

Munakata Associates LLC

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This Brochure provides information about the qualifications and business practices of Munakata Associates LLC. If you have any questions about the contents of this Brochure, please contact us at 914-310-9863. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Munakata Associates LLC also is available on the SEC's website at www.adviserinfo.sec.gov.

References herein to Munakata Associates as a “registered investment adviser” or any reference to being “registered” does not imply a certain level of skill or training.

Item 2 – Material Changes

This Item only discusses specific material changes that are made to the Brochure and provides clients with a summary of such changes since the last brochure on March 6, 2024. The first Brochure was filed with the SEC by Munakata Associates LLC on March 16, 2017 as a “New-Formed Adviser” relying on Rule 203A-2(c). On July 22, 2017, the firm withdrew its eligibility for registration as it did not reach the asset threshold to remain registered. Munakata Associates LLC applied on February 23, 2018 for “Adviser” status relying on Rule 203A-2(c) due to the sustained and anticipated growth in its assets under management. Munakata Associates is eligible for SEC investment adviser registration as a “Mid-Sized Advisory Firm” and filed that Brochure on July 10, 2018.

Please see Item 12 and Item 15 for clarifications and new details.

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Item 3 - Table of Contents

Item 1	Cover Page	1
Item 2.	Material Changes	2
Item 3.	Table of Contents	3
Item 4.	Advisory Business	4
Item 5.	Fees and Compensation	4
Item 6.	Performance-Based Fees and Side-by-Side Management	5
Item 7.	Types of Clients	5
Item 8.	Methods of Analysis, Investment Strategies and Risk of Loss	5
Item 9.	Disciplinary Information	6
Item 10.	Other Financial Industry Activities and Affiliations	6
Item 11.	Code of Ethics	6
Item 12.	Brokerage Practices	6
Item 13.	Review of Accounts	7
Item 14.	Client Referrals and Other Compensation	7
Item 15.	Custody	7
Item 16.	Investment Discretion	7
Item 17.	Voting Client Securities	8
Item 18.	Financial Information	8

Item 4 – Advisory Business

- A. Munakata Associates LLC (“Munakata Associates” or “Munakata”) is an SEC-registered investment advisor under the “Mid-Sized Advisory Firm registration category. Mr. Ichiro Munakata is the President and sole owner of Munakata Associates.
- B. Munakata Associates provides general investment advisory services for clients. Individual accounts are managed directly by a Munakata Associates investment advisor.
- C. Accounts managed by a Munakata Associates investment advisor are tailored to meet the needs of the client by determining those needs through ongoing discussions regarding risk tolerance, investment goals, personal economic facts, personal demographic facts, and other personal preferences of the client. Clients are also free to impose restrictions upon investing in certain securities or types of securities.
- D. Munakata Associates does not offer wrap fee programs.
- E. As of September 30, 2024, Munakata Associates has total assets of approximately \$63,646,626 under discretionary management.

Item 5 – Fees and Compensation

- A. Investment management fees are calculated as a percentage of net asset values of portfolios under management. All fees are negotiated on a case-by-case basis. Rates are determined based upon the dollar amount in the account. Munakata Associates’ fee schedule:

- 1% up to \$5 million
- 0.5% up to \$10 million
- 0.25% up to 20 million
- 0.125% over \$20 million

The specific manner in which fees are charged by Munakata Associates is established in a client’s written advisory agreement with Munakata Associates.

- B. Munakata Associates bills its management fees to clients on a quarterly basis in arrears. Fees are invoiced and sent to the client who then remit either a check or wire to Munakata Associates. Management fees shall be prorated for each capital contribution and withdrawal made during the applicable calendar quarter (with the exception of de minimis contributions and withdrawals). Accounts initiated or terminated during a calendar quarter will be charged a prorated fee.
- C. Clients may incur certain charges imposed by custodians, brokers, and other third parties such as fees charged by custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire

transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

- D. Clients pay quarterly management fees in arrears. Upon termination of any account, any earned, unpaid fees will be due and payable.
- E. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a respective fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to Munakata Associates' management fee. Clients may purchase investment products that are recommended by Munakata Associates through other brokers. Clients are free to use any broker of their choice.

Item 6 – Performance-Based Fees and Side-By-Side Management Munakata Associates

Munakata Associates does not enter into performance fee arrangements with clients.

Item 7 – Types of Clients

Munakata Associates provides portfolio management services to high net worth individuals, charitable foundations and trusts.

No minimum dollar value of assets is required for opening or maintaining an account.

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

- A. Munakata Associates uses many different investment strategies, and methods of investment analysis in formulating investment advice. Securities analysis techniques used include charting, both fundamental and technical analysis, and cyclical analysis. The formulation of investment strategies is based upon the needs, goals, and risk tolerance of the client. Once a strategy has been agreed upon with the client, one or more forms of analysis are used in an effort to determine which securities are most appropriate to execute the strategy. Investing in securities involves risk of loss that client should be prepared to bear.
- B. The method of analysis or type of strategy does not eliminate market risk or the loss of principal. Market analysis can only produce a forecast of the direction of market values. There can be no assurances that a forecasted change in market value will materialize into actionable and/or profitable investment opportunities. The frequency of trading can effect investment performance through increased brokerage and other transaction costs and taxes.
- C. Munakata Associates does not recommend any particular type of securities. Investing in publicly traded securities involves market risk.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to a client's evaluation of the investment advisor. Munakata Associates has no disciplinary history to disclose.

An individual biography for Mr. Munakata may be found in the Munakata Associates' Form ADV Part 2B.

Item 10 – Other Financial Industry Activities and Affiliations

- A. Munakata Associates is not affiliated with a FINRA-registered broker-dealer has no plans to register; its sole advisor representative is not registered with a broker-dealer.
- B. Munakata Associates is not registered as a futures commission merchant, commodity pool operator, a commodity trading advisor or associated with any of the foregoing entities.
- C. Munakata Associates' primary business is that of operating an SEC-registered investment advisor; it has no other business relationships.
- D. Munakata Associates advisors do not recommend other investment advisors to clients.

Item 11 – Code of Ethics

- A. Munakata Associates has adopted a Code of Ethics for all advisory persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients pursuant to SEC Rule 204A-1. Munakata Associates' clients or prospective clients may request and receive a free copy of the firm's Code of Ethics by contacting Mr. Munakata at 914-310-9863 or ichiromunakata@gmail.com.
- B. Munakata Associates does not recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which Munakata Associates has a material financial interest.
- C. Munakata Associates do not invest or trade for their own accounts in securities which are recommended to and/or purchased for Munakata Associates' clients.
- D. Munakata Associates does not invest in the same securities as its clients. Munakata Associates' does not affect any principal transactions for advisory clients. Munakata Associates does not conduct agency cross securities transactions for advisory account clients.

Item 12 – Brokerage Practices

- A. Advisory clients are free to select any broker of their choice. Munakata Associates does not determine the amount of commissions charged on securities transactions in client accounts.

1. Research and Other Soft Dollar Benefits. Munakata Associates may receive complimentary research from clients' brokerage firms and/or custodians. Munakata Associates does not direct client transactions to a particular broker-dealer other than the one chosen by the client. Clients select the broker-dealer of their choice which is where their assets are held in custody. Munakata Associates does not engage in soft dollar transactions.
 2. Brokerage for Client Referrals. Munakata Associates does not receive client referral fees from broker-dealers or third-party managers.
 3. Directed Brokerage. Clients select the custodian or brokerage firm of their choice which is where their assets are held in custody. It is the Adviser's practice to allow clients to select the custodian or brokerage firm of their choice. Clients request and direct the Adviser to execute transactions in public markets with their designated custodian or brokerage firm. Advisory Persons, as authorized signers to client portfolio accounts, select investments and execute transactions in the client's respective accounts. The Adviser does not negotiate commissions or fees on behalf of clients in their custodian or brokerage firm accounts. As a result of clients selecting their own custodian or brokerage firm and directing client transactions to those parties they are likely to pay higher fees than if the Adviser participated in negotiating commissions or fees on their behalf. This practice of clients directing their transactions also limits the Adviser in its ability to obtain best execution and clients may receive less favorable prices.
- B. Munakata Associates does not aggregate the purchase or sale of securities for various client accounts. By not aggregating client orders in this manner the client may receive less favorable executions and incur additional costs. As stated above it is the Adviser's practice to allow clients to select the custodian or brokerage firm of their choice. Clients request and direct the Adviser to execute transactions in public markets with their designated custodian or brokerage firm. As a result of clients selecting their own custodian or brokerage firm and directing client transactions to those parties they are likely to pay higher fees than if the Adviser participated in negotiating commissions or fees on their behalf. An Addendum to the client's Investment Advisory Agreement was sent on October 10, 2024 to clarify that the Adviser does not aggregate or 'batch' executions.

Item 13 – Review of Accounts

- A. Munakata Associates advisors review their client portfolio accounts on a regular basis, no less than weekly. The nature of the review is ongoing to insure that the securities in the portfolios match the client's needs and are appropriate in the current economic and market environment.
- B. A change in the client's investment objectives, risk tolerance or general financial situation would trigger an other than periodic review of a client account. Reviews can be triggered more frequently due to market conditions, news affecting meaningful account holdings, and other outside factors.
- C. For accounts held at Western International Securities Inc., HSBC, UBS or Merrill Lynch account statements are sent to clients on a monthly basis.

Item 14 – Client Referrals and Other Compensation

Munakata Associates does not directly or indirectly compensate any person or entity for client referrals.

Item 15 – Custody

Clients have opted to receive quarterly statements online instead of paper mailings. Mr. Munakata also has access to same statements online. As a courtesy Mr. Munakata also sends copies of monthly statements to the clients once he has reviewed them. Going forward Mr. Munakata will confirm with his clients in the email transmission that they have received their statements. Once per year Mr. Munakata confirms with the client that they have all twelve statements to send to the auditor for tax purposes. Munakata Associates does not prepare individual holdings or summary reports but may send the clients market commentary from time to time. Munakata Associates does have the ability to deduct fees. Management fees are invoiced to the client on a quarterly basis in arrears.

Munakata Associates LLC is in the process of engaging a qualified auditor to conduct a ‘surprise audit’ and will amend the response to ADV Part 1A, Item 9.C.(3) once engaged.

Item 16 – Investment Discretion

Munakata Associates agrees to receive discretionary authority from the client at the outset of an advisory relationship by the client signing an advisory agreement or power of attorney to provide that authority. Discretionary authority gives Munakata Associates the ability to select the identity and amount of securities to be bought or sold for the client. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account.

Item 17 – Voting Client Securities

As a matter of firm policy and practice, Munakata Associates does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Munakata Associates may provide advice to clients regarding the clients’ voting of proxies.

Item 18 – Financial Information

- A. Munakata Associates does not require or solicit prepayment of more than \$1200 in fees per client, six months or more in advance.
- B. Munakata Associates has discretionary authority but it does not require or solicit prepayment of more than \$1200 in fees per client, six months or more in advance.

C. Munakata Associates has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding.