

**Item 1: Cover Sheet**

**INFORMATIONAL BROCHURE**

**CAMELOT FUNDS, LLC**

1700 Woodlands Dr.  
Suite 100  
Maumee, OH 43537



(419) 794-0538, (855) 277-3863  
(419) 794-0539 Fax

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**This brochure provides information about the qualifications and business practices of Camelot Funds, LLC. If you have any questions about the contents of this brochure, please contact Jennifer Rogers 419.794.0538 or [jenniferrogers@camelotportfolios.com](mailto:jenniferrogers@camelotportfolios.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. Camelot Funds, LLC is a registered investment adviser. Registration does not imply any certain level of skill or training.**

**Additional information about Camelot Funds, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

**Item 2:           Statement of Material Changes**

Camelot Funds, LLC is required to disclose any material changes to this ADV Part 2A here in Item 2. There are no material changes to report.

**Item 3: Table of Contents**

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## INFORMATIONAL BROCHURE

### CAMELOT FUNDS, LLC

#### **Item 4: Advisory Business**

Principally owned by Darren Munn, CFA, Camelot Funds, LLC (“Camelot Funds”) has been in business since November, 2013. Camelot Funds serves as the investment adviser to various investment companies (together the “Funds”).

The Funds seek to achieve their investment objectives by investing in a portfolio of equities, fixed income, and other securities both separately and as part of one or more strategies developed by Camelot Funds’ related advisor, Camelot Portfolios LLC (“Camelot Portfolios”).

#### Assets Under Management

As of the date of this brochure, Camelot Funds has no assets under management, as all assets are managed by Camelot Portfolios, LLC. Camelot Funds is a “relying advisor”, meaning its registration is reliant upon a registered affiliate, Camelot Portfolios.

*For additional discussion of the Funds, and their investment objectives and risks, please see response to Item 8.*

#### **Item 5: Fees and Compensation**

##### **A. Fees Charged/ Fee Schedule:**

The Funds are authorized to pay the firm a management fee of 1.00%, based on the Fund’s average daily net assets. Investors in the Funds bear their proportionate share of each Fund’s fees and expenses, including their pro rata share of the management fees. Information regarding the Funds, including a description of the services provided by management and the fees charged for those services, is generally contained in each Mutual Fund’s prospectus. A prospectus may be obtained from the firm’s Compliance Officer.

##### **B. Fee Payment**

Management fees will generally be debited directly from each Fund account. The Management fee is paid on a quarterly basis. Fees are calculated based on the value of the account(s) at the beginning (value at market close of prior billing period end) of each calendar quarter and are billed 1 quarter in advance.

##### **C. Other Fees**

There are a number of other fees that can be associated with holding and investing in securities. Each shareholder will bear its proportionate share of and expenses, including operating expenses, sales charges imposed on purchases, brokerage costs, transaction fees for the purchase or sale of other securities, and including commissions for the purchase or sale of a stock.

Please make sure to read Item 12 of this informational brochure, where we discuss broker-dealer and custodial issues.

**D. *Pro-rata Fees***

Due to the nature of the Funds, investors can commit to investing a specified amount into the Fund at any times. Investors are generally permitted to withdraw from a Fund or become an investor in a Fund at any time. Accordingly, if investors become clients during a billing period, they will pay management fees upon engaging Camelot Funds, based on the number of days left in the quarter. If an investor terminated our relationship during a billing period, you will be entitled to stop paying management fees the day the notice of termination is received. If the Funds terminate their relationship with us during a billing period, we will pro-rata the management fees based on the number of days left in the quarter. The Funds will be entitled to a refund of management fees for the remainder of the billing period. Once the Funds notice of termination is received, we will refund the unearned fees to the Fund in whatever way they direct (check, wire back to the account).

**E. Compensation for the Sale of Securities**

This item is not applicable, as neither Camelot Funds, nor any employee thereof receives any compensation for the sale of securities other than the investment advisory fees described elsewhere in this Item 5.

**Item 6: Performance-Based Fees**

Camelot Funds will not charge performance based fees.

**Item 7: Types of Clients**

Camelot Funds generally provides advisory services to investment companies. Investors in these investment companies are individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and other business entities. There is no account minimum for Camelot Funds, but each Fund may have a minimum amount.

**Item 8: Methods of Analysis, Investment Strategies and Risk of Loss**

For a more complete discussion of Camelot Fund's investment process, please refer to each individual Mutual Fund's prospectus.

As discussed in Item 4, Camelot Funds provides investment management services to investment companies. When managing the assets of an investment company, Camelot Funds creates and monitors a portfolio of investments designed to meet the investment guidelines of the investment company's prospectus and the investment management agreement between Camelot Funds and the investment company.

When a client engages Camelot Funds, the firm will review a client's portfolios, discuss the client's

investment objectives and risk tolerance as well as any potential investment restrictions, and plan a transition for the client's assets from their current accounts to accounts managed by the firm. Transition plans will involve the placement of each client's assets in an asset allocation strategy deemed appropriate by Camelot Funds. In many instances, but not always, the assets will be placed in the Camelot Portfolios proprietary strategies. These are described in the Camelot Portfolios Form ADV. These same strategies are the proprietary models to which other advisers gain access through Camelot Funds.

### **Principal Investment Strategies**

The Funds seek to achieve their investment objectives by investing primarily in the common and preferred stocks of domestic and foreign, including emerging market, small capitalization companies that are traded on a U.S. exchange, writing put options on such stocks, and writing covered call options on stocks held in its portfolio. The Funds write (sell) puts and covered calls in an attempt to generate increased income, reduce the volatility of the Funds and to enter and exit stock positions. The Funds will invest some or all of the notional value of the put options written in cash and/or short-term bonds to generate additional income. The Funds receives a premium from the purchaser of the call, which generates income for the Funds and may reduce the volatility of the Funds because the premium will reduce any losses on the underlying securities, but only by the amount of the premium.

Typically, the Funds will (i) hold the preferred or common stocks of approximately 25-100 small capitalization companies (defined by the Fund's advisor, Camelot Funds as companies with market capitalizations under \$4 billion) that are currently paying dividends or have the potential to pay dividend in the future, (ii) write an unlimited number of put options and call options on the stock held in its portfolio. Under normal market conditions, the Funds will invest at least 80% of their net assets, including borrowings for investment purposes, in the small capitalization investments. Small capitalization investments include common and preferred stock, and covered call and put options written on the stock of domestic and foreign, including emerging market, small capitalization companies.

The Funds rely on the analysis and professional judgment of the Camelot Funds. The Camelot Funds will select companies for investment by the Funds that it believes to be attractively valued and are a strong long-term total return investment opportunity for the Funds. This philosophy is based on a fundamental analysis of the companies in which the Funds invest and focus on current and potential future cash flow generation of the company. Camelot Funds may sell an investment when it determines that the price of a stock is greater than its value or when it identifies better investment opportunities for the Funds.

The Funds are classified as "non-diversified" for purposes of the Investment Company Act of 1940 (the "1940 Act"), which means that they are not limited by the 1940 Act with regard to the portion of its assets that may be invested in the securities of a single issuer.

### **Investment Restrictions**

The following investment restrictions are fundamental policies of the Funds and cannot be changed unless the change is approved by the lesser of (a) 67% or more of the shares present at a meeting of shareholders if the holders of more than 50% of the outstanding voting shares of that Fund are present or represented by proxy or (b) more than 50% of the outstanding voting shares of that Fund.

As a matter of fundamental policy, the Funds may not:

- (a) borrow money, except as permitted under the 1940 Act, and as interpreted or modified by regulatory authority having jurisdiction, from time to time;
- (b) issue senior securities, except as permitted under the 1940 Act, and as interpreted or modified by regulatory authority having jurisdiction, from time to time;
- (c) engage in the business of underwriting securities issued by others, except to the extent that the Fund may be deemed to be an underwriter in connection with the disposition of portfolio securities;
- (d) purchase or sell real estate, which does not include securities of companies which deal in real estate or mortgages or investments secured by real estate or interests therein, except that the Fund reserves freedom of action to hold and to sell real estate acquired as a result of the Fund's ownership of securities;
- (e) purchase or sell physical commodities or forward contracts relating to physical commodities;
- (f) make loans to other persons, except (i) loans of portfolio securities, and (ii) to the extent that entry into repurchase agreements and the purchase of debt instruments or interests in indebtedness in accordance with the fund's investment objective and policies may be deemed to be loans.
- (g) invest 25% or more of its total assets in a particular industry or group of industries other than other investment companies. This limitation is not applicable to investments in obligations issued or guaranteed by the U.S. government, its agencies and instrumentalities or repurchase agreements with respect thereto.

#### **Other Investment Policies**

The following investment policies are not fundamental and may be changed by the Board without the approval of the shareholders of the Fund:

- (a) The Funds will not invest more than 15% of their net assets in securities for which there are legal or contractual restrictions on resale and other illiquid securities. Rule 144A securities with registration rights are not considered to be illiquid;
- (b) The Funds will not purchase securities or evidences of interest thereon on "margin." This limitation is not applicable to short-term credit obtained by the Fund for the clearance of purchases and sales or redemption of securities, or to arrangements with respect to transactions involving futures contracts, and other permitted investments and techniques;
- (c) The Funds will not mortgage, pledge, hypothecate or in any manner transfer, as security for indebtedness, any assets of the Funds except as may be necessary in connection with permitted borrowings. The Funds will not mortgage, pledge or hypothecate more than 1/3 of its assets as collateral for such borrowing, and immediately after such borrowing the Funds shall maintain asset coverage of 300% of all borrowing. Margin deposits, security interests, liens and collateral arrangements with respect to transactions involving options, futures contracts, short sales, securities lending and other permitted investments and techniques are not deemed to be a mortgage, pledge or hypothecation of assets for purposes of this limitation;
- (d) The Funds will not purchase any security while borrowings (including reverse repurchase transactions) representing more than one third of its total assets are outstanding.

(e) Under normal market conditions, the Funds will invest at least 80% of their net assets, including borrowings for investment purposes, in small capitalization investments. Small capitalization investments include common stock and preferred stock, and covered call and put options written on the stock of domestic and foreign, including emerging market, small capitalization companies.

### **Temporary Defensive Positions**

From time to time, the Funds may take temporary defensive positions, which are inconsistent with the Funds' principal investment strategies, in attempting to respond to adverse market, economic, political, or other conditions. For example, the Funds may hold all or a portion of their assets in money market instruments, including cash, cash equivalents, U.S. government securities, other investment grade fixed income securities, certificates of deposit, bankers acceptances, commercial paper, money market funds and repurchase agreements. If the Funds invest in a money market fund, the shareholders of the Funds generally will be subject to duplicative management fees. Although the Funds would do this only in seeking to avoid losses, the Funds will be unable to pursue its investment objective during that time, and it could reduce the benefit from any upswing in the market. The Funds also may also invest in money market instruments at any time to maintain liquidity or pending selection of investments in accordance with its policies.

### ***Risk of Loss***

There are always risks to investing. Refer to the Fund prospectus for a more complete disclosure of risks. *Clients should be aware that all investments carry various types of risk, including the potential loss of principal that clients should be prepared to bear.* It is impossible to name all possible types of risks. Among the risks are the following:

- **Emerging Market Risk.** Emerging market countries may have relatively unstable governments, weaker economies, and less-developed legal systems with fewer security holder rights. Emerging market economies may be based on only a few industries and security issuers may be more susceptible to economic weakness and more likely to default. Emerging market securities also tend to be less liquid.
- **Common Stocks.** The Funds may invest in common stocks, which include the common stock of any class or series of domestic or foreign corporations or any similar equity interest, such as a trust or partnership interest. These investments may or may not pay dividends and may or may not carry voting rights. Common stock occupies the most junior position in a company's capital structure. The Funds may also invest in warrants and rights related to common stocks.
- **Closed-End Investment Companies.** The Funds may invest in "closed-end" investment companies (or "closed-end funds"), subject to the investment restrictions set forth below. The Funds, together with any company or companies controlled by the Funds, and any other investment companies having a sub-adviser as an investment adviser, may purchase only up to 10% of the total outstanding voting stock of any closed-end fund. Typically, the common shares of closed-end Fund are offered to the public in a one-time initial public offering by a group of underwriters who retain a spread or underwriting commission. Such securities are then listed for trading on a national securities exchange or in the over-the-counter markets. Because the common shares of closed-end funds cannot be redeemed upon demand to the issuer like the shares of an open-end investment company (such as the Funds), investors seek to buy and sell common shares of closed-end funds in the secondary market. The common shares of closed-end funds may trade at a price per share which is more or less than the NAV per share, the difference representing the "market premium" and the "market discount" of such common shares, respectively. There can be no assurance that a market discount on common shares of any closed-end fund will ever decrease. In fact, it is possible that this market discount may increase and the Funds may suffer realized or unrealized capital losses due to further decline in the market price of the securities of



such closed-end funds, thereby adversely affecting the NAV of that fund's shares. Similarly, there can be no assurance that the common shares of closed-end funds which trade at a premium will continue to trade at a premium or that the premium will not decrease subsequent to a purchase of such shares by the Funds. The Funds may also invest in preferred shares of closed-end funds. An investor in the Funds should recognize that he may invest directly in closed-end funds and that by investing in closed-end funds indirectly through the Funds he will bear not only his proportionate share of the expenses of the Funds (including operating costs and investment advisory and administrative fees) but also, indirectly, similar fees of the underlying closed-end funds. An investor may incur increased tax liabilities by investing in the Funds rather than directly in the underlying funds.

- **Business Development Companies (BDCs) and Special Purpose Acquisition Companies (SPACs).** The Funds may invest in BDCs and SPACs. Federal securities laws impose certain restraints upon the organization and operations of BDCs and SPACs. For example, BDCs are required to invest at least 70% of their total assets primarily in securities of private companies or in thinly traded U.S. public companies, cash, cash equivalents, U.S. government securities and high quality debt instruments that mature in one year or less. SPACs typically hold 85% to 100% of the proceeds raised from their IPO in trust to be used at a later date for a merger or acquisition. The SPAC must sign a letter of intent for a merger or acquisition within 18 months of the IPO. Otherwise it will be forced to dissolve and return the assets held in the trust to the public stockholders. However, if a letter of intent is signed within 18 months, the SPAC can close the transaction within 24 months. In addition, the target of the acquisition must have a fair market value that is equal to at least 80% of the SPAC's assets at the time of acquisition and a majority of shareholders voting must approve this combination with no more than 20% of the shareholders voting against the acquisition and requesting their money back. When a deal is proposed, a shareholder can stay with the transaction by voting for it or elect to sell his shares in the SPAC if voting against it. SPACs are more transparent than private equity as they may be subject to certain SEC regulations, including registration statement requirements under the Securities Act of 1933 and 10-K, 10-Q and 8-K financial reporting requirements. Since SPACs are publicly traded, they provide limited liquidity to an investor (i.e. investment comes in the form of common shares and warrants which can be traded). Other than the risks normally associated with IPOs, SPACs' public shareholders' risks include limited liquidity of their securities (as shares are generally thinly traded), loss of 0-15% of their investments (resulting from the SPACs operating costs) if no deals are made and lack of investment diversification as assets are invested in a single company.
- **Convertible Securities.** The Funds may invest in convertible securities, including debt securities or preferred stock that may be converted into common stock or that carry the right to purchase common stock. Convertible securities entitle the holder to exchange the securities for a specified number of shares of common stock, usually of the same company, at specified prices within a certain period of time. They also entitle the holder to receive interest or dividends until the holder elects to exercise the conversion privilege. The terms of any convertible security determine its ranking in a company's capital structure. In the case of subordinated convertible debentures, the holder's claims on assets and earnings are generally subordinate to the claims of other creditors, and senior to the claims of preferred and common stockholders. In the case of convertible preferred stock, the holder's claims on assets and earnings are subordinate to the claims of all creditors and are senior to the claims of common stockholders. As a result of their ranking in a company's capitalization, convertible securities that are rated by nationally recognized statistical rating organizations are generally rated below other obligations of the company and many convertible securities are not rated.
- **Preferred Stock.** The Fund may invest in preferred stock. Preferred stock, unlike common stock, offers a stated dividend rate payable from the issuer's earnings. Preferred stock dividends may be cumulative or non-cumulative, participating, or auction rate. If interest rates rise, the fixed dividend on preferred stocks may be less attractive, causing the price of the preferred stocks to decline. Preferred stock may

have mandatory sinking fund provisions, as well as call/redemption provisions prior to maturity, a negative feature when interest rates decline.

- **Warrants.** The Fund may invest in warrants. The Fund may purchase warrants issued by domestic and foreign companies to purchase newly created equity securities consisting of common and preferred stock. Warrants are securities that give the holder the right, but not the obligation to purchase equity issues of the company issuing the warrants, or a related company, at a fixed price either on a date certain or during a set period. The equity security underlying a warrant is authorized at the time the warrant is issued or is issued together with the warrant. Investing in warrants can provide a greater potential for profit or loss than an equivalent investment in the underlying security, and, thus, can be a speculative investment. At the time of issue, the cost of a warrant is substantially less than the cost of the underlying security itself, and price movements in the underlying security are generally magnified in the price movements of the warrant. This leveraging effect enables the investor to gain exposure to the underlying security with a relatively low capital investment. This leveraging increases an investor's risk, however, in the event of a decline in the value of the underlying security and can result in a complete loss of the amount invested in the warrant. In addition, the price of a warrant tends to be more volatile than, and may not correlate exactly to, the price of the underlying security. If the market price of the underlying security is below the exercise price of the warrant on its expiration date, the warrant will generally expire without value. The value of a warrant may decline because of a decline in the value of the underlying security, the passage of time, changes in interest rates or in the dividend or other policies of the company whose equity underlies the warrant or a change in the perception as to the future price of the underlying security, or any combination thereof. Warrants generally pay no dividends and confer no voting or other rights other than to purchase the underlying security.
- **Foreign Investment Risk.** Foreign investing involves risks not typically associated with U.S. investments, including adverse fluctuations in foreign currency values, adverse political, social and economic developments, less liquidity, greater volatility, political instability and differing auditing and legal standards.
- **Limited History of Operations.** The Fund is a new mutual fund and has a limited history of operations.
- **Management Risk.** The portfolio manager's judgments about the attractiveness, value and potential appreciation of particular stocks, options or other securities in which the Fund invests or sells short may prove to be incorrect and there is no guarantee that the portfolio manager's judgment will produce the desired results.
- **Market Risk.** Overall stock market risks may also affect the value of the Fund. Factors such as domestic economic growth and market conditions, interest rate levels and political events affect the securities markets.
- **Non-diversification Risk.** Because a relatively high percentage of a non-diversified Fund's assets may be invested in the securities of a limited number of companies that could be in the same or related economic sectors, the Fund's portfolio may be more susceptible to any single economic, technological or regulatory occurrence than the portfolio of a diversified fund.
- **Options Risk.** There are risks associated with the sale and purchase of call and put options. As the seller (writer) of a put option, the Fund will lose money if the value of the security falls below the strike price. As the seller (writer) of a covered call option, the Fund assumes the risk of a decline in the market price of the underlying security below the purchase price of the underlying security less the premium received, and gives up the opportunity for gain on the underlying security above the exercise option price.
- **Preferred Stock Risk.** The prices of preferred stock typically respond to interest rate changes, decreasing in value if interest rates rise and increasing in value if interest rates fall. Preferred stocks are also subject to credit risk, which is the possibility that an issuer of preferred stock will fail to make its dividend payments. Preferred stock prices tend to move upwards more slowly than common stock prices.

- **Security Risk.** The value of the Fund may decrease in response to the activities and financial prospects of an individual security in the Fund's portfolio.
- **Smaller Capitalization Stock Risk.** Smaller-sized companies may experience higher failure rates than larger companies. Smaller-sized companies normally have a lower trading volume than larger companies, which may tend to make their market price fall more disproportionately than larger companies in response to selling pressures. Smaller-sized companies may have limited markets, product lines or financial resources and may lack management experience.
- **Stock Market Value Risk.** Overall stock market risks may also affect the value of the Fund. Factors such as domestic economic growth and market conditions, interest rate levels and political events affect the securities markets.
- **Lower Rated or Unrated Securities.** Securities rated Baa by Moody's or BBB by S&P or lower, or deemed of comparable quality by Camelot Funds, may have speculative characteristics. Securities rated below investment grade, *i.e.*, below Baa or BBB, or deemed of comparable quality by Camelot Funds, have higher yields but also involve greater risks than higher rated securities. Under guidelines used by rating agencies, securities rated below investment grade, or deemed of comparable quality, have large uncertainties or major risk exposures in the event of adverse conditions, which features outweigh any quality and protective characteristics. Securities with the lowest ratings are considered to have extremely poor prospects of ever attaining any real investment standing, to have a current identifiable vulnerability to default, to be unlikely to have the capacity to pay interest and repay principal when due in the event of adverse business, financial or economic conditions, and/or to be in default or not current in the payment of interest or principal. Such securities are considered speculative with respect to the issuer's capacity to pay interest and repay principal in accordance with the terms of the obligations. Accordingly, it is possible that these types of factors could, in certain instances, reduce the value of such securities held by the Fund with a commensurate effect on the value of its shares. The secondary market for lower rated securities is not as liquid as that for higher rated securities. This market is concentrated in relatively few market makers and participants in the market are mostly institutional investors, including insurance companies, banks, other financial institutions and investment companies. In addition, the trading market for lower rated securities is generally lower than that for higher-rated securities, and the secondary markets could contract under adverse market or economic conditions independent of any specific adverse changes in the condition of a particular issuer. These factors may have an adverse effect on the Fund's ability to dispose of these securities and may limit its ability to obtain accurate market quotations for purposes of determining the value of its assets. If the Fund is not able to obtain precise or accurate market quotations for a particular security, it will become more difficult to value its portfolio, requiring them to rely more on judgment. Less liquid secondary markets may also affect the Fund's ability to sell securities at their fair value. The Fund may invest up to 15% of its net assets, measured at the time of investment, in illiquid securities, which may be more difficult to value and to sell at fair value. If the secondary markets for high yield debt securities are affected by adverse economic conditions, the proportion of the Fund's assets invested in illiquid securities may increase. In the case of corporate debt securities, while the market values of securities rated below investment grade and comparable unrated securities tend to react less to fluctuations in interest rate levels than do those of higher-rated securities, the market values of certain of these securities also tend to be more sensitive to individual corporate developments and changes in economic conditions than higher-rated securities. Price volatility in these securities will be reflected in the Fund's share value. In addition, such securities generally present a higher degree of credit risk. Issuers of these securities often are highly leveraged and may not have more traditional methods of financing available to them, so that their ability to service their debt obligations during an economic downturn or during sustained periods of rising interest rates may be impaired. The risk of loss due to default by such issuers is significantly greater than with investment grade securities because such securities generally are unsecured and frequently are subordinated to the prior payment of senior indebtedness.

Camelot Portfolios, LLC and the portfolio managers may also face a conflict of interest where it makes sense to add the mutual fund into a separately managed account strategy for the clients' benefit. As such, they would receive both the separately managed account strategy fee and the mutual fund advisor fee. Camelot Portfolios will typically limit separately managed account strategy exposure to less than 26% initial allocation. In this way the additional fee received by Camelot Portfolios is limited. Moreover, the fee is not an additional fee for the client, it is simply a management fee paid to the Fund of our firm rather than another selected fund.

Camelot Portfolios, LLC receives higher fees for recommending certain strategies over others and using stock strategies or higher allocation of stock strategies to manage your account. In addition it receives higher fees for strategies that maintain higher allocations to the mutual fund paid to Camelot from the internal fund expenses for advising. This creates a conflict of interest because Camelot Portfolios has a financial incentive to recommend strategies with higher fees. We attempt to mitigate this conflict of interest by performing periodic reviews of accounts, disclosing the conflict, and requiring that all investment recommendations have a sound basis for the recommendation. We also require employees to acknowledge their fiduciary responsibility toward each client.

**Item 9:           Disciplinary Information**

There are no disciplinary items to report.

**Item 10:           Other Financial Industry Activities and Affiliations**

**A. Broker-dealer**

Please see the response to Item 12.

**B. Futures Commission Merchant/Commodity Trading Advisor**

Neither the principal of Camelot Funds, nor any related persons are registered, or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

**C. Relationship with Related Persons**

This item is not applicable.

**D. Recommendations of other Advisers**

Camelot Funds occasionally recommends other advisers, but in no event will Camelot receive any compensation, directly or indirectly from those advisers.

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

A. A copy of our Code of Ethics is available upon request. Our Code of Ethics includes discussions of our fiduciary duty to clients, political contributions, gifts, entertainment, and trading guidelines.

B. Not applicable. Camelot Funds does not recommend to clients that they invest in any security in which Camelot Funds or any principal thereof has any financial interest.

C. On occasion, an employee of Camelot Funds may purchase for his or her own account securities which are also recommended for clients. Our Code of Ethics details rules for employees regarding personal trading and avoiding conflicts of interest related to trading in one's own account. To avoid placing a trade before a client (in the case of a purchase) or after a client (in the case of a sale), all employee trades must be reviewed by the Compliance Officer. All employee trades must either take place in the same block as a client trade or sufficiently apart in time from the client trade so the employee receives no added benefit. Employee statements are reviewed to confirm compliance with the trading procedures.

D. On occasion, an employee of Camelot Funds may purchase for his or her own account securities which are also recommended for clients at the same time the clients purchase the securities. Our Code of Ethics details rules for employees regarding personal trading and avoiding conflicts of interest related to trading in one's own account. To avoid placing a trade before a client (in the case of a purchase) or after a client (in the case of a sale), all employee trades must be reviewed by the Compliance Officer. All employee trades must either take place in the same block as a client trade or sufficiently apart in time from the client trade so the employee receives no added benefit. Employee statements are reviewed to confirm compliance with the trading procedures.

**Item 12: Brokerage Practices**

A. Recommendation of Broker-Dealer

Purchases and sales of securities on a securities exchange are effected by brokers, and the Funds pay a brokerage commission for this service. In transactions on stock exchanges, these commissions are negotiated. In the over-the-counter market, securities (e.g., debt securities) are normally traded on a "net" basis with dealers acting as principal for their own accounts without a stated commission, although the price of the securities usually includes a profit to the dealer. In underwritten offerings, securities are purchased at a fixed price, which includes an amount of compensation to the underwriter, generally referred to as the underwriter's concession or discount.

The primary consideration in placing portfolio security transactions with broker-dealers for execution is to obtain and maintain the availability of execution at the most favorable prices and in the most effective manner possible. Camelot Funds attempts to achieve this result by selecting broker-dealers to execute portfolio transactions on behalf of the Funds on the basis of the broker-dealers' professional capability, the value and quality of their brokerage services and the level of their brokerage commissions.

### Interactive Brokers

Securities transactions are generally cleared through Interactive Brokers LLC (“Interactive Brokers”), which is an SEC-registered broker-dealer, FINRA member and member of SIPC that provides a global online trading platform. Interactive Brokers generally executes and clears customer trades. Camelot Funds is independently owned and operated, and is not affiliated with or a related person of, Interactive Brokers. The commissions charged by Interactive Brokers are competitive with similarly situated retail broker-dealers offering the same variety of securities to clients. Clients are advised, however, that they may be able to effect transactions in securities through other broker-dealers at lower commissions rates, particularly with respect to securities listed on a national securities exchange or in the over-the-counter market.

Although commissions paid on every transaction will, in the judgment of Camelot Funds, be reasonable in relation to the value of the brokerage services provided, under the Management Agreement and as permitted by Section 28(e) of the Securities Exchange Act of 1934, Camelot Funds may cause the Funds to pay a commission to broker-dealers who provide brokerage and research services to Camelot Funds for effecting a securities transaction for the Funds. Such commission may exceed the amount other broker-dealers would have charged for the transaction, if Camelot Funds determines in good faith that the greater commission is reasonable relative to the value of the brokerage and the research and investment information services provided by the executing broker-dealer viewed in terms of either a particular transaction or Camelot Fund’s overall responsibilities to the Fund and to their other clients. Such research and investment information services may include advice as to the value of securities, the advisability of investing in, purchasing or selling securities, the availability of securities or of purchasers or sellers of securities, furnishing analyses and reports concerning issuers, industries, securities, economic factors and trends, portfolio strategy and the performance of accounts, and effecting securities transactions and performing functions incidental thereto such as clearance and settlement.

### Research and Other Soft Dollar Benefits

Camelot Funds may receive additional benefits (soft dollar benefits) from Interactive Brokers such as electronic delivery of client information, electronic trading platforms, institutional trading support, proprietary and/or third party research, continuing education, practice management advice, and other services provided by custodians for the benefit of investment advisory clients.

The receipt of additional benefits may give us an incentive to require that you maintain your account with Interactive Brokers based on our interest in receiving these services rather than your interest in receiving the best value and the most favorable execution of your transactions. This is a conflict of interest. We believe, however, that our selection of Interactive Brokers as clearing broker is in the best interests of our clients. Our belief is primarily supported by the scope and quality of services Interactive Brokers provides to our clients and not services that benefit only us. Additionally, these benefits are offered to all investment advisers that use Interactive Brokers for brokerage and execution services and not just our firm.

To mitigate the existence of this conflict, on a periodic basis, we conduct a best execution review considering the full range and quality of Interactive Brokers’ services, including execution quality, commission rate, the value of research provided, financial strength and responsiveness to our requests for trade data and other information. Our obligation is not necessarily to get the lowest price but to obtain the best qualitative execution.

Separately managed accounts might have similar or the same investment objectives or strategies, or otherwise hold, purchase, or sell securities that are eligible to be held, purchased or sold by other accounts. Because Camelot acts as a portfolio manager to one or more mutual funds, Camelot will know the size, timing and possible market impact of such fund's trades. It is theoretically possible that Camelot could use this information to the advantage/detriment of other accounts they manage. WE attempt to mitigate this conflict by performing periodic reviews of accounts, disclosing the conflict, and requiring block trades where possible.

A potential conflict of interest may arise as a result of the portfolio manager's management of a number of accounts with similar investment guidelines. On rare occasions, an investment opportunity may be suitable for more than one account, managed by Camelot, but may not be available in sufficient quantities for both the Fund and other accounts to participate fully. Similarly, there may be limited opportunity to sell an investment held by more than one account. Whenever decisions are made to buy or sell securities on behalf more than one account simultaneously, Camelot will allocate the securities transactions in a manner it believes to be equitable under the circumstances. As a result, there may be instances where one account may not participate in a transaction that is allocated among other accounts or that an account may not be allocated the full amount of securities sought to be traded. While this allocation policy could have a detrimental effect on the price or amount of the securities available to a particular account from time to time, it is the opinion of Camelot that the overall benefits outweigh any disadvantages that may arise from this practice.

**B. Aggregating Trades**

Not Applicable.

**Item 13: Review of Accounts**

Camelot Funds reviews the performance of each fund and updates the valuations of each investment on a daily basis, as all investments are in publicly traded companies. The annual report in writing provided by Camelot Funds is intended to review asset allocation.

**Item 14: Client Referrals and Other Compensation**

**A. Economic Benefit Provided by Third Parties for Advice Rendered to Client.**

*Please refer to Item 12, where we discuss recommendation of Broker-Dealers.*

**B. Compensation to Non-Advisory Personnel for Client Referrals.**

Not Applicable.

**Item 15: Custody**

Camelot Funds has custody of client funds through its management of the Funds. The Funds are audited by BBD, LLP.

**Item 16: Investment Discretion**

The following investment restrictions are fundamental policies of the Funds and cannot be changed unless the changes is approved by the lesser of (a) 67% or more of the shares present at a meeting of shareholders if the holders of more than 50% of the outstanding shares of that Fund are present or represented by proxy or (b) more than 50% of the outstanding voting shares of that fund.

Please see response to Item 8 above regarding investment discretion.

**Item 17: Voting Client Securities**

Camelot Funds will have discretion to vote proxies related to any publicly traded portfolio company. Each proxy will be voted on according to each Funds' Proxy Voting Policies and Procedures. Copies of our Proxy Voting Policies and Procedures are available upon request. Copies of our Proxy Voting Records (records showing how each proxy we received has been handled) are available upon request.

**Item 18: Financial Information**

Under no circumstances do we require or solicit payment of fees in excess of \$1200 per account and more than six months in advance of services rendered. Therefore, we are not required to include a financial statement.