

Twin Point Capital LLC

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October 26, 2015

This Brochure provides information about the qualifications and business practices of Twin Point Capital LLC. If you have any questions about the contents of this brochure, please contact Twin Point Capital LLC's Chief Compliance Officer ("**CCO**") Hamish Burt at (347) 594-5598 or by email at hb@twinpointcap.com.

The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission ("**SEC**") or by any state securities authority. Additional information about Twin Point LLC is also available on the SEC's website at: www.adviserinfo.sec.gov.

Twin Point Capital LLC's registration as an investment adviser does not imply that any of its principals or employees possess a particular level of skill or training in the investment advisory business or any other business.

Item 2: Material Changes

This is the initial Form ADV Part 2A filing for Twin Point Capital LLC and as such, there are no material changes to report.

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Item 4 - Advisory Business

Twin Point Capital LLC, a Delaware limited liability company ("Twin Point" or the "**Firm**"), was founded in August 2015. 29 Street LLC ("29 Street") is the sole owner of Twin Point. 29 Street, an SEC registered investment adviser, is wholly owned by LG Capital Investors LLC, which in turn is 100% owned by Mr. Lawrence Guffey. Twin Point does not currently provide investment advisory services but intends on offering such services to investment vehicles including private funds ("Funds"). The Firm will invest primarily in equity interests of privately held companies. Twin Point is currently registered with the SEC as a related adviser to 29 Street.

The Firm does not currently have regulatory assets under management.

Item 5 - Fees and Compensation

Fees and Expenses

Twin Point, on an annual basis, may charge a fee of up to 2.00% per year on certain assets under management which may be paid in advance or in arrears as provided in the offering documents for the Funds. Such fee may be waived or altered for specific Investors. In addition, it is expected that the Funds will be liable for Fund expenses such as legal and audit fees.

Item 6 - Performance Fees

An affiliate of Twin Point will generally receive an apportioned incentive interest distribution (the "**Incentive Interest Fee**") from investors in the investment vehicles it advises (the "**Investors**"). The affiliate, in its own discretion, may waive or reduce the Incentive Interest Fee for specific Investors. Compensation based on performance will only be charged in accordance with the provisions of Rule 205-3 under the Advisers Act, whereby each Investor that is charged an Incentive Interest Fee must be a "qualified client."

Item 7 - Types of Clients

While Twin Point does not currently have any clients, generally, clients of the Firm will be Funds that meet the exclusion from the definition of an investment company under Section 3(c)(7) of the Investment Company Act of 1940.

Item 8 - Methods of Analysis, Sources of Information, Investment Strategies, Risk of Loss

Methods of Analysis, Sources of Information and Investment Strategy

Twin Point will provide monitoring services with respect to investments made by the Funds it will advise (the "**Portfolio Companies**"). Additionally, where appropriate, Twin Point may also provide additional support:

- when requested by the representatives of the Funds, to serve on the board of directors or other governing body of the Portfolio Companies;
- make recommendations to the Funds with respect to any follow-on investments requested by the Portfolio Companies or otherwise made available to the Investors in the Portfolio Companies;

- make recommendations to the Funds whenever a corporate action is requested or required with respect to the Portfolio Companies, it being understood and agreed that Twin Point shall have no responsibility or authority to actually vote any security on behalf of the Funds; and
- make recommendations with respect to the timing of the sale of assets held by the Funds, including, without limitation, develop and assist in the execution of exit strategies to dispose of or otherwise monetize investments in the Portfolio Companies.

Risk of Loss

The following is a summary of certain material risks associated with Twin Point's investment strategies. As a summary, it is inherently incomplete and does not attempt to describe all of the risks associated with those strategies. More information regarding the risks associated with these investments are available in the offering documents for the Funds. Investing in securities involves a risk of loss that Investors should be prepared to bear.

Lack of Diversification

It is the intention of Twin Point to advise Funds which could each hold a single investment. As such, the investment strategy will likely not be widely diversified among sectors, industries, geographic areas or types of securities. In addition, those Funds will not be diversified among a wide range of issuers. Accordingly, the Funds may be subject to more rapid change in value than would be the case if they were required to maintain a wide diversification among companies or industry groups.

Dependence on Key Personnel

The success of the Funds depends in substantial part on the skill and expertise of the investment professionals of Twin Point. There can be no assurance that the investment professionals will continue to be employed by the Firm throughout the life of the Funds. The loss of key personnel could have a material adverse effect on an investment vehicle.

Lack of Operating History

Twin Point is a new entity with no operating history upon which Investors can evaluate its performance.

Lack of Liquidity

Due to the nature of investments made by the Funds there may not be a readily available liquidity mechanism at any particular time. As such, Investors should be aware that there may be limited opportunities for redemption during the term of the investment.

Non-U.S. Investment

Investing in non-U.S. companies which are generally denominated in non-U.S. currencies involves certain considerations comprising both risks and opportunities not typically associated with investing in U.S. companies. These considerations include changes in exchange rates and exchange control regulations, political and social instability, expropriation, imposition of foreign taxes, less liquid markets and

less available information than is generally the case in the U.S., higher transaction costs, less government supervision of exchanges, brokers and issuers, greater difficulty in enforcing contractual obligations, lack of uniform accounting and auditing standards and greater price volatility.

Item 9 - Disciplinary Information

Neither Twin Point nor any of our management personnel are subject to or have in the past been subject to any criminal or civil action in any domestic or foreign court, and neither Twin Point nor any of our management personnel have been subject to any administrative proceedings before the SEC or any other state, federal or foreign financial regulatory authority.

Item 10 - Other Financial Industry Activities and Affiliations

As stated above, Twin Point is owned by 29 Street LLC, a registered investment adviser.

It is expected that an affiliate of the Firm will act as the general partner or in a similar capacity ("General Partner") in the Funds that the Firm advises.

Twin Point as well as its owners, principals, employees and other clients, as well as their respective affiliates and family members, may engage in business ventures and activities that are not made available to clients of Twin Point.

Twin Point may provide advice or make recommendations concerning the Portfolio Companies or other investments even where Twin Point and/or its owners, principals, employees and other clients, as well as their respective affiliates and family members, has a substantial direct or indirect interest in the transaction in question. This presents a potential conflict of interest in that the General Partner is in the position to make recommendations or investment decisions that could be construed to favor its position or that of its affiliates to the potential detriment of other Fund investors. The Firm mitigates this conflict by making investment decisions that benefit all Fund investors irrespective of the interests held by the General Partner or its affiliates.

Item 11 - Code of Ethics, Participation/Interest in Client Transactions, Personal Trading

Code of Ethics Pursuant to Rule 204A-1 of the Advisers Act

Twin Point has adopted a Code of Ethics (the "**Code**") pursuant to Rule 204A-1 of the Advisers Act describing the high standard of business conduct and fiduciary duty to its clients, including an "**Employee Investment Policy**" for all employees. Twin Point's Code includes policies and procedures addressing our employees': (i) receipt and provision of gifts and entertainment; (ii) political contributions; and (iii) outside business activities including, in each case, limitations and reporting requirements. All employees must acknowledge the terms of the Code annually, or as amended. Twin Point will provide a copy of the Code to any client or prospective client upon request.

Participation/Interest in Client Transactions

While there are currently no regulatory assets under management, it is expected that Mr. Guffey will have a significant personal investment in the Funds that Twin Point advises. This could present a conflict of interest as the General Partner (or similar entity) will be in the position to make decisions that could be construed to be in the best interest of it or its affiliates as opposed to other investors. The Firm mitigates this conflict in that all decisions are made in the best interests of all Fund investors, irrespective of the interests held by the General Partner or its affiliates.

Personal Trading

Under the Code, execution of trades in certain personal securities by employees will require the prior written approval of Twin Point's Chief Compliance Officer ("**CCO**"). Unless such prior written approval is required under the Code, pre-clearance generally will not be necessary in respect of trades in securities that are not included on a conflict register maintained by the CCO or that are not otherwise prohibited under the Code.

Additionally, employees will be required to provide the CCO with periodic reporting relating to their trading activity and personal accounts.

Item 12 - Brokerage Practices

Currently, Twin Point intends to provide investment advisory services to the Funds on privately held securities. Accordingly, it does not expect to engage the services of broker dealers in the immediate future.

Item 13 - Review of Accounts

Review of Accounts

Twin Point will continually monitor the Funds' investment holdings. Additionally, a review of the investments may be triggered by any significant or unexpected event.

Client Reports

Twin Point shall furnish the Fund investors with any relevant records upon request. In addition, audited financial statements will be issued annually.

Item 14 - Client Referrals and Other Compensation

Twin Point does not currently utilize any third-party marketers or solicitors.

Item 15 - Custody

For purposes of Rule 206(4)-2 under the Advisers Act (the "**Custody Rule**"), Twin Point will be considered to have custody over the cash and marketable securities held in the Funds it will advise, as an affiliate of the Firm will act as the General Partner or

in a similar capacity. Accordingly, as stated above, the Funds will be subject to an annual audit.

The share certificates of the underlying investments owned by the Funds will be held at a Qualified Custodian. The Firm will use the "audit approach" to the Custody Rule and annually, will be subject to an audit. Twin Point will ensure that the audited financials are delivered to all Investors within 120 days of the Funds' fiscal year end.

Item 16 - Investment Discretion

While Twin Point does not currently have assets it advises, it is expected that the Firm will have investment discretion over the Funds it advises..

Item 17 - Voting Client Securities

Twin Point does not expect to participate in any proxy voting with respect to any investment. However, Twin Point may provide recommendations to the Funds whenever a corporate action is requested or required with respect to the Portfolio Companies.

Item 18 - Financial Information

Twin Point does not currently have any financial commitment that impairs the Firm's ability to meet contractual and fiduciary commitments to the Funds it expects to advise, and has not been the subject of a bankruptcy proceeding.