

Item 1: Cover Page

ArchPoint Investors

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March 1, 2024

This brochure provides information about the qualifications and business practices of ArchPoint Investors (“ArchPoint”). If you have any questions about the contents of this brochure, please contact us at (786) 810-3660. 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 ArchPoint is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2: Material Changes

In this Item, the Firm is required to discuss any material changes that have been made to the brochure since the last annual amendment. There have been no material changes since that time.

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Item 4: Advisory Business

ArchPoint Investors (“ArchPoint” or “we”) supports families of exceptional wealth with the management of their investment portfolios. We were founded in 2009 and under the name Botty Investors, LLC. ArchPoint’s initial clients were several families of significant prominence in the United States of America. Currently, ArchPoint continues to provide wealth management and investment advisory services to clients on a discretionary and non-discretionary basis, both as separately managed accounts and as private fund accounts.

We initially meet with clients to determine their services requested, risk tolerance and time constraints and establish acceptable goals, policies, and investment objectives. The requirements may differ even across the same client’s accounts, trusts, or other investment vehicles, and recommendations are tailored based on these needs. Services provided have also included assisting with family office structuring and liquidity management. ArchPoint utilizes traditional public equity and fixed income investments, but also alternative investment strategies such as hedge funds, private funds, real estate funds, and direct private investments. We formally review clients’ portfolios no less frequently than quarterly and make appropriate changes and recommendations to a client’s portfolio holdings as needed to maintain the objectives of the client.

ArchPoint is independently owned and operated by its employees, with Alfredo Botty as the majority owner. As of December 31, 2023, ArchPoint’s regulatory assets under management were \$661,970,087 on a discretionary basis, and \$ 2,687,439,725 on a non-discretionary basis.

Item 5: Fees and Compensation

ArchPoint is compensated solely by its clients.

We offer investment advisory services for a percentage of assets under management and/or fixed fees. The range of potential fees will depend on many factors, including, but not limited to, the services to be provided, the amount of assets to be invested and managed, the amount of communication requested by the client, and the amount of consulting support related to client-initiated investment opportunities. The most important determinant of the range of fees to be charged is the scale of the assets to be invested and monitored. As a general rule, a fee of 1% of the total assets to be managed provides the initial point of reference for the fees that will be charged. Additions or reductions to this fee will depend on the factors set forth above. Furthermore, if services such as accounting, generation of financial statements, and aggregated performance reporting across vehicles/entities are requested by the client, then the fees charged to the client will be increased accordingly. The amount of the fee increase for these additional services will depend on the scale of the transactional activity involved.

All fees paid to us are in addition to any brokerage fees (see Item 12: Brokerage Practices), custody fees, and fees and expenses clients incur in assets supervised by us, including, but not limited to, separate accounts managed by other managers, private investment funds, mutual funds and real estate investments. Any fees and expenses charged to clients by managers, private investment funds or mutual funds are described in their respective investment management agreements, offering memorandums,

subscription agreements or mutual fund prospectuses. These fees generally include an investment management fee, performance fee and, in the case of mutual funds, may include distribution fees. ArchPoint receives no compensation from any third-party manager or brokerage arrangement.

Although some clients pay their fees on a monthly basis, fees charged on a percentage of assets are generally payable quarterly during the quarter in which services are rendered (within 30 days after the start of each calendar quarter) based upon the most recent quarter-end fair market value of assets under management. These fees are invoiced to the client or they may be automatically deducted from a client's account every quarter or month, if permitted by the client's investment advisory agreement. Advisory agreements may be terminated by us or a client at any time, although some clients have advisory agreements requiring prior written notice by a predetermined numbers of days to terminate. Any fees paid in advance of termination will be prorated to the date of termination and any unearned portion will be refunded to the client.

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

ArchPoint accepts and has entered into performance-based fee arrangements with certain clients.

Performance based fee arrangements may create an incentive for the firm to make investment decisions which may be riskier or more speculative than those which would be made under a different fee arrangement. Such fee arrangements have the potential to create an incentive to favor performance-based fee paying accounts over other accounts in the allocation of investment opportunities. To prevent this conflict from influencing the allocation of investment opportunities among clients, the firm has designed procedures to ensure that all clients are treated fairly and equally, taking into account their allocation indications, investment objective and risk tolerance.

Item 7: Types of Clients

ArchPoint's clients primarily consist of family offices, high net worth individuals, associated trusts, estates, foundations and other eleemosynary organizations. ArchPoint also currently provides investment advisory services to two private funds.

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

ArchPoint's investment philosophy is founded on the principles of benchmark free, valuation intensive, real return asset allocation. We accomplish our clients' objectives through the application of value oriented investment strategies and will reduce exposure or avoid asset classes if warranted by price and other relevant risks. We adhere to diversification to maintain flexibility in order to manage through uncertain economic times and with the goal to preserve capital. We seek to accomplish our clients' portfolio objectives on an after tax, after inflation, and after fees basis.

ArchPoint utilizes traditional public equity and fixed income investments, but also completes its asset allocation through the use of alternative investment strategies. We specialize in blending traditional and alternative investments to accomplish clients' portfolio goals.

The primary alternative strategies we utilize for qualified clients include, but are not limited to, the following:

- Long-Biased and Long/Short Equity Strategies include investment managers that invest in domestic and international public equities who attempt to add value through stock selection, potentially selling short individual stocks, and the adjustment of portfolio exposure. These strategies are often, but not always, focused on specific sectors of the market. The primary risks of this strategy include security selection, sector performance, and leverage.
- Event Driven and Relative Value Strategies attempt to capture profits through inefficiencies between securities and event dependent investment opportunities. These strategies generally include the following: capital structure arbitrage, convertible arbitrage, merger arbitrage, volatility arbitrage, distressed credit securities, and special situations. The primary risks of this strategy include security selection, unusual trading pressure in niche portions of the capital structure (e.g. convertible debt, unsecured bank debt), misaligned ratios of long versus short securities, and leverage.
- Participating Loan Strategies include investment strategies that are a hybrid between bank-like loan investments and equity investments. These may be secured or unsecured loans that attempt to receive income through interest payments, with enhanced capital appreciation through participating equity interests or ancillary fees. Examples of these participating loan strategies may include direct lending funds, receivable financing, and asset-based financing. The primary risks of this strategy include higher than expected loan default rates and lower asset recovery values.
- Real Estate Strategies include a broad range of investment strategies focused on domestic and international properties. Real estate vehicles are generally illiquid, multi-year structures due to the illiquid nature of most properties. The investment strategies can be focused on income production with value added potential or can be oriented to development opportunities. The real estate strategies may be focused on a specific category of real estate, including residential, office, multi-family, hotel and resort, industrial, or raw land. The primary risks of this strategy differ greatly depending on the asset, but include tenant loss, re-leasing time and expense, re-financing risk, and the discount rate (or “capitalization rate”) used by buyers at the time of sale.
- Private Equity Investments are non-public investments in domestic, international, and emerging markets companies. This includes both established businesses and venture capital businesses, which are earlier stage firms often requiring capital to fund operations as they attempt to prove their service or product has a market fit. Investment may be either direct or through private fund vehicles. The primary risks of this strategy include growth failing to meet expectations and general market valuations declining during the holding period.
- Options and Derivative Based Strategies are used to trade primarily to trade differences in implied versus historical volatility in related securities. Volatility arbitrage-based strategies may be utilized to produce gains in times of duress or to attempt to extract regular profits from predictable market participant behavior. Certain strategies may help create profits from negative global events. The primary risks of this strategy include a high reliance on models, technologically complex trading, and leverage.

Investing in either traditional or alternative securities involves a risk of loss that clients should be prepared to bear.

Item 9: Disciplinary Information

Since its inception, ArchPoint has not been involved in any legal or disciplinary events that would be material to a client's evaluation of the company or its personnel.

Item 10: Other Financial Industry Activities and Affiliations

None

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

ArchPoint has adopted a Code of Ethics ("Code") designed to comply with Rule 204A-1 under the Investment Advisers Act of 1940 ("Advisers Act"). Below we provide a brief overview of the Code. A full copy is available to any client upon request.

This Code establishes rules of conduct for all employees and is designed to emphasize ArchPoint's overarching fiduciary duty to its clients.

Pursuant to Section 206 of the Advisers Act, both ArchPoint and its employees are prohibited from engaging in fraudulent, deceptive or manipulative conduct. Compliance with this section involves more than acting with honesty and good faith alone. It means that ArchPoint has an affirmative duty of utmost good faith to act solely in the best interest of its clients.

ArchPoint Investors and its employees are subject to the following specific fiduciary obligations when dealing with clients:

- The duty to have a reasonable, independent basis for the investment advice provided
- The duty to ensure that investment advice is suitable to meeting the client's individual objectives, needs and circumstances
- The duty to use reasonable care and exercise independent professional judgment when conducting investment analysis, taking investment actions and engaging in other professional activities
- To the extent practicable, avoid any actual or potential conflict of interest
- Comply with applicable provisions of the federal and state securities laws

The provisions of the Code are not all-inclusive. Rather, they are intended as a guide for employees of ArchPoint in their conduct. In those situations where an employee may be uncertain as to the intent or purpose of the Code, he/she is advised to consult with Alfredo Botty or the Chief Compliance Officer. ArchPoint may grant exceptions to certain provisions contained in the Code only in those situations when it is clear that the interests of our clients will not be adversely affected or compromised.

Employees of ArchPoint may invest in the same securities (or related securities, e.g. warrants, options or futures) that ArchPoint invests for, or recommends to, clients. This creates a potential conflict of interest

between the adviser and its clients. Investment opportunities must be offered first to clients, if appropriate relative to their objectives, before the employee may act on them. Prior to executing a personal transaction, an employee will make a best effort attempt to determine whether or not their proposed transaction conflicts with any past, present or pending client trade. No transactions should be made which give priority to employees over that of clients. It is important that employees do not benefit personally from transactions accomplished for its clients. It would be inappropriate to benefit by structuring a client transaction in size or time in order to provide direct benefit to an employee.

Item 12: Brokerage Practices

The client has the right to choose any broker-dealer or custodian at any time.

ArchPoint recommends, but does not require, that clients granting us discretionary authority utilize the custodial and/or brokerage services of Charles Schwab Institutional ("Schwab"). Schwab is a registered broker-dealer offering custody, record keeping and reporting services. We recommend Schwab based upon the services they offer to clients and their technical support capabilities.

We derive certain operational and research benefits from a client's choice of Schwab as its custodian, including receipt of duplicate client confirmations and statements, access to a trading desk exclusively for investment advisor clients, and block trading capabilities. Any research provided by Schwab may be used to manage all accounts, not just those accounts maintained at Schwab.

Schwab also makes available to us other services intended to help manage and further develop our business enterprise. These services include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, and marketing. In addition, Schwab may make available, arrange and/or pay for these types of services rendered to us by independent third parties. Schwab may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to us.

We may, but are not obligated to, aggregate client stock transactions for the purpose of obtaining best execution. No advisory client will be favored over any other client. Each client that participates in an aggregated order will participate at the average share price for all the advisor's transactions in that security on a given business day, with all transaction costs (if any) shared pro rata based on each client's participation in the transaction. When an aggregated order is only partially filled, the securities purchased will be allocated on a pro rata basis to each account participating in the aggregated order based upon the initial amount requested for the account, and each participating account will participate at the average share price for the aggregated order on the same business day.

Clients with particularized investment policies, restrictions, or clients who have not granted ArchPoint full discretion, may not be able to participate in aggregated transactions and may only be invested in such securities after compliance with respect to the investment policies and restrictions that have been established. Such clients may receive less favorable prices on such transactions. In addition, clients who, in whole or in part, direct us to use a particular broker to execute transactions for their account should be aware that, in doing so, they may be subject to negative results, including, without limitation, that it may

result in the client paying higher brokerage commissions, receiving less favorable prices than might otherwise be the case, and/or foregoing any benefit from savings on execution costs that may be obtained for other clients through aggregated orders.

Where we are given authority to select brokers to execute securities transactions, we will consider a variety of factors, including best price and execution, the full range, quality and reliability of brokerage services provided by the broker, as well as the capital strength and stability of the broker and the quality of the research and research services provided by it. Subject to the criteria of Section 28(e) of the Securities Exchange Act of 1934, we may pay a broker a brokerage commission in excess of that which another broker might have charged for effecting the same transactions, in recognition of the value of the brokerage and research services provided by the broker. We believe it is important to our investment decision-making process to have access to independent research. In those instances in which clients direct us to use a particular broker to execute securities transactions for their accounts, such clients may nonetheless derive benefits from research services obtained from the brokerage for those clients who make no such direction, as research furnished by brokers may be used to service any or all of our clients and may be used in connection with amounts other than those making the payment to the broker providing the research, as permitted by Section 28(e) of the Securities Exchange Act of 1934. It is our policy to seek the best execution at the best security price available with respect to each transaction, in light of the overall quality of brokerage and research services provided to us or our clients.

Except as noted above, ArchPoint does not engage in “soft dollar” trading commissions designed to pay for other products or services that would otherwise be required to be paid for in cash by the Advisor.

Item 13: Review of Accounts

Our accounts are formally reviewed, at a minimum, on a quarterly basis by Alfredo Botty, Ralph J. Lipford, Jr. or Alex Paul. More frequent reviews of a client's account may be necessary due to a significant change in the market or material changes to a client's investment objectives. If a client has provided a written investment policy statement, accounts are reviewed to ensure that they are in compliance with the client's investment policy statement. If a client has not provided a written investment policy statement, then we hold regular discussions with the client and/or the client's family office so that client guidelines on return objectives, risk tolerance, time horizons, income and liquidity needs, tax, estate, and legal considerations, and unique circumstances are determined.

During the portfolio review, the portfolio's asset allocations are analyzed in the context of the current global investment environment's risks and investment opportunities for all asset classes and securities. Furthermore, each allocation to a fund manager within the portfolio is reviewed and a decision is made as to whether or not the allocation to each manager is to be maintained.

Clients generally receive, at a minimum, quarterly account statements from the custodian of their funds and securities, which shall include the name and quantity of securities owned, the current market value of each security, all funds in the account at the end of the applicable period, disbursements from and deposits to the account, and all transactions in the account during such period. Clients will be required

to instruct their custodian to provide us with copies of such periodic statements and such other periodic reports concerning the status of the account as we may reasonably request from time to time.

We provide wealth management and investment advisory services to certain clients on a non-discretionary basis. For these clients, we advise on investments, asset allocation, and fund manager diligence and selection, among other things. We do not provide periodic reports to such clients, which are typically offices of families with sufficient assets to justify their own accounting and administrative personnel who develop their own periodic investment reports.

Item 14: Client Referrals and Other Compensation

ArchPoint does not compensate any third party for client referrals.

Item 15: Custody

For its separately managed accounts, ArchPoint does not provide custodial services. Client assets are held with unaffiliated banks or registered broker-dealers that are “qualified custodians.” Clients receive statements directly from the qualified custodians at least quarterly. We urge clients to carefully review those statements and compare the custodial records to the reports that we provide them. The information in our reports may vary from custodial statements based on accounting procedures, reporting dates or valuation methodologies of certain securities.

ArchPoint may collect fees by directly debiting advisory fees from client accounts. As part of this billing process, the client’s custodian is advised of the amount of the fee to be deducted from that client’s account. On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period.

Because the custodian does not calculate the amount of the fee to be deducted, it is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement.

Pursuant to Rule 206(4)-2 ArchPoint may be deemed to have custody of certain Client funds because it has the same beneficial owners as the General Partners to Limited Partnerships. ArchPoint shall at all times comply with the provisions of this rule. ArchPoint at least annually distributes the Fund’s audited financial statements prepared in accordance with generally accepted accounting principles to all limited partners (or members or other beneficial owners) within 120 days of the end of its fiscal year.

The Funds have prime brokers and other custodians who are the actual custodian of Clients’ assets. ArchPoint utilizes a third-party administrator to oversee custody, as well as an independent accounting firm to prepare audited financial statement in accordance with Generally Accepted Accounting Principles (“GAAP”), and to distribute the audited financial statements to all limited partners or other beneficial owners. Fund investors are urged to carefully review these statements and to contact ArchPoint if they have any questions or do not timely receive the financial statements.

Item 16: Investment Discretion

ArchPoint may provide discretionary asset management services, in which case we place trades in a client's account without contacting the client prior to each trade to obtain the client's permission.

Our discretionary authority includes the ability to determine the security to buy or sell; and/or determine the amount of the security to buy or sell without contacting the client.

Clients give us discretionary authority when they sign a discretionary agreement with our firm, and they may limit this authority by giving us written instructions. Clients may also change or amend such limitations by giving us written instructions.

Item 17: Voting Client Securities

ArchPoint votes proxies for all client accounts; however, clients have the right to vote proxies themselves. They can exercise this right by instructing us in writing to not vote proxies in their account.

ArchPoint votes proxies in the best interests of its clients. ArchPoint retains a record of each vote cast, a copy of any document created by us that was material to making a decision how to vote the proxy, and a copy of each written client request for information on how the adviser voted proxies. If ArchPoint has a conflict of interest in voting a particular action, we will notify the client of the conflict and retain an independent third-party to cast a vote.

Clients may obtain our proxy voting history and policy by contacting us by telephone, email or in writing.

Item 18: Financial Information

ArchPoint does not have any financial impairment that precludes us from meeting contractual commitments to clients.