. Voting Client Securities

Not applicable. AlphaMetrix's investment advisory services are currently limited to selecting managers for the Platform Cash Accounts; consequently, AlphaMetrix does not vote client securities in that capacity.

Item 18. Financial Information

Not applicable.

PART 2B OF FORM ADV - BROCHURE SUPPLEMENT

Item 1. Cover Page

Name of Supervised Person:

Aleks Kins

ALPHAMETRIX, LLC
181 W. Madison St., 34th Floor
Chicago, Illinois 60602
312-267-8400
www.alphametrix.com

October 23, 2013

This Brochure Supplement provides information about the above named supervised person that supplements the AlphaMetrix, LLC Brochure (Form ADV Part 2A). You should have received a copy of that Brochure. Please contact us at (312) 267-8400 or AMLegal@alphametrix.com if you did not receive a copy of the AlphaMetrix, LLC Brochure or if you have any questions about the contents of this Brochure Supplement.

Item 2. Educational Background and Business Experience

Aleks Kins was born in 1971. Mr. Kins founded AlphaMetrix, LLC, which we refer to as the “Company,” in May 2005, and currently serves as its President and Chief Executive Officer. Mr. Kins was approved by the National Futures Association as a Principal and registered as an Associated Person of the Company on July 6, 2005. Mr. Kins has overseen the development of the Company’s proprietary software and electronic managed account futures platforms that provide transparency, advanced risk monitoring and efficient access to professional futures and derivatives traders.

Prior to founding the Company, Mr. Kins was the President and co-founder of Access Asset Management, a registered commodity pool operator and commodity trading advisor, from its formation in November 2000 through April 2005. Access Asset Management became RQSI/Access, a Chicago-based division of Ramsey Quantitative Systems, in August 2002. Initially, Mr. Kins’ primary focus at RQSI/Access was the creation and development of the Emerging CTA Index. The Emerging CTA Index allocated several hundred million dollars to over 100 commodity trading advisors and developed a reputation as a major incubator for commodity traders. In addition, Mr. Kins was instrumental in the development of customized alternative investment cells for several institutional investors as well as provided research and analysis to several fund of funds’ investment committees regarding the allocation of capital among commodity trading advisors.

Mr. Kins is frequently cited in industry publications as an authority in the realm of alternative investments and is regularly invited to speak at conferences on the subject of alternative investments.

Mr. Kins received a B.A. in Economics from Brown University in 1994 and holds a Series 3 (National Commodities Futures) license.

Item 3. Disciplinary Information

Mr. Kins has no legal or disciplinary events to report that would be material to a client’s or prospective client’s evaluation of the Company’s advisory business or the integrity of its management.

Item 4. Other Business Activities

Mr. Kins is also the founder of AlphaMetrix Alternative Investment Advisors, LLC, which we refer to as “AAIA,” an affiliate of the Company, and currently serves as its President and Chief Executive Officer. AAIA is registered with the National Futures Association as a commodity trading advisor. Mr. Kins was approved as a Principal and registered as an Associated Person of AAIA in November 2007. AAIA provides certain investment management and portfolio services to funds sponsored by the Company.

Mr. Kins is also the founder of AlphaMetrix360, LLC, which we refer to as “AM360,” an affiliate of the Company, and currently serves as its Chief Executive Officer and sole manager.

AM360 provides fund administration services both to funds sponsored by the Company and to unaffiliated funds.

Mr. Kins is not actively engaged in any other business or occupation that represents more than 10% of his time or income.

Item 5. Additional Compensation

No third party not a client of the Company provides any economic benefits to Mr. Kins for the provision of advisory services.

Item 6. Supervision

Mr. Kins, in his capacity as the President and Chief Executive Officer of the Company, makes all principal decisions regarding the investment advisory activities of the Company, sometimes in consultation with Charley Penna, the Company's Chief Risk Manager and interim Chief Compliance Officer. Mr. Penna can be contacted at 312-267-8400.

PART 2B OF FORM ADV - BROCHURE SUPPLEMENT

Item 1. Cover Page

Name of Supervised Person:

Charley Penna

ALPHAMETRIX, LLC
181 W. Madison St., 34th Floor
Chicago, Illinois 60602
312-267-8400
www.alphametrix.com

October 23, 2013

This Brochure Supplement provides information about the above named supervised person that supplements the AlphaMetrix, LLC Brochure (Form ADV Part 2A). You should have received a copy of that Brochure. Please contact us at (312) 267-8400 or AMLegal@alphametrix.com if you did not receive a copy of the AlphaMetrix, LLC Brochure or if you have any questions about the contents of this Brochure Supplement.

Item 2. Educational Background and Business Experience

Charley Penna was born in 1962. From May 2005 to the present, Mr. Penna is the Chief Risk Officer of AlphaMetrix, LLC, which we refer to as the “Company.” Effective September 10, 2013, Mr. Penna was also designated as the interim Chief Compliance Officer of the Company. He has over two decades of futures, options and equity market experience. He has been actively involved in designing, evaluating and implementing trading systems as a proprietary trader and commodity trading advisor in the futures and equity markets since 1997. Previously, Mr. Penna was an IOM Member of the Chicago Mercantile Exchange, where he was an independent options market-maker on the exchange floor and ran options execution desks for Crédit Agricole Futures and Credit Suisse First Boston.

Mr. Penna received a Bachelor of Business Administration degree in Accounting from Notre Dame University, South Bend, Indiana, in 1984.

Item 3. Disciplinary Information

Mr. Penna has no legal or disciplinary events to report that would be material to a client’s or prospective client’s evaluation of the Company’s advisory business or the integrity of its management.

Item 4. Other Business Activities

Mr. Penna is not actively engaged for compensation in any other business or occupation not disclosed in Item 2 above.

Item 5. Additional Compensation

No third party not a client of the Company provides any economic benefits to Mr. Penna for the provision of advisory services.

Item 6. Supervision

Mr. Penna’s investment advisory activities are supervised by Aleks Kins, the President and Chief Executive Officer of the Company. Mr. Kins can be contacted at 312-267-8400.