

# Absolute Investment Advisers LLC

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This Brochure provides information about the qualifications and business practices of Absolute Investment Advisers LLC (“AIA” or “Adviser”). AIA is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

This document is not an advertisement, an offer to sell or the solicitation of an offer to purchase interests in any Fund managed by AIA.

If you have any questions about the contents of this Brochure, please contact Tony Bosch at 303.526.1252. 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 AIA is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## **Item 2: Material Changes**

On July 28, 2010, the SEC published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC Rules. This Brochure dated March 7, 2011 is a new document prepared according to the SEC’s new requirements and rules. As such, this Document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of our last annual update of our brochure.

In the past we have offered or delivered information about our qualifications and business practices to clients and investors on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business’ fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

Our Brochure may be requested by sending an email to [info@absoluteadvisers.com](mailto:info@absoluteadvisers.com) or via the SEC web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The Brochure is available free of charge.

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## **Item 4: Advisory Business**

AIA, established in 2004, provides investment management services on a discretionary basis to two registered open end mutual funds. Not any one person of AIA owns 25% or more of the Firm.

AIA is the investment adviser for the Absolute Strategies Fund and the Absolute Opportunities Fund, collectively the Absolute Funds. Both Funds utilize a concentrated group of independent subadvisers who run a variety of strategies.

As of March 17, 2011 discretionary assets under management were approximately \$4 billion.

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

### **Management Fees**

AIA charges management fees based upon the average net assets of each Fund. AIA may agree to limit or reimburse management fees to the extent required to maintain the Funds' general expenses at a specified percentage of average net assets. The fees are computed daily and payable monthly during which, or part of which, the services are rendered.

The annual fee schedule for the Absolute Strategies Fund is 1.60% and is not negotiable.

The annual fee schedule for the Absolute Opportunities Fund is 2.75% and is not negotiable.

Both Funds are manager of managers' mutual funds. Therefore, investment management responsibilities for the Funds have been delegated to the respective subadvisers. The fees set forth above include fees paid to those subadvisers by AIA and may vary by Fund and by subadviser. Certain subadviser fees include breakpoints at which the management fee percentage charged is reduced if the assets exceed a specified amount.

### **Other Operating Expenses**

The Absolute Funds may incur other operating expenses including, but not limited to, distribution and service fees, dividend and interest expenses and transaction costs. Investors should refer to the prospectus for more specific details regarding fees and expenses. Item 12 of this brochure also includes further information with respect to the broker-dealers used for Fund transactions and determining the reasonableness of their compensation (e.g., commissions).

### **Termination**

Either party may terminate management services upon sixty (60) days' advance written notice. In the event of termination, fees would be charged pro-rata based on the number of calendar days of the month during which services were provided.

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

AIA does not charge performance based fees.

## **Item 7: Types of Clients**

AIA provides investment management services to two registered open end mutual funds.

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

### **Absolute Strategies Fund**

#### ***Principal Investment Strategies***

AIA believes that there are important benefits that come from investing alongside skilled money managers whose strategies, when combined, seek to provide enhanced risk-adjusted returns, lower volatility and lower sensitivity to financial market indices. Based on this belief, the Fund will pursue absolute (positive) returns by allocating assets among a carefully chosen group of asset managers (the “subadvisers”) who employ a wide range of specialized investment strategies. AIA will allocate Fund assets among strategies of the subadvisers that it believes offer the potential for attractive long-term investment returns individually and are expected to blend within the Fund’s portfolio so that it will have low sensitivity and low volatility relative to the broader stock and bond markets.

The subadvisers utilize strategies and investment techniques aimed to produce enhanced risk-adjusted returns and absolute returns over a full market cycle while managing risk exposure. These strategies are common hedge fund-type strategies and may attempt to exploit disparities or inefficiencies in markets, geographical areas, and companies; take advantage of security mispricings or anticipated price movements; and/or benefit from cyclical themes and relationships or special situations and events (such as spin-offs or reorganizations). Such strategies may have low sensitivity to traditional markets because they seek opportunities and risks that are unrelated to traditional markets.

AIA has primary responsibility for allocating Fund assets in a manner that attempts to diversify the Fund’s portfolio across multiple strategies and investment styles that we believe are complementary and, when combined, will produce enhanced risk-adjusted returns. To this end, AIA will be responsible for selecting the Fund’s subadvisers and determining the portion of the Fund’s assets to be allocated to each subadviser. We review a range of qualitative and quantitative factors (e.g., investment process and statistical analysis) when evaluating each subadviser and its appropriate asset allocation. AIA may direct a subadviser to reduce or limit its investment in certain assets or asset classes in order to achieve the desired composition of the Fund’s portfolio. AIA will limit allocations to any one Subadviser strategy to a maximum of 20% of total Fund assets and retains the discretion to invest the Fund’s assets in securities and other instruments directly. AIA has discretion to add or remove subadvisers at any time.

## **Absolute Opportunities Fund**

### ***Principal Investment Strategies***

AIA will generally allocate Fund assets to a carefully chosen group of skilled money managers (the “Subadvisers”) who employ a wide range of specialized investment strategies that we believe offer the potential for attractive long-term risk adjusted investment returns. AIA believes that there are important benefits that come from investing through skilled money managers whose strategies can be combined to seek to provide enhanced risk-adjusted returns, lower volatility and lower sensitivity to traditional financial market indices.

The subadvisers utilize strategies and investment techniques aimed to produce enhanced risk-adjusted returns and absolute returns over a full market cycle while managing risk exposure. These strategies are common among hedge funds and certain of them may exploit disparities or inefficiencies; take advantage of security mispricings or anticipated price movements, and/or benefit from cyclical themes and relationships or special situations and events (such as spinoffs or reorganizations). Such strategies may have low sensitivity to traditional markets because they seek opportunities and risks that are unrelated to traditional markets.

AIA seeks to diversify the Fund’s portfolio across multiple strategies and investment styles that we believe are complementary and, when combined, will produce enhanced risk-adjusted returns. We review a range of qualitative and quantitative factors (e.g., investment process and statistical analysis) when evaluating each subadviser and its appropriate asset allocation. AIA may direct a subadviser to reduce or limit its investment in certain assets or asset classes in order to achieve the desired composition of the Fund’s portfolio. There is no fixed or minimum allocation to any subadviser. AIA retains the discretion to invest the Fund’s assets in securities and other instruments directly and may add or remove subadvisers.

### ***Principal Investment Risks: Absolute Strategies Fund and Absolute Opportunities Fund***

An investment in either Fund is subject to a variety of risks which may be associated with the overall market condition or the specific types of investments within the Funds. Those risks include, but are not limited to: general market risk, recent market events risk, bank loans risk, convertible securities risk, credit risk, derivatives risk, distressed investments risk, emerging markets risk, equity risk, event-driven strategies risk, foreign risk, high turnover risk, interest rate risk, IPO risk, leverage risk, liquidity risk and management risk.

### ***General Market Risk***

The Funds’ net asset value (“NAV”) and investment return will fluctuate based upon changes in the value of portfolio securities. Investors may lose money on an investment in the Fund(s), or the Funds could underperform other investments. An investment in the either Fund is not a deposit of a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency.

## ***Multi-Manager Risk***

The methodology by which AIA allocates assets to the subadvisers may cause the Funds to lose money or underperform other mutual funds. Because the subadvisers each make their trading decisions independently, it is possible that subadvisers may purchase or sell the same security at the same time without aggregating their transactions. This may cause unnecessary brokerage and other expenses and the Funds may incur losses as a result.

## ***Additional Information***

A complete description of the Funds' investment strategies and risks are outlined in the prospectus and statement of additional information for each fund. We encourage all investors to review those documents in conjunction with this brochure to prior to making an investment in our Funds.

## **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 your evaluation of AIA or the integrity of AIA's management. AIA has no disciplinary information to report.

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

AIA has no financial industry activities or affiliations to report.

## **Item 11: Code of Ethics**

AIA has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct and fiduciary duty to its clients. The Code includes provisions relating to the confidentiality of client information, a prohibition on insider trading, guidelines surrounding gifts and business entertainment items, personal securities trading procedures, conflicts of interest, among other things. All supervised persons must acknowledge the terms of the Code annually, or as amended.

The Code establishes standards and procedures for the detection and prevention of inappropriate personal securities transactions by persons having knowledge of the investments of the Absolute Funds and addresses other situations involving a potential conflict of interest.

The Code is intended to ensure that the employee conduct is in accordance with the following principles:

- 1) The duty at all times to place first the interests of Clients;
- 2) The requirement that all personal securities transactions are in compliance with the Code in order to avoid any actual or potential conflict of interest or any abuse of an individual's responsibility and position of trust;
- 3) The fundamental standard that AIA personnel not take inappropriate advantage of their positions; and

4) The fundamental standard that AIA and its associated persons have a fiduciary obligation to its clients.

Generally, AIA prohibits transactions involving covered securities unless exempted by the Code. All reportable transactions are reviewed for compliance with the Code.

A copy of the Code of Ethics may be obtained by sending an email to [info@absoluteadvisers.com](mailto:info@absoluteadvisers.com) or by phoning us at 781.740.1904.

### **Principal and Cross Transactions**

Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer.

It is AIA's current policy that the firm will not affect any principal or agency cross securities transactions for client accounts.

## **Item 12: Brokerage Practices**

The subadvisers are responsible for making all decisions with respect to Fund investments and brokerage. Absent instructions of the Adviser to the contrary, the subadvisers shall, in the name of the Funds, place orders for the execution of portfolio transactions with or through such brokers, dealers or other financial institutions as they may select. In addition, the subadvisers may exercise authority with respect to all other things necessary or incidental to the furtherance or conduct of such purchases, sales or other transactions, including voting of proxies with respect to securities owned by the Funds, subject to such proxy voting policies as approved by the funds' Board.

AIA retains the discretion to invest the Funds' assets in securities and other instruments directly. We may exercise this discretion in order to invest the Funds' assets pending allocation to a subadviser, to hedge against overall fund exposures created by the subadvisers, or to increase or reduce the exposure to a particular issuer, sector or industry. AIA may exercise its discretion over unallocated assets or may reallocate to itself assets previously allocated to a subadviser.

Generally, AIA only trades futures for the Funds which may be used to adjust the risks associated with an investment in a portfolio of securities. One use of such financial instruments by the Funds is to limit portfolio risk by hedging. To "hedge" means to enter into a transaction with the aim of reducing market risk due to market movements. AIA may hedge to seek to reduce the risk that market movements may adversely affect the value of the Funds' portfolio securities or to reduce potential credit risk.



In placing orders for securities transactions not otherwise delegated to a subadviser, our primary consideration in executing transactions on behalf of the Funds is prompt execution of orders in an effective manner and at the most favorable price available. To achieve best execution, we consider several factors, including but not limited to the size of the order, overall trading volume, the difficulty of execution, etc. In recognition of the value of the foregoing factors, AIA may place portfolio transactions through a broker or dealer with whom we have negotiated a commission that is in excess of the commission another broker would have charged for effecting that transaction.

### **Soft Dollars / Directed Brokerage**

AIA does not participate in any soft dollars or directed brokerage arrangements.

## **Item 13: Review of Accounts**

### **Reviews**

AIA allocates assets to various subadvisers who exercise full discretion over any assets allocated to them. Each subadviser has implemented their own policies and procedures with respect to reviewing the funds' portfolios on an ongoing basis to determine compliance with the Funds' registration statement and applicable regulatory requirements.

AIA, in its role as Adviser, provides additional oversight with respect to the Absolute Funds and services provided to the Absolute Funds. The Portfolio Manager monitors the portfolios on an ongoing basis, focusing on short and long range parameters of risk, performance and diversification. The Vice President of Operations and/or the Vice President of Portfolio Management review post-trade and compliance monitoring reports on a regular basis and maintain ongoing dialog with the subadvisers. Reviews of compliance checklists and questionnaires completed by each subadviser are also performed on a quarterly basis.

### **Reporting**

AIA provides quarterly reports to the Funds' trustees. Information provided includes, but is not limited to, investment management updates from the Portfolio Manager, a brokerage summary report, general updates regarding the subadvisers and compliance updates with respect to AIA or the subadvisers.

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

AIA may compensate financial institutions for providing marketing or client support services, including third party marketing support services, program service payments, finders fees, business planning assistance, advertising, education, providing placement on the financial institution's list of offered funds, counseling on the preparation of sales material and presentations and arranging access to sales meetings, and to sales representatives and management representatives of the Financial Institutions.

These payments are generally based on one or more of the following factors: average net assets of the Fund shares, gross or net sales of Fund shares, reimbursement of ticket charges (including fees that a dealer firm charges its representatives for effecting transactions in fund shares and payments for processing transactions via National Securities Clearing Corporation ("NSCC")) or a negotiated lump sum payment for services rendered. In addition, program servicing payments may be paid in some instances to third parties in connection with investments in the funds by retirement plans and other investment programs. AIA may make one-time or annual payments to select financial institutions receiving program servicing payments in reimbursement of printing costs for literature for participants, account maintenance fees or fees for establishment of AIA's mutual funds on the financial institution's system. AIA, at its expense, may provide additional compensation to financial institutions which sell or arrange for the sale of shares of the Funds to the extent not prohibited by laws or the rules of the NASD. Such compensation provided by AIA may include financial assistance to financial institutions that enable AIA to participate in and/or present at conferences or seminars, sales or training programs for invited registered representatives and other dealer employees, dealer entertainment, and other dealer-sponsored events, and travel expenses, including lodging incurred by registered representatives and other employees in connection with prospecting, retention and due diligence trips.

AIA may, at its own expense, compensate the financial institutions in connection with the sale or expected sale of fund shares and it may sponsor various promotional activities held by the financial institutions to promote sales of the funds. Certain financial institutions may provide administrative services (such as sub-transfer agency, record-keeping or shareholder communications services) to investors purchasing shares of the funds through retirement plans and other investment programs. A financial institution may perform program services itself or may arrange with a third party to perform program services. In addition to participant recordkeeping, reporting, or transaction processing, program services may include services rendered in connection with fund/investment selection and monitoring, employee enrollment and education, plan balance rollover or separation, or other similar services. AIA or the funds (if approved by the Trustees) may pay fees to these financial institutions for their services. AIA may compensate financial institutions differently depending upon, among other factors, the level and/or type of marketing support provided by the institution. Such payments will create an incentive for the financial institutions to recommend that investors purchase fund shares.

### **Item 15: Custody**

AIA does not have custody of client assets. Cash and securities are maintained by the Funds' Custodian which has been approved by the Funds' Board.

### **Item 16: Investment Discretion**

AIA receives discretionary authority from its clients (Funds) pursuant to the investment management agreements. AIA's primary role is to select subadvisers to manage the Funds' assets and to allocate assets among the selected sub-advisers. Discretionary authority is transferred to the subadvisers pursuant to an investment management agreement between AIA and each respective subadviser. In all cases, discretion is exercised in a manner consistent with the stated investment objectives for the particular client account.

### **Item 17: Voting *Client* Securities**

Each subadviser is responsible for voting proxies with respect to the portfolio of securities they manage on behalf of our Funds. The subadvisers maintain documentation of all proxies / corporate action information that was received, records of how the proxies were voted, when the vote was submitted, and any other applicable details that may be needed in order to facilitate the Administrator in filing Form N-PX on behalf of the Funds.

Proxy voting is not applicable to AIA given the type of securities we transact in (futures) on behalf of the Funds. However, we have adopted the Forum Funds' Proxy Voting Procedures should we have proxy voting responsibilities at any time in the future.

A copy of our Proxy Voting Policy and Procedures, as well as information related to how proxies were voted, may be obtained by sending an email to [info@absoluteadvisers.com](mailto:info@absoluteadvisers.com) or by phoning us at 781.740.1904.

### **Item 18: Financial Information**

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about AIA's financial condition. AIA 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.