

ALPHAENGINE GLOBAL INVESTMENT SOLUTIONS, LLC

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DISCLOSURE BROCHURE

PART 2 OF FORM ADV

March 26, 2014

This Disclosure Brochure provides information about the qualifications and business practices of AlphaEngine Global Investment Solutions LLC (“AEGIS”). If you have any questions about the contents of this Brochure, please contact us at 972-608-9919. The information in this Brochure has not been approved or verified by the U.S. Securities and Exchange Commission (“SEC”) or by any state securities authority.

AEGIS is a registered investment adviser with the SEC. Registration of an Investment Adviser does not imply any level of skill or training. Additional information about AEGIS is also available on the SEC’s website at www.adviserinfo.sec.gov.

ITEM 2 – MATERIAL CHANGES

On July 28, 2010, the SEC published “Amendments to Form ADV” which amends the disclosure document that AEGIS provides to clients as required by SEC rules. This Disclosure Brochure dated March 24, 2014 (the “Brochure”) is a new document prepared according to the SEC’s new requirements and rules. As such, this Brochure is materially different in structure and requires certain new information that our previous brochure did not require.

AEGIS will provide and deliver to you a summary of any material changes to this and subsequent Brochures within 120 days of the close of the firm’s fiscal year. AEGIS may further provide other ongoing disclosure information about material changes as necessary. We will further provide you with an updated Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting Mr. Sanjay Muralidhar at 972.608.9919 or at spmuralidhar@alphaengine.net.

Additional information about AEGIS is also available via the SEC’s web site www.adviserinfo.sec.gov.

ITEM 3 -TABLE OF CONTENTS

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.....	2
ITEM 9 – DISCIPLINARY INFORMATION.....	3
ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS	3
ITEM 11 – CODE OF ETHICS	3
ITEM 12 – BROKERAGE PRACTICES.....	4
ITEM 13 – REVIEW OF ACCOUNTS	4
ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION	5
ITEM 15 – CUSTODY.....	5
ITEM 16 – INVESTMENT DISCRETION	5
ITEM 17 – VOTING CLIENT SECURITIES	<u>56</u>
ITEM 18 – FINANCIAL INFORMATION	6
ITEM 19 – MISCELLANEOUS ITEMS.....	6
BROCHURE SUPPLEMENTS	8

ITEM 4 – ADVISORY BUSINESS

AEGIS was founded in 2007 as a privately-held Texas limited liability company and is wholly-owned by Mcube Investment Technologies LLC (“Mcube”). AEGIS became a registered investment adviser in 2007. Mcube, a Texas limited liability company founded in 2002, is, in turn, majority-owned by Messrs. Sanjay Muralidhar and Arun Muralidhar.

AEGIS provides investment management and advisory services on a discretionary and non-discretionary basis to institutional clients, including pension and profit sharing plans and charitable organizations. In addition, AEGIS may provide pension fund consulting services. Services provided by AEGIS generally involve making recommendations on the allocation of its clients’ assets to various asset classes (equities, bonds, commodities, currencies, etc.), pursuant to a wide variety of investment styles (including hedging transactions). In some cases, AEGIS may directly invest residual cash from allocable client assets in short-term cash instruments and cash equivalents.

AEGIS provides investment management and advisory services by entering into investment advisory agreements with each client. Each agreement details a client’s investment objective, strategies and guidelines as well as acceptable risk parameters. In addition, each such agreement provides instructions on portfolio monitoring and reporting as well as guidelines relating to execution and other matters relating to brokerage.

Generally, AEGIS will execute transactions based upon the client’s written instructions or investment policy guidelines. However, in some cases AEGIS’s clients may execute the recommendations made by AEGIS either directly or through an implementation manager that is responsible for managing the execution for such clients.

Generally, AEGIS’ client relationships may be terminated without penalty upon between fourteen (14) and sixty (60) days’ prior written notice by either party or as otherwise specifically set forth in the relevant investment advisory agreement. Investment advisory agreements cannot be assigned by either party.

As of March 26, 2014, AEGIS managed \$300,000,000 AUM (notional) on a discretionary basis and \$0 AUM on a non-discretionary basis.

ITEM 5 – FEES AND COMPENSATION

Fees are negotiated and agreed upon on a case by case basis with each client. Management fees are determined by considering a variety of factors, including, but not limited to, the contemplated investment strategy, the type of assets to be managed, the intensity or depth of the analysis required, whether the arrangement is advisory or discretionary, and the size of the pool of assets.

AEGIS offers its management and advisory services for fees that are (i) computed as a percentage of assets under management (“AUM”), (ii) fixed, or (iii) performance-based. Most fee arrangements typically include a combination of percentages of AUM and performance-based fees. Fixed fees are prorated for partial periods.

Fees (including computed as a percentage of AUM, performance-based and/or fixed fees) are generally paid quarterly in arrears depending on the type of account as set forth in the written investment advisory agreement. To the extent services are not rendered and fees are paid in advance, clients are entitled to refunds on a pro rata basis.

ITEM 6 – PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

AEGIS typically receives performance-based compensation only from qualified clients. In such cases, performance-based compensation arrangements are reasonably designed to comply with Rule 205-3 under the Investment Advisers Act of 1940, as amended (the “Advisers Act”).

Performance-based compensation generally ranges from between 15% and 25% of investment profits based on gross returns. In some instances, performance-based compensation is paid based on a percentage of the investment performance in excess of a given benchmark that captures the nature of the mandate.

The payment of performance-based compensation may create the incentive for a manager to which client assets have been allocated to make riskier investments than would be the case if this type of compensation was not paid.

ITEM 7 – TYPES OF CLIENTS

AEGIS serves a variety of institutional clients, primarily pension and profit sharing plans. AEGIS generally requires a minimum (notional) account size of \$50 million, but this amount is negotiable on a case by case basis depending upon the specifics of the mandate.

ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

AEGIS provides advice on a broad range of assets and uses a systematic approach to analyzing the likely performance of such assets/securities based on a multi-factor approach using fundamental, technical, sentiment and economic indicators.

AEGIS uses a systematized approach in managing client accounts. A proprietary model, using the AlphaEngine® technology, uses quantitative inputs as part of its asset class/sector, and currency allocation methodology. On occasion, additional qualitative inputs which include analyses of markets that may not have been captured by such models (e.g., political or natural events) may be also introduced. Final recommendations are based on an aggregate assessment of all such factors for each asset.

AEGIS follows a disciplined quantitative investment strategy, with the potential for qualitative inputs to enhance implementation. Its strategy is grounded in the belief that all assets, securities and managers are influenced by a host of economic, sentiment and seasonal factors and that developing quantitative processes to overweight and underweight assets based on such factors leads to better portfolio construction. These indicators have been incorporated into rigorous systems and decision rules using the AlphaEngine® system that then evaluates the current market environment and the potential for assets to perform well/poorly in the context of the overall portfolio.

In addition to financial media, research prepared by others, annual reports, prospectuses, filing with the SEC, AEGIS uses information gathered from industry conferences, AEGIS's own proprietary factor analysis, and academic and non-academic research related to investment management.

ITEM 9 – DISCIPLINARY INFORMATION

Registered investment managers are required to disclose all material facts regarding any disciplinary or legal events that would be material to your evaluation of AEGIS or the integrity of AEGIS' management. AEGIS is not currently, and has never been, a party to any legal disciplinary action.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

AEGIS is an independently-owned and managed institutional asset management firm and has no financial industry relationships or affiliations and engages in no other business lines.

ITEM 11 – CODE OF ETHICS

AEGIS advises clients on asset classes, sectors, currencies and the selection of unaffiliated managers, and, under limited circumstances, securities in which to directly invest. In the course of offering these services, AEGIS may invest in or allocate client assets to ETFs. On occasion, related persons of AEGIS may also purchase securities or make allocations to managers for the benefit of their personal investment account(s).

Code of Ethics

The AEGIS Code of Ethics (the "Code") prohibits all employees from acquiring or disposing of a direct or beneficial interest in any securities held on behalf of clients as well as any trading in client securities. The Code further prohibits any trading that benefits from advice given or to be given or in investments made or to be made by AEGIS on behalf of its clients

The Code is reasonably designed to meet the requirements established by Rule 204A-1 under the Advisers Act. All employees of AEGIS are required to acknowledge their receipt and understanding of the Code as a condition of employment and sign an annual certification stating that they (i) have read and understand the Code, and (ii) will report their investment activities on a quarterly basis to facilitate compliance with the Code. The Code also encourages employees to report to the Chief Compliance Officer any suspected violations of the Code, places limits on the dollar value of gifts employees can receive, and provides for sanctions for Code violations. A copy of the Code is available to all clients and prospective clients upon request directed to Mr. Sanjay Muralidhar at 972.608.9919 or spmuralidhar@alphaengine.net.

AEGIS personnel are prohibited by company policy, AEGIS's Code of Ethics, and AEGIS's Insider Trading Policies, from sharing non-public information about its institutional clients' accounts or investments or acting in a manner that might have any appearance of self-dealing with a client.

ITEM 12 – BROKERAGE PRACTICES

AEGIS normally has authority to supervise and direct investments for the client's account without prior consultation with the client. Pursuant to this discretionary authority, AEGIS will normally determine which securities are bought and sold for the account, and the total amount of such purchases and sales. AEGIS's authority is typically subject to the conditions imposed by the clients. For example, the client may set up the prime broker and specific account in the client's name where all trades are required to be placed based upon prior agreement between the client and the broker including the commission rates and margin requirements, or the client restricts the total exposure allowed, or list of asset classes and contracts allowed to be traded.

AEGIS's overriding objective in effecting portfolio transactions is to seek to obtain the best combination of net price and execution. The best net price, giving effect to brokerage commission, if any, and other transaction costs, is normally an important factor in this decision, but a number of other judgmental factors may also enter into the decision. Generally, AEGIS will execute the trades for each client in a separate prime brokerage account opened and maintained by the client in its own name. Therefore, the transactions costs and other aspects like margin requirements are agreed upon by the client and the broker or dealer selected. AEGIS will provide feedback to the client on the various services provided by such broker/dealer from time to time and as information arises, but does not undertake any detailed review of transactions costs, execution, etc.

AEGIS does not engage in any soft dollar arrangements.

ITEM 13 – REVIEW OF ACCOUNTS

On at least an annual basis, AEGIS' senior investment professionals conduct a comprehensive review of every client's account. AEGIS uses account diagnostics, performance attribution and risk analysis in conducting such reviews. AEGIS generally will establish jointly with all clients procedures for the formal review of the client's portfolio. These formal reviews occur annually at a minimum, and are conducted either telephonically or in person either at the offices of AEGIS or the client. Also, as part of such formal reviews, AEGIS generally will review past performance.

AEGIS requires at least one senior investment professional to conduct ongoing reviews of client accounts. Reviewers typically consist of the CIO, research staff and portfolio managers. The reviewers examine a number of measures, such as performance and risk statistics. In addition, it is the responsibility of each reviewer to monitor portfolio guidelines and constraints on an ongoing basis where AEGIS has undertaken implementation responsibilities or duties under the client investment advisory agreement. AEGIS requires that each reviewer hold primary responsibility for a targeted maximum of 30 portfolios. Clients receive quarterly reports from AEGIS which detail the

client's performance for the most recent quarter and highlights factors that might have influenced performance during that period.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

AEGIS does not engage in any soft dollar arrangements and typically uses broker/dealers selected or approved by the clients and executes trades in the clients' accounts at such broker/dealers.

An independent solicitor may also be compensated for direct marketing efforts within any state in which it is lawful to do so and upon certain disclosures to the client. Disclosure requirements comply with Rule 206(4)-3 under the Investment Advisors Act. The cost of any such compensation is borne by AEGIS. The advisory fees paid by the client are not increased.

An employee of AEGIS may also receive compensation directly or indirectly for any client referrals. Such indirect compensation would occur where some part of the profits of the registrant are pooled with the profits of its parent company (Mcube Investment Technologies LLC) and other subsidiaries of the parent company and may then be distributed to all employees of the Parent company and all subsidiaries in a formula-based profit sharing scheme. Consequently, there may be indirect compensation for client referrals going to these affiliated companies and their management/staff.

ITEM 15 – CUSTODY

AEGIS currently has no custody of its clients' assets. Clients customarily select and engage their own custodians without prior consultation with AEGIS.

ITEM 16 – INVESTMENT DISCRETION

AEGIS generally receives discretionary authority from the institutional client at the outset of an advisory relationship pursuant to a governing investment management agreement to manage such clients' assets. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives, guidelines, and restrictions for such client account.

AEGIS observes the investment policies, limitations and restrictions of the clients for which it manages assets. Investment guidelines and restrictions must be provided to AEGIS by our clients in writing.

ITEM 17 – VOTING CLIENT SECURITIES

Unless otherwise agreed to in writing, AEGIS does not vote client proxies.

ITEM 18 – FINANCIAL INFORMATION

Registered investment advisers are required to provide you with certain financial information or disclosure about their financial condition. AEGIS has no financial commitment that impairs its ability to meet contractual and/or fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding.

ITEM 19 – MISCELLANEOUS ITEMS**Disaster Recovery & Business Continuity**

AEGIS has adopted and implemented a disaster recovery and business continuity plan. AEGIS has multiple work locations in different geographical regions. Hence in the case of a disaster at one of these locations, AEGIS will be able to allow staff to work from remote locations convenient to staff (home or other locations with appropriate connectivity) or reassign staff at or to another location that is capable of assuming and executing responsibility on behalf of client accounts.

As part of AEGIS' document retention and disaster recovery policy, AEGIS regularly makes backup copies of the files that staff use for their ongoing responsibilities. Email system management is outsourced to a third party that provides ongoing disaster recovery services and retention of all emails sent and received by AEGIS.

AEGIS staff also uses a software solution to model the investment strategies applicable to each client. This software is deployed on multiple environments so that any service interruption triggers a switch to a back-up server and service is restored in short order.

Most of these facilities can also be accessed via the internet (with the appropriate security, passwords, etc.) so that in case of any disruption to an office location, staff can work from other locations including homes as long as they have internet access.

Individual laptops and work stations are backed up from time to time and all client-sensitive documents are retained in multiple locations and formats (physical and electronic) to avoid any loss of data and documents.

Privacy Policy

AEGIS emphasizes to its employees the confidential nature of client information and the high level of importance we place on maintaining confidentiality. It restricts access to non-public personal

information about our clients to those employees who need to know that information. To the extent AEGIS outsources processing functions and support services to unaffiliated third parties, it limits the information available to them to information necessary or appropriate to offer such processing and support services. In addition, AEGIS requires that third parties holding information provided by AEGIS hold such information in confidence subject to agreed upon security standards and only for approved purposes.

General Education and Business Standards

AEGIS generally requires that any employee involved in providing investment advice have a minimum of a four (4) year college degree, with ideally an advanced degree in quantitative methods and/or finance. All senior management or supervisory employees that provide investment advice average many years of experience in the finance and investment industry.

BROCHURE SUPPLEMENT (COMBINED)

**ARUN MURALIDHAR
SANJAY MURALIDHAR
HARISH NEELAKANDAN**

ALPHAENGINE GLOBAL INVESTMENT SOLUTIONS, LLC

March 24, 2014

This Brochure Supplement provides additional information about AEGIS's principals, key officers and supervised persons that supplements our Disclosure Brochure above.

Additional information about the supervised persons listed in this Supplement may be available on the SEC's website at www.adviserinfo.sec.gov.

ARUN MURALIDHAR**ITEM 2- EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE****Arun Muralidhar**

Year of Birth: 1966

Education: Wabash College, B.A.; MIT Sloan School of Management, Ph D

- 2002- Present: Mcube Investment Technologies, LLC (Chairman)
- 2001-2008, FX Concepts (Managing Director)
- 1999-2001: JP Morgan Investment Management (Managing Director, Head of Currency Research)
- 1992-1999: World Bank Treasury (Head of Investment Research)

ITEM 3- DISCIPLINARY INFORMATION

None

ITEM 4- OTHER BUSINESS ACTIVITIES

Mcube Investment Technologies – Co-Founder

ITEM 5- ADDITIONAL COMPENSATION

None

ITEM 6 – SUPERVISION SUMMARY

Arun Muralidhar serves as AEGIS' Client Portfolio Manager and oversees the firm's marketing, sales and client interactions. Arun Muralidhar supports the other Co-CIOs to manage the portfolio, review and approve the models used in the firm's investment management activities, ensuring that they are consistent with the clients' objectives and guidelines, and supports the execution of these models, as a member of the Investment Committee. Also, AEGIS has adopted a compliance program, code of ethics, and related supervisory controls that governs all officers and staff. Each officer and staff confirms in writing that he or she has received and agrees to abide by AEGIS's code of ethics, compliance and governance standards. Arun Muralidhar may be contacted at +1 703 759 0264 regarding any general firm governance and supervision matters.

SANJAY MURALIDHAR**ITEM 2- EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE****Sanjay Muralidhar**

Year of Birth: 1962

Education: University of Bombay, B.Com; Chartered Accountant (India), University of Pennsylvania Wharton School, MBA.

Business Background:

- 2002-present, Mcube Investment Technologies, LLC (CEO)
- 2000 – 2002: Consultant
- 1998 – 1999: iVillage Inc. (Vice President, Finance)
- 1992-1998: Reader's Digest Association Inc, (various finance roles including Vice President - Finance; Controller, Director – Finance)
- 1987-1992: Bristol-Myers Squibb Corporation (various finance roles including Manager - Financial Analysis, Manager - Corporate Finance, Financial Analyst)

ITEM 3- DISCIPLINARY INFORMATION

None

ITEM 4- OTHER BUSINESS ACTIVITIES

Mcube Investment Technologies – Chief Executive Officer

ITEM 5- ADDITIONAL COMPENSATION

None.

ITEM 6 - SUPERVISION

Sanjay Muralidhar serves as AEGIS' Chief Compliance Officer (CCO), Chief Executive Officer and Co-CIO and as CCO oversees the firm's compliance and code of ethics programs. As Co-CIO Sanjay Muralidhar works with the other Co-CIO to manage the portfolio, review and approve the models used in the firm's investment management activities and supports the execution of these models. Also, AEGIS has adopted a compliance program, code of ethics, and related supervisory controls that governs all officers and staff. Each officer and staff confirms in writing that he or she has received and agrees to abide by AEGIS's code of ethics, compliance and governance standards. Sanjay Muralidhar may be contacted at +1 972 608 9919 regarding any general firm governance and supervision matters

HARISH NEELAKANDAN**ITEM 2- EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE****Harish Neelakandan**

Year of Birth: 1964

Education: Indian Institute of Engineering, B.S. Electrical Engineering; University of South Carolina, M.S. ; MIT Sloan School of Management, M.S. Management

Business Background:

- 2010-present, AlphaEngine Global Investment Solutions LLC (Co-CIO)
- 2004 – 2010: Campbell & Co. (Portfolio Manager & Head of Options)
- 2001 – 2004: FX Concepts (Portfolio Manager & Head of Options)
- 1999 - 2001: Caxton Associates LLC (Senior Trader, Options Group)
- 1994 -1999: Merrill Lynch & Co. (various roles including Vice President, Assistant Vice President, Associate, FX Options Trading)
- 1988 – 1992: Cognitive Systems Inc. (Project Manager, Software Engineer)

ITEM 3- DISCIPLINARY INFORMATION

None

ITEM 4- OTHER BUSINESS ACTIVITIES

None

ITEM 5- ADDITIONAL COMPENSATION

None.

ITEM 6 - SUPERVISION

Harish Neelakandan serves as AEGIS' Co-CIO and Head of Portfolio Management. As Co-CIO, Harish Neelakandan works with the other Co-CIO to manage the portfolio, review and approve the models used in the firm's investment management activities and supports the execution of these models. Also, AEGIS has adopted a compliance program, code of ethics, and related supervisory controls that governs all officers and staff. Each officer and staff confirms in writing that he or she has received and agrees to abide by AEGIS's code of ethics, compliance and governance standards. Harish Neelakandan may be contacted at +1 609 540 6809 regarding any general firm governance and supervision matters