

Part 2A of Form ADV: Disclosure Brochure

440 Investment Group, LLC
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March 8, 2012

This Brochure provides information about the qualifications and business practices of 440 Investment Group, LLC (“440”). If you have any questions about the contents of this Brochure, please contact us at (913) 647-9700. 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. 440 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 through which you determine to hire or retain an Adviser.

Additional information about 440 is also available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

On July 28, 2010, the United State Securities and Exchange Commission (“SEC”) published “Amendments to Form ADV” amending the disclosure document that we provide to clients as required by SEC Rules.

The material changes made since the December 14, 2011 ADV Part 2 filing include additional affiliations.

In the past we have offered or delivered information about our qualifications and business practices to clients 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 provide other ongoing disclosure information about material changes as necessary.

We will provide you with a new Brochure if requested based on changes or new information, at any time, without charge. Currently, our Brochure may be requested by contacting us (913) 647-9700 or compliance@mariner-holdings.com.

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Item 4 – Advisory Business

440 Investment Group, LLC (“440,” “us” or “we”) is an investment adviser registered with the U.S. Securities and Exchange Commission since November 2010. We are a limited liability company organized under the laws of Delaware since February 2008. Our principal owners are Theodore T. Conrad, Gary P. Henson and Montage Investments, LLC. Montage Investments, LLC (“Montage Investments”) is a registered investment adviser. Montage Investments is wholly-owned by Mariner Holdings, LLC, an independent financial services firm. The Bicknell Family Holding Company, LLC holds a controlling interest in Mariner Holdings and the Bicknell Family Management Company Trust holds a controlling interest in the Bicknell Family Holding Company.

We provide investment management services focused primarily on the alternative investment space for individuals and institutional investors. Depending upon the engagement, we ordinarily offer our services on a fee basis based upon total assets under management.

Prior to engaging us, the client will be required to enter into one or more written agreements setting forth the terms, conditions, and objectives under which we shall render our services (the Agreement). Additionally, we may only implement our investment management recommendations after the client has arranged for and furnished all information and authorization regarding accounts with appropriate financial institutions. Our clients are advised to promptly notify us if there are ever any changes in their financial situation or investment objectives or if they wish to impose any reasonable restrictions upon our management services.

440’s assets under management as of February 29, 2012 are \$46,548,695.

Item 5 – Fees and Compensation

All fees are subject to negotiation and all fee arrangements will comply with Section 205 of the Advisers Act.

440 Partners, LP (“Fund”) Investment Management Fee

As set forth in the Offering Memorandum, 440, the Investment Manager, receives a quarterly Management Fee equal to 0.25% of each Investor’s capital account balance (a 1% annual rate), billed quarterly in advance based on the current asset value on the last day of the calendar quarter. The Management Fee will be prorated for any period that is less than a full calendar quarter and adjusted for contributions during the quarter. In the discretion of 440, the Management Fee may be waived, reduced or calculated differently with respect to certain Investors.

Prospective investors are urged to contact 440 for additional information or questions regarding the Fund’s fees and expenses.

Investment Advisory Management Fees

The specific manner in which we charge fees for Separately Management Account (“SMA”) clients is established by the Investment Management Agreement. We will generally bill our fees in advance on a quarterly basis based upon the notional value of assets under management on the last day of the previous quarter, and as more fully described in the Agreement. The Agreement and/or the separate agreement with any financial institution(s) may authorize 440 through the financial institution(s) to debit a client’s account for the amount of the fee and to directly remit that management fee in accordance with applicable custody rules. The financial institution(s) recommended by 440 have agreed to send a statement to the client, at least quarterly, indicating all amounts disbursed from the account including the amount of management fees paid directly to us.

Except as otherwise indicated in the Agreement or other offering documents, the client may make additions to and withdrawals from the account at any time, subject to our right to terminate an account. If assets are deposited into an account after the inception of a quarter that exceed \$100,000, the fee payable with respect to such assets will be prorated based on the number of days remaining in the quarter. Clients may withdraw account assets on notice to 440, subject to the usual and customary securities settlement procedures. For partial withdrawals in excess of \$100,000 within a billing period, we will credit our unearned fee towards the next quarter’s fee. However, we design our portfolios as long-term investments and assets withdrawals may impair the achievement of a client’s investment objectives.

For the initial quarter of investment management services, the first quarter's fees shall be calculated on a *pro rata* basis. The Agreement between 440 and the client will continue in effect until terminated by either party pursuant to the terms of the Agreement. Our annual fee shall be prorated through the date of termination and any remaining balance shall be charged or refunded to the client, as appropriate, in a timely manner.

Additions may be in cash or securities provided that we reserve the right to liquidate any transferred securities, or decline to accept particular securities into a client's account. We may consult with our clients about the options and ramifications of transferring securities. However, clients are advised that when transferred securities are liquidated, they are subject to transaction fees, fees assessed at the mutual fund level (i.e. contingent deferred sales charge) and/or tax ramifications.

Our fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by our clients. Clients may incur certain charges imposed by custodians, brokers, third party investment managers and other third parties such as fees charged by managers, 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. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to our fee, and we shall not receive any portion of these commissions, fees, and costs.

Item 12 further describes the factors that we consider in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

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

440 Partners, LP Profit Allocation

As set forth in the Offering Memorandum, 440 receives an annual Profit Allocation equal to 20% of any Net Profit attributable to each Investor's capital account achieved as of each calendar year-end and upon redemption. The Profit Allocation is calculated separately with respect to each Investor. Net Profit is calculated on a "high water mark" basis, as described more fully in the Offering Memorandum.

Prospective investors are urged to contact 440 for additional information or questions regarding the Fund's fees.

Investment Advisory Clients

We, in our capacity as investment adviser to Separately Managed Accounts ("SMAs"), do not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client) to our investment advisory clients.

Item 7 – Types of Clients

We generally provide investment advisory services to individuals (including high net worth individuals), corporations or business entities and pooled investment vehicles. Generally, we do not accept accounts below \$100,000, although we may do so under certain circumstances.

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

Our methods of analysis include charting, fundamental research, technical research, and cyclical methods. We use real time market data, research materials, and financial publications as our main sources of information. We focus primarily on the alternative investment space. The investment instruments used to implement investment advice include short and long term index options, equity securities, warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, investment company securities, U.S. government securities, and interests in partnerships.

440 utilizes various investment strategies including, but not limited to, trend-following, statistical arbitrage, global macro, relative value, opportunistic relative value, and traditional investments.

Investing involves a risk of loss that you should be prepared to bear, including loss of your original principal. Past performance is not necessarily indicative of future results, therefore, you should not assume that future performance of any specific investment or investment strategy will be profitable. We do not provide any representation or guarantee that your goals will be achieved. Depending on the different types of investments, there may be varying degrees of risk:

- **Market Risk** – Either the market as a whole, or the value of an individual company, goes down, resulting in a decrease in the value of client investments.
- **Equity Risk** – Stocks are susceptible to fluctuations and to the volatile increases and decreases in value as their issuer's confidence in, or perceptions of, the market change. Investors holding common stock of any issuer are generally exposed to greater risk than if they hold preferred stock or debt obligations of the issuer.
- **Company Risk** – There is always a level of company or industry risk when investing in stock positions. This is referred to as unsystematic risk and can be reduced through appropriate diversification. There is the risk that a company may perform poorly or that its value may be reduced based on factors specific to it or its industry.
- **Options Risk** – Options on securities may be subject to greater fluctuations in value than investing in the underlying securities. Purchasing and writing put or call options are highly specialized activities and involve greater investment risk. Puts and calls are the right to sell or buy a specified amount of an underlying asset at a set price within a set time.
- **Fixed Income Risk** – Investing in bonds involves the risk that the issuer will default on the bond and be unable to make payments. In addition, individuals depending on set amounts of periodically paid income face the risk that inflation will erode their spending

power. Fixed-income investors receive set, regular payments that face the same inflation risk.

- **ETF and Mutual Fund Risk** – ETF and mutual fund investments bear additional expenses based on a pro-rata share of operating expenses, including potential duplication of management fees. The risk of owning an ETF or mutual fund generally reflects the risks of owning the underlying securities held by the ETF or mutual fund. Clients also incur brokerage costs when purchasing ETFs.
- **Management Risk** – Investments also vary with the success and failure of the investment strategies, research, analysis and determination of portfolio securities. If our strategies do not produce the expected returns, the value of your investments will decrease.
- **Margin Risk** - Margin trading involves interest charges and risks, including the potential to lose more than deposited or the need to deposit additional collateral in a falling market.

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 us or the integrity of our management. We have no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

Other Investment Adviser

440 is affiliated, and under common control, with other SEC registered investment advisers:

- Adams Hall Asset Management L.L.C. (“Adams Hall”) (CRD No. 107355);
- Ascent Investment Partners, LLC (“AIP”) (CRD No. 152533);
- Convergence Investment Partners, LLC (“CIP”) (CRD No. 148472);
- Mariner Real Estate Management, LLC (“MREM”) (CRD No. 159261);
- Mariner Wealth Advisors, LLC (“MWA”) (CRD No. 140195);
- Montage Investments, LLC (“Montage”) (CRD No. 152607);
- Nuance Investments, LLC (“Nuance”) (CRD No. 148534);
- Palmer Square Capital Management LLC (“Palmer Square”) (CRD No. 155697);
- Tactical Investment Managers, LLC (“TIM”) (CRD No. 155912)
- The Nations Group Advisors, LLC (“TNGA”) (CRD No. 152047); and,
- Tortoise Capital Advisors, L.L.C. (“TCA”) (CRD No. 123711), respectively.

Broker-Dealer

We are affiliated, and under common control, with Montage Securities, LLC (CRD No. 154327) (“Montage Securities”), a broker-dealer registered with the SEC and various state jurisdictions, member of the Financial Industry Regulatory Authority (FINRA), Securities Investment Protection Corporation (SIPC), and Municipal Securities Rulemaking Board (MSRB). However, no securities transactions for our clients will be executed through Montage Securities.

Investment Company or Other Pooled Investment Vehicles

One of our Advisory Affiliates is the investment adviser to the Convergence Core Plus Fund administered by U.S. Bancorp Fund Services. All relevant information, terms and conditions relative to the Convergence Core Plus Fund may be found in its prospectus, which each investor is required to receive prior to being accepted as an investor.

One of our Advisory Affiliates is the investment adviser to the Palmer Square Absolute Return Fund administered by UMB Fund Services. All relevant information, terms and conditions relative to the Absolute Return Fund may be found in its prospectus, which each investor is required to receive prior to being accepted as an investor.

One of our Advisory Affiliates is the investment adviser to the Nuance Concentrated Value Fund administered by U.S. Bancorp Fund Services. All relevant information, terms and conditions relative to the Nuance Concentrated Value Fund may be found in its prospectus, which each investor is required to receive prior to being accepted as an investor.

One of our Advisory Affiliates is the investment adviser to the Tortoise MLP & Pipeline Fund administered by U.S. Bancorp Fund Services. All relevant information, terms and conditions relative to the Tortoise MLP & Pipeline Fund may be found in its prospectus, which each investor is required to receive prior to being accepted as an investor.

We are the investment manager of 440 Partners, LP, a multi-strategy systematic hedge fund. One of our Advisory Affiliates is the investment manager of Montage Seed Capital. One of our Advisory Affiliates is the investment manager to the Palmer Square Multi-Strategy Fund L.P. (“PSMSF”), Palmer Square Multi-Strategy Fund, Ltd. (“PSMSFltd”), both fund of funds comprising of a diversified portfolio of managers employing a variety of investment strategies, Palmer Square Opportunity Fund L.P. (“PSOF”), a fund of funds designed to capitalize on market opportunities, Colony Multi-Strategy Fund, L.P. (“CMSF”), and Palmer Square Emerging Manager Fund L.P. (“PSEMF”), (together, the “private funds”).

All relevant information, terms and conditions relative to the private funds, including the investment objectives and strategies, minimum investments, qualification requirements, suitability, fund expenses, risk factors, and potential conflicts of interest, are set forth in the offering documents (which typically include a confidential private offering memorandum, Limited Partnership Agreement, and Subscription Agreement), which each investor is required to receive and/or execute prior to being accepted as an investor.

One of our Affiliates due to common control is the investment manager to Mariner Real Estate Partners, LLC (“MREP”), Mariner Real Estate Partners II, LLC (“MREP II”), Mariner Real Estate Partners III, LLC (“MREP III”), and Mariner Real Estate Partners III A, LLC (“MREP III A”), all of which are pooled investment vehicles focusing on real estate investments. MREP and MREP II are closed to any new investors.

One or more of our Affiliates are members of Mariner Private Equity, LLC, which manages and operates Mariner Capital Partners LLC (“MCP”) and Mariner Capital Ventures LLC (“MCV”), both of which are private equity funds with investments in different private companies. Both MCP and MCV are closed to new investors. MCP relies on an exemption from registration under the Investment Company Act of 1940 that is available to limited liability companies whose membership interests are beneficially owned by investors who qualify as “qualified purchasers.”

Accounting Firm

We are under common control with Mariner Consulting, a Certified Public Accounting Firm. We do not render accounting advice or tax preparation services to our clients.

Law Firm

One of our affiliates, Kirk Lambright, is a licensed practicing attorney. Mr. Lambright maintains a limited legal practice, separate and distinct from 440's investment advisory activities. No portion of any other services rendered by us to our clients should be interpreted as legal advice. Rather, clients should defer to the advice of their own attorney.

Insurance Company or Agency

We are under common control with Power Group Company LLC; Mariner Insurance Resources, LLC; Power Group Risk Services; ERS Insurance, Inc.; and ERS Securas LLC; duly licensed insurance agencies. We do not render or recommend insurance advice or services to our clients. Certain of our Advisory Affiliates, in their individual capacities, are licensed insurance agents with these companies and in such capacity may recommend on a fully disclosed basis the purchase of certain insurance-related products.

Real Estate Broker or Dealer

We are under common control with Mariner Real Estate Management, LLC. One of our affiliates, Ryan Anderson, is a licensed real estate broker and owner of Mariner Real Estate Management, LLC. Certain of our Advisory Affiliates may recommend, on a fully-disclosed basis, the purchase of certain real estate properties to our clients.

Item 11 – Code of Ethics

440's code of ethics sets forth the standards of conduct expected of its associated persons and requires compliance with applicable securities laws ("Code of Ethics"). In accordance with Section 204A of the Advisers Act, the Code of Ethics contains written policies reasonably designed to prevent the unlawful use of material non-public information by 440 or any of its associated persons. The Code of Ethics also requires that certain of 440's personnel ("access persons") report their personal securities holdings and transactions and obtain pre-approval of certain investments such as initial public offerings and limited offerings. Unless specifically permitted in 440's Code of Ethics, none of 440's access persons may effect for themselves or for their immediate family (i.e., spouse, minor children, and adults living in the same household as the access person) any transactions in a security which is being actively purchased or sold, or is being considered for purchase or sale, on behalf of any of 440's clients.

When 440 is purchasing or considering for purchase any security on behalf of a client, no access person may effect a transaction in that security prior to the completion of the purchase or until a decision has been made not to purchase such security. Similarly, when 440 is selling or considering the sale of any security on behalf of a client, no access person may effect a transaction in that security prior to the completion of the sale or until a decision has been made not to sell such security. These requirements are not applicable to: (i) direct obligations of the Government of the United States; (ii) money market instruments, bankers' acceptances, bank certificates of deposit, commercial paper, repurchase agreements and other high quality short-term debt instruments, including repurchase agreements; (iii) shares issued by mutual funds or money market funds; and (iv) shares issued by unit investment trusts that are invested exclusively in one or more mutual funds.

No supervised person may trade, either personally or on behalf of others, while in the possession of material, nonpublic information, nor may any personnel of Palmer Square communicate material, nonpublic information to others in violation of the law. Furthermore, all Access Persons are required to submit information to the Chief Compliance Officer detailing all outside business activities. The Chief Compliance Officer will review and approve these activities on a case by case basis. Finally, supervised persons are required to seek pre-approval from the Chief Compliance Officer for any business entertainment expenses exceeding \$100 in value.

440's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting us at (913) 647-9700 or compliance@mariner-holdings.com.

Item 12 – Brokerage Practices

Fund Practices

The Fund's securities transactions can be expected to generate brokerage commissions and other compensation, all of which the Fund, not 440, will be obligated to pay. 440 will have discretion in deciding what brokers and dealers the Fund will use and in negotiating the rates of compensation the Fund will pay. In addition to using brokers as "agents" and paying commissions, the Fund may buy or sell securities directly from or to dealers acting as principals at prices that include markups or markdowns, and may buy securities from underwriters or dealers in public offerings at prices that include compensation to the underwriters and dealers.

Investment Advisory Practices

If you wish to engage our SMA services, you may have the ability to select any broker/dealer you wish and are so informed. If we assist you in implementing any recommendations, we have a duty to ensure that you receive the best execution possible. Best execution does not necessarily mean the lowest price but includes the overall services received from a broker/dealer.

Not all investment advisers require the use of a particular broker/dealer. While we attempt to seek best execution for client accounts, we may be unable to achieve the most favorable execution of your transactions if you direct the use of a specific custodian. There may be other platforms that are less expensive and may provide faster execution capabilities.

440 generally implements transactions for client accounts independently, unless 440 decides to purchase or sell the same securities or bonds for several clients at approximately the same time. This process is referred to as aggregating orders, batch trading or block trading and we use it when 440 believes such action may prove advantageous to clients. When 440 aggregates client orders, the allocation of securities among client accounts will be done on a fair and equitable basis. Typically, the process of aggregating client orders is done in order to achieve better execution, to negotiate more favorable commission rates or to allocate orders among clients on a more equitable basis in order to avoid differences in prices and transaction fees or other transaction costs that might be obtained when orders are placed independently. Under this procedure, transactions are averaged as to price and allocated among our clients in proportion to the purchase and sale orders placed for each client account on any given day. When we determine to aggregate client orders for the purchase or sale of securities, including securities in which our associated persons may invest, we do so in accordance with the parameters set forth in the SEC No-Action Letter, *SMC Capital, Inc.* We do not receive any additional compensation or remuneration as a result of aggregating or blocking trades.

Item 13 – Review of Accounts

For investment management clients, we monitor those portfolios daily as part of an ongoing process. Unless otherwise agreed, clients are provided with transaction confirmation notices and monthly account statements directly from the custodian for the client accounts.

Investors in the Fund are provided with statements at least quarterly from the custodian and/or fund administrator. Investors are also provided with an annual financial statement audit. Prospective investors in the Fund should refer to the Offering Memorandum for more information on the reports provided to clients.

Item 14 – Client Referrals and Other Compensation

If a client is introduced to us, we may pay that introducer a referral fee in accordance with the requirements of Rule 206(4)-3 of the Advisers Act and any corresponding state securities law requirements. Any such referral fee shall be paid solely from our investment management fee, and shall not result in any additional charge to the client. If the client is introduced to us by an unaffiliated solicitor, the client will be given, prior to or at the time of entering into any advisory contract with the client, (1) a copy of our written disclosure statement which meets the requirements of Rule 204-3 of the Advisers Act, and (2) a copy of the solicitor's disclosure statement containing the terms and conditions of the solicitation arrangement including compensation. Any affiliated solicitor of ours shall disclose the nature of his/her relationship to prospective clients at the time of the solicitation and will provide all prospective clients with a copy of our written disclosure statement at the time of the solicitation.

Under a written solicitation agreement with our affiliate, Montage Investments, we compensate Montage Investments with a percentage of the fees we receive from separately managed account clients solicited by Montage Investments. There is no increase in the investment management fees payable to us by the solicited persons as a result of the compensation paid to the solicitor under this solicitation agreement.

We may have clients that are also clients of MWA or other related persons. These clients, as clients of our related person(s), may be solicited by our related persons (but not by us) to invest in investment-related limited partnerships or limited liability companies for which one of our related persons serves as the general partner or manager. Clients are advised that a conflict of interest exists to the extent a related person recommends our services.

Item 15 – Custody

440 is deemed to have custody of the Fund's assets by virtue of its status as the investment manager. 440 will maintain the assets of the Fund in accounts with a "qualified custodian" pursuant to Rule 206(4)-2 under the Advisers Act and will notify investors of the qualified custodian's name, address and the manner in which the assets are maintained promptly when the account is opened and following any changes to this information.

To ensure compliance with Rule 206(4)-2 under the Advisers Act, 440 will provide all investors in the Fund with audited financial statements for the Fund, prepared by an independent accounting firm that is registered with and subject to review by the Public Company Accounting Oversight Board, in accordance with U.S. Generally Accepted Accounting Principles, within 180 days of the end of the Fund's fiscal year. Investors should carefully review the audited financial statements of the Fund upon receipt.

For the SMA clients, 440 is deemed to have custody of client funds and securities under Rule 206(4)-2 due to its ability to debit fees directly from client accounts. Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains client's investment assets. We urge you to carefully review such statements and compare such official custodial records to the account statements that we may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16 – Investment Discretion

We usually receive discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account or investment strategy used.

When selecting securities and determining amounts, we observe the investment policies, limitations and restrictions of the clients for which we advise.

Investment guidelines and restrictions must be provided to us in writing.

Item 17 – Voting Client Securities

We may vote proxies on behalf of our clients. When we do so, we only cast proxy votes in a manner consistent with the best interest of our clients. Absent special circumstances, which are fully-described in our Proxy Voting Policies and Procedures, all proxies will be voted consistent with guidelines established and described in our Proxy Voting Policies and Procedures, as they may be amended from time-to-time. At any time, clients may contact us to request information about how we voted proxies for that client's securities or to get a copy of our Voting Policies and Procedures.

A brief summary of our Proxy Voting Policies and Procedures is as follows:

- 440 has formed a Proxy Voting Committee that will be responsible for monitoring corporate actions, making voting decisions in the best interest of clients, and ensuring that proxies are submitted in a timely manner.
- The Proxy Voting Committee will generally vote proxies according to 440's then current Proxy Voting Guidelines. The Proxy Voting Guidelines include many specific examples of voting decisions for the types of proposals that are most frequently presented, including: composition of the board of directors; approval of independent auditors; management and director compensation; anti-takeover mechanisms and related issues; changes to capital structure; corporate and social policy issues; and issues involving mutual funds.
- Although the Proxy Voting Guidelines are to be followed as a general policy, certain issues will be considered on a case-by-case basis based on the relevant facts and circumstances. Since corporate governance issues are diverse and continually evolving, 440 shall devote an appropriate amount of time and resources to monitor these changes.
- In situations where there may be a conflict of interest in the voting of proxies due to business or personal relationships that 440 maintains with persons having an interest in the outcome of certain votes, 440 will take appropriate steps to ensure that its proxy voting decisions are made in the best interest of its clients and are not the product of such conflict.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about our financial condition. 440 has no financial commitment that impairs our ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding.

Part 2B of Form ADV: Brochure Supplement

440 Investment Group, LLC
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March 8, 2012

This Brochure Supplement provides information about Martin C. Bicknell that supplements the 440 Investment Group, LLC Brochure. You should have received a copy of that Brochure. Please contact us if you did not receive our Brochure or if you have any questions about the contents of this supplement.

Additional information about Martin C. Bicknell is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Martin C. Bicknell, Chief Executive Officer
Born 1968

Post-Secondary Education:

Pittsburg State University – 1991, BA

Recent Business Background:

Montage Investments, LLC, Chief Executive Officer, 08/2009 – Present

Mariner Holdings, LLC, Chief Executive Officer, 09/2008 – Present

Mariner Wealth Advisors, LLC, Chief Executive Officer, 05/2006 – Present

Mariner Wealth Advisors, LLC, Chief Investment Officer, 05/2006 – 08/2007

A.G. Edwards & Sons, Inc., Senior V.P. of Investments / Branch Manager, 05/1991 –05/2006

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

CEO of Mariner Holdings which owns and operates all affiliated investment advisers of 440.

CBIZ Financial Solutions, LLC, Financial Services, Registered Representative, 2011-Present.

Item 5- Additional Compensation

No information is applicable to this Item.

Item 6 - Supervision

Marty Bicknell, Gary Henson, and Cheryl Vohland, the firm's Chief Compliance Officer, are responsible for all internal supervision. Gary Henson is responsible for the formulation and monitoring of investment advice offered to clients, documentation of investment meetings, oversight of all material investment policy changes, and conducting of periodic testing to ensure that client objectives and mandates are being met. He can be reached at (913) 647-9700. Cheryl Vohland reviews all employee personal securities transactions on a quarterly basis.

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March 8, 2012

This Brochure Supplement provides information about Gary Henson that supplements the 440 Investment Group, LLC Brochure. You should have received a copy of that Brochure. Please contact us if you did not receive our Brochure or if you have any questions about the contents of this supplement.

Additional information about Gary Henson is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Gary Henson, CFA, CFP®, Chief Investment Officer
Born 1966

Post-Secondary Education:

Westminster College – 1988, BA

Recent Business Background:

Mariner Holdings, LLC, President, 01/2011 – Present

Montage Investments, LLC, President, 01/2011 – Present

Montage Investments, LLC, Chief Investment Officer, 08/2009 – Present

Mariner Wealth Advisors, LLC, Chief Investment Officer, 09/2007 – Present

Country Club Trust Company, Senior Vice President, 02/2002 – 09/2007

Professional Designations:

Chartered Financial Analyst®

Certified Financial Planner™

The CFA designation is granted and administered by the CFA Institute. To earn a CFA charter, applicants must have four years of qualified investment work experience, become a member of the CFA Institute, pledge to adhere to its Code of Ethics and Standards of Professional Conduct, and complete the CFA Program. The CFA Program consists of three levels of study on topics including ethics, investments, economics, financial reporting, corporate finance, and portfolio management. Applicants must pass a six-hour exam to advance through each level.

Details on the requirements of CFA charter holders are available at
<http://www.cfainstitute.org/cfaprogram/Pages/index.aspx>.

The CERTIFIED FINANCIAL PLANNER™, (CFP®) and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a

Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;

- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the *Standards of Professional Conduct*. The *Standards* prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

President of Mariner Holdings which owns and operates all affiliated investment advisers of 440.

Item 5- Additional Compensation

No information is applicable to this Item.

Item 6 - Supervision

Marty Bicknell, Gary Henson, and Cheryl Vohland, the firm's Chief Compliance Officer, are responsible for all internal supervision. Gary Henson is responsible for the formulation and

monitoring of investment advice offered to clients, documentation of investment meetings, oversight of all material investment policy changes, and conducting of periodic testing to ensure that client objectives and mandates are being met. He can be reached at (913) 647-9700. Cheryl Vohland reviews all employee personal securities transactions on a quarterly basis.

Part 2B of Form ADV: Brochure Supplement

440 Investment Group, LLC
11300 Tomahawk Creek Parkway, Suite 200
Leawood, KS 66211
(913) 647-9700
www.440ig.com

March 8, 2012

This Brochure Supplement provides information about Theodore T. Conrad that supplements the 440 Investment Group, LLC Brochure. You should have received a copy of that Brochure. Please contact us if you did not receive our Brochure or if you have any questions about the contents of this supplement.

Additional information about Theodore T. Conrad is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2- Educational Background and Business Experience

Theodore T. Conrad, Portfolio Manager
Born 1979

Post-Secondary Education:

Kansas State University – 1991, BS in Business Administration and Finance

Recent Business Background:

440 Investment Group, LLC, Portfolio Manager, 2008 – Present

Montage Investments, LLC, Portfolio Manager, 2007 – Present

Welton Investment Corporation, Senior Trader, 2006 – 2007

Item 3- 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 each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Kansas State University Finance Alumni Board.

Item 5- Additional Compensation

No information is applicable to this Item.

Item 6 - Supervision

Marty Bicknell, Gary Henson, and Cheryl Vohland, the firm's Chief Compliance Officer, are responsible for all internal supervision. Gary Henson is responsible for the formulation and monitoring of investment advice offered to clients, documentation of investment meetings, oversight of all material investment policy changes, and conducting of periodic testing to ensure that client objectives and mandates are being met. He can be reached at (913) 647-9700. Cheryl Vohland reviews all employee personal securities transactions on a quarterly basis.

440 INVESTMENT GROUP, LLC PRIVACY POLICY

FACTS	WHAT DOES 440 INVESTMENT GROUP, LLC DO WITH YOUR PERSONAL INFORMATION?	
WHY?	Financial companies choose how they share your personal information. Federal law gives consumers the right to limit some but not all sharing. Federal law also requires us to tell you how we collect, share, and protect your personal information. Please read this notice carefully to understand what we do.	
What?	<p>The types of personal information we collect and share depend on the product or service you have with us. This information can include:</p> <p>■ Name; ■ Social Security number; ■ Address; ■ Assets; ■ Income; ■ Account Balances; ■ Account Transactions; ■ Transaction History; ■ Transaction or Loss History; ■ Investment Experience; ■ Risk Tolerance; ■ Retirement Assets; ■ Checking Account Information; ■ Employment Information; ■ Wire Transfer Instructions.</p> <p>If you decide at some point to either terminate our services or become an inactive customer, we will continue to adhere to our privacy policy, as may be amended from time to time.</p>	
How?	All financial companies need to share clients’ personal information to run their everyday business. In the section below, we list the reasons financial companies can share their clients’ personal information; the reasons 440 Investment Group, LLC (“440”) chooses to share; and whether you can limit this sharing.	
Reasons we can share your personal information	Does 440 Investment Group, LLC share?	Can you limit this sharing?
For our everyday business purposes—such as to process your transactions, maintain your account(s), respond to court orders and legal investigations, or report to credit bureaus	Yes. 440 may share personal information described above for business purposes with a non-affiliated third party if the entity is under contract to perform transaction processing or servicing on behalf of 440 and otherwise as permitted by law. Any such contract entered by 440 will include provisions designed to ensure that the third party will uphold and maintain privacy standards when handling personal information. 440 may also disclose personal information to regulatory authorities as required by applicable law.	No.
For our marketing purposes—to offer our products and services to you	No.	We don’t share.
For joint marketing with other financial companies	No.	We don’t share.
For our affiliates’ everyday business purposes—information about your transactions and experiences	Yes. 440 shares personal information with affiliates as permitted by law.	No.
For our affiliates’ everyday business purposes—information about your creditworthiness	No.	We don’t share.
For nonaffiliates to market to you	No.	We don’t share.
QUESTIONS?	Call (913) 647-9700 or email compliance@mariner-holdings.com	

Who is providing this notice?	440 Investment Group, LLC
How does 440 Investment Group, LLC protect my personal information?	<p>To protect your nonpublic personal information from unauthorized access and use, we use security measures that comply with federal law. These measures include computer safeguards and secured files and buildings.</p> <p>440 limits access to personal information to individuals who need to know that information in order to service your account.</p>
How does 440 Investment Group, LLC collect my personal information?	<p>We collect your personal information, for example, when you</p> <p>Complete account paperwork; ■ Seek advice about your investments; ■ Direct us to buy securities; ■ Direct us to sell your securities; ■ Enter into an investment advisory contract; ■ Give us your contact information;.</p> <p>We also collect your personal information from others, such as credit bureaus, affiliates, or other companies.</p>
Why can't I limit all sharing?	<p>Federal law gives you the right to limit only</p> <ul style="list-style-type: none"> ■ sharing for affiliates' everyday business purposes—information about your creditworthiness ■ affiliates from using your information to market to you ■ sharing for non-affiliates to market to you <p>State laws and individual companies may give you additional rights to limit sharing.</p>

Affiliates	<p>Companies related by common ownership or control. They can be financial and nonfinancial companies.</p> <p>■ 440 may share personal information described above for business purposes as permitted by law with our affiliates. Our affiliates include financial companies such as investment advisers. 440 does not share nonpublic with affiliates so that they can market their services or products to you.</p>
Non-affiliates	<p>Companies not related by common ownership or control. They can be financial and non-financial companies.</p> <p>■ 440 may share personal information described above for business purposes with non-affiliated third parties performing transaction processing or servicing on behalf of 440 and otherwise as permitted by law. Such companies may include broker-dealers, banks, investment advisers, mutual fund companies and insurance companies. 440 may also share personal information with parties who provide technical support for our hardware and software systems and our legal and accounting professionals. 440 does not share with non-affiliates so that they can market their services or products to you.</p>
Joint marketing	<p>A formal agreement between nonaffiliated financial companies that together market financial products or services to you.</p> <p>■ 440 does not jointly market with nonaffiliated financial companies.</p>