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May 9, 2011

**Item 1 – Cover Page**

This Form ADV, Part 2 is the “Disclosure Brochure” or “Brochure” as required by the Investment Advisers Act of 1940. This document is a very important piece of the advisory relationship between the Clients or Prospective Clients of Altaira Investment Solutions, LLC.

This Brochure provides information about Altaira Investment Solutions, LLC’s qualifications and business practices. If you have any questions about the contents of this Brochure, please contact our Chief Compliance Officer and Senior Managing Director, David Tsujimoto at 253.226.7352 or at [david@altaira.com](mailto:david@altaira.com).

**Please note:**

The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any State Securities Regulatory Authority.

Altaira Investment Solutions is an investment adviser registered with the Securities and Exchange Commission. Our registration as an Investment Adviser does not imply any level of skill or training. The oral and written communications we provide to Clients or Prospective Clients (including this Brochure), is information that you should use to evaluate Altaira Investment Solutions, LLC (and other investment advisers).

Additional information about Altaira Investment Solutions, LLC, (and our employees) is available to you for free, by using the Securities and Exchange Commission “public disclosure” website. This site is called “Investment Adviser Public Disclosure” and is available at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## Item 2 – Material Changes

The following material changes are present in this update to Altaira Investment Solutions LLC (AIS, Altaira, us, we, our) Part 2 A and B Brochure:

- 1 Overall: we have removed the reference to a joint venture with Wainwright Investment Counsel as the agreement has not been executed; there is an agreement in principal only. As a result, Altaira Investment Solutions is not (as of April 6, 2011) being marketed in the United States.
- 2 Material changes include the following disclosure Items
  - a. Item 4, Advisory Business
    - i. Removal of discretionary, sub-advised services for non-affiliated entities (and labeled in one case, “inactive”)
  - b. Item 5, Fees and Compensation
    - i. Removal of discretionary, sub-advised services for non-affiliated entities
  - c. Item 6, Performance Based Fees and Side-by-Side Management
    - i. Removal of performance fee disclosure related to Wainwright
  - d. Item 10, Other Financial Industry Activities and Affiliations
    - i. Removal of references to sub-advised services to Wainwright
  - e. Item 12, Brokerage Practices
    - i. Removal of references to sub-advised services to Wainwright, including discretionary brokerage authority, soft dollars, directed brokerage and aggregate / block trading
  - f. Item 13, Review of Accounts
    - i. Removed the description of sub-advised account reviews for a third party, un-affiliated adviser to whom we are sub-adviser (Wainwright)
  - g. Item 16, Investment Discretionary Authority
    - i. Removed references to investment discretion we anticipated having under sub-advised services to Wainwright
    - ii. As a result, AIS does not have investment discretionary authority

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## Item 4 – Advisory Business

As stated above, Altaira Investment Solutions, LLC is a newly registered investment adviser with the US Securities and Exchange Commission (since November 15, 2010). We are a wholly-owned subsidiary of Altaira Ltd a holding company located in London, England.

There are no individuals or entities who own 25% or more of the shares of Altaira Ltd.

Our principal executive officers include the following individuals:

Anthony Acampora, Managing Member, President, Director  
Ralph Acampora, Member, Senior Managing Director, Portfolio Manager,  
David Tsujimoto, Chief Compliance Officer, Member, Senior Managing Director

We do not have any “subsidiaries”; however, we do have affiliated entities (under common control and ownership with us through the holding company). Please see below for detail, Item 10.

We provide a number of advisory services to our Clients; each is summarized in the table, below. Services are provided to two categories of Clients:

- Un-affiliated investment advisers and other financial organizations; and
- Affiliated entities

### Assets under Management as of March 31, 2011:

Type	Assets Under Management (in U.S. dollars)
Discretionary	\$ 0.00
Non-Discretionary	\$42,300,000.00
<b>Total</b>	<b>\$42,300,000.00</b>

<b>Service Description</b>	<b>Status (Adviser or Sub-Adviser)</b>	<b>Relationship (Affiliated, Not-Affiliated<sup>1</sup> or NA)</b>	<b>Comments</b>
1. Discretionary Portfolio Management	Sub-Adviser	Not-Affiliated	We are appointed as a sub-adviser to provide investment discretionary portfolio management services and brokerage discretionary authority for separately managed accounts of third party investment advisers, upon activation of joint venture agreements with third party money managers in the United States.
2. Non-Discretionary Portfolio Management	Sub-Adviser	Affiliated	UCITS Fund. The investment adviser is our affiliate Altaira Wealth Management, SA, Geneva, Switzerland, (AWM); the fund is domiciled in Luxembourg.
3. Non-Discretionary Portfolio Management	Sub-Adviser	Affiliated	Non-Fund, individual (persons or entities) separately managed accounts for our affiliate (AWM). Sub-advised clients may reside in Switzerland or other non-US countries.
4. Consulting	Adviser	Affiliated	Due diligence and recommendations on other investment advisers and/or products managed by those advisers.

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<sup>1</sup> These terms define the ownership relationship between Altaira Investment Solutions, LLC (AIS) and other companies “under common control and ownership” with us. AIS is 100% owned by Altaira Ltd. a holding company in the United Kingdom (UK). In addition to AIS, Altaira Ltd also owns:

- Altaira Wealth Management, SA (Geneva) (Altaira Ltd is 100% owner)
- Altaira Funds Ltd (the UCITS fund “distributor” located in the UK (A division of AWM), and
- Altaira Middle East BSC a newly established entity located in the Kingdom of Bahrain and in the process of being established as a registered investment company (Altaira Ltd is 60% owner)

## **Investment Strategy / Product:**

We may use a number of “investment products or strategies” to manage clients assets as a sub-advisor. However, all portfolio management services / solutions are based upon our proprietary, model-driven “Active Tactical Solution” (ATS). Please see Item 8, below, for additional detail.

ATS is a constantly screened, proprietary methodology used by AIS and our portfolio managers to allocate client assets across a number of ETFs (Exchange Traded Funds) as markets and market performance dictate (positive) or we may move to cash or cash equivalents when market data is less positive (negative).

Besides raw market data, AIS’ research and portfolio management team also monitor global economic and political events to evaluate the global market’s performance in light of this data; it is this “analysis and monitoring” that provides the triggers to tactically allocate to the market or to cash or somewhere in between.

As stated, we may customize the ATS model for various clients or assignments, including those sub-advisory assignments for Affiliated (non-US) entities or un-affiliated (US) entities that may engage us as a sub-adviser.

### Securities used for ATS:

For US domiciled entities, the ATS strategy invests primarily in ETFs (and similar securities) traded on US Exchanges, including NASDAQ (and cash or cash equivalents).

For European domiciled entities (including affiliates) the ATS strategy invests primarily in EURO denominated ETFs (and similar securities) traded on the major stock exchanges across Europe.

ATS *does not use* ETFs that replicate the “short side” of the markets (called Inverse ETFs or synthetic short ETFs), etc.

**The section, below, provides a full description of each service listed in the table, above.**

## **1. Discretionary, Sub-Adviser for Non-Affiliated Entities**

We provide investment discretionary portfolio management services as a sub-adviser to clients of third party, unaffiliated investment advisers upon the execution and implementation of a joint venture agreement with a third party money manager in the United States (not active as of April 6, 2011).

## **2, 3. Non-Discretionary Portfolio Management Services to an Affiliate (AWM)**

On behalf of our affiliated adviser in Geneva, we provide sub-advisory services to two types of clients for AWM:

- The UCITS Fund, and
- Separately Managed Accounts (non-fund)

In both cases, the service we provide is the ATS, restricted primarily to EURO denominated ETFs traded across European Exchanges. However, due to uniqueness in Swiss Law, AIS cannot (as the agreements stipulate) have investment or brokerage discretionary authority, even as sub-adviser. As a result we are a non-discretionary portfolio manager for AWM. We provide explicit recommendations, weightings and transactions to AWM who has the actual investment and brokerage discretionary authority.

AWM as the adviser to the Funds or Separate Accounts are not obligated to follow the recommendations of AIS, however, it is anticipated that AWM will evaluate the recommendations (to ensure consistency with the Prospectus, Investment Policy and Restrictions (if any)); implementing the recommendations consistent with the sub-advisory expertise for the ATS provided by AIS.

Fund: The UCITS Fund is a Luxembourg-based, UCITS collective investment vehicle (mutual fund or registered fund); we provide our services through a written, sub-advisory investment management agreement with Altaira Wealth Management, SA, located in Geneva, Switzerland (AWM). The fund's investment adviser is AWM.

Separate Accounts: Individuals (persons, corporations or business entities): We also provide clients of AWM located in Switzerland or Europe non-discretionary portfolio management services and offer the Active Tactical Solution investment approach / strategy; AIS is bound by the Swiss limitations described above (related to investment or brokerage discretion)

Bahrain: Services provided to clients of Altaira Middle East, BSC, an affiliated investment adviser registered with the Central Bank of Bahrain (located in the Kingdom of Bahrain) are also sub-advisory for those assets allocated to AIS. Services will be provided to Separately Managed Accounts for individuals, corporations or business entities, registered funds or private funds located in Bahrain / the Islamic World.

Current services provided include the Active Tactical Solution (ATS).

#### **4. Consulting Services to Affiliated Entities**

Due Diligence: We provide due diligence services and “recommendations” to our affiliated entities (Geneva, Bahrain) related to third-party money managers and / or products managed / offered by these money managers, including private funds (also known as so-called hedge funds).

As a result of our due diligence work (globally), our affiliates may decide to:

- a. To invest with the money manager / product
- b. To withhold investment from the money manager / product, or to
- c. Terminate an investment with the money manager (or product)
- d. A client could include a separate account for an individual or institution or a co-mingled fund, such as a private investment fund (also known as Private Funds or Hedge Funds).

Investment Research: We provide investment research and recommendations on asset allocations, investment models and money manager / private funds for our Geneva and Bahrain affiliates.

Research delivery may be at the request of an affiliate (to provide an assessment of a strategy, manager or product our affiliate is interested in). Such investment related research may include a component of the due diligence services as described above. Output from such investment research may include recommendations via telephone, formal written report / or letter or more informal recommendations and periodic updates via email or other delivery methods as we may agree to provide.



Investment research may be provided on an ad hoc basis, monthly or quarterly; research parameters will be identified in the written agreement we execute with an affiliate.

## **Item 5 – Fees and Compensation**

### **1. Discretionary, Sub-Adviser for Non-Affiliated Entities**

Not active.

### **2, 3. Non-Discretionary Portfolio Management Services to an Affiliate (AWM)**

Sub-Adviser to the UCITS Fund: For the sub-advisory (and non-discretionary) services provided by AIS to AWM for the UCITS Fund, AIS receives the following advisory fee compensation:

- 35% of the asset-based fee the Fund pays to AWM;
- 65% of the performance fee, if any, payable by the Fund to AWM; and,
  - These fees are subject to a “minimum annual management fee” payable to AIS of .025% of the total assets under management in the ATS Fund (regardless of the class of shares in the fund).

Fees are payable quarterly in arrears within 15 business days of the first month following the end of each calendar quarter by AWM to AIS. The fees may be pro-rated for other than beginning or end of calendar quarter time periods (when establishing or terminating an advisory relationship).

Sub-Adviser to Separate Accounts: For sub-advisory services to separate accounts (non-fund accounts) under AWM, AIS is compensated as follows:

- 35% of the asset-based fee the Fund pays to AWM;
- 65% of the performance fee, if any, payable by the Fund to AWM;

Fees are payable quarterly in arrears within 15 business days of the first month following the end of each calendar quarter by AWM to AIS. The fees may be pro-rated for other than beginning or end of calendar quarter time periods (when establishing or terminating an advisory relationship).

The sub-advisory services may be terminated in normal course of business by either party delivering written notice to the other, the termination becomes effective on 6 (six) months-advanced notice to the other. However, if either party violates provisions of the written agreement between AIS and AWM, the agreement may be terminated immediately. Regardless, all fees due and payable to AIS are deemed due to AIS from AWM upon termination.

#### **4. Consulting Services to Affiliated Entities**

For Due Diligence and Investment Research Services provided to affiliated entities (Geneva and Bahrain), AIS is paid as we negotiate with each entity, either on an annual retainer basis (billed quarterly, in arrears) or, for ad hoc services a fixed fee. The ranges of fees charged by AIS to affiliates are negotiated and are from:

- A low of zero (at our discretion, we may determine not to charge our affiliates a fee for due diligence or investment research services)
- A high of \$240,000 USD per year (\$20,000 per month), billed either monthly or quarterly in arrears as stipulated in the consulting agreement with our affiliates.

A consulting agreement with affiliates may be terminated by either party with written notice to the other, subject to a 3 month termination period. Earned and un-paid fees will be paid by our affiliates within 15 business days from the termination date of the agreement. All fees are invoiced by AIS and are paid by our affiliates via check or wire transfer.

#### **General Information on Advisory Fees**

1. AIS does not impose:
  - a. A minimum account / portfolio size to receive our services
  - b. A minimum annual fee for our services
2. All fees we charge for our services are negotiable based upon a number of factors (services, portfolio size, administrative and other services, investment discretion (or no discretion), brokerage discretion or no brokerage discretion, among others).
3. We may provide our portfolio management services to employees, family members, members of our affiliates or friends of AIS and our principals at no cost or at fee schedules that are lower than those disclosed above. These fee schedules (including free services) are not available to Un-Affiliated Clients of Altaira Investment Solutions LLC (or our affiliates).
4. Clients (you) should understand that similar advisory services as described above may be available from other sources at fees that are higher or lower than the fees charged to affiliated and non-affiliated clients of AIS (except those services to affiliates that may be provided free of charge).

5. Our advisory fees are charged as described above, and with certain limitations (to AWM clients), the fees charged are based upon the appreciation of the funds or the securities held in a portfolio (sub-advised). This paragraph is not applicable to fixed fees as described.
6. The fees you pay to us (directly or through your Primary Adviser when we act as sub-adviser) do not include the following fees as described below. All listed fees or expenses are borne solely by you the underlying client. In addition, *we do not receive*, directly or indirectly any portion of the fees or expenses described below, that are charged directly to you):
  - a. Fees and expenses (including advisory fees and administrative fees) charged to shareholders of mutual funds (including registered collective investment vehicles or schemes) and ETFs (domestic or international)
    - i. To fully understand the total fees and expenses you may incur in receiving our advisory services, please review the prospectus of the mutual fund or ETF for complete information (prospectus' are provided by directly to you by your broker dealer / custodian)
    - ii. When AIS is hired as a sub-adviser, you also need to review the Primary Adviser's disclosures and contracts to ascertain the total fees you will be charged for portfolio management services.
  - b. The fees payable to AIS *do not include*:
    - i. Brokerage commissions (agency or principal, i.e., mark-up or down, if applicable)
    - ii. 12b-1 mutual fund distribution fees
    - iii. Transaction fees (SEC or exchange)
    - iv. Other related costs or expenses
    - v. Other fees and expenses charged to you or your account
    - vi. Charges imposed by your custodian or broker dealer
    - vii. Custodial Fees
    - viii. Deferred sales charges (on mutual funds)
    - ix. Odd-lot differentials (if applicable)
    - x. Transfer taxes
    - xi. Wire transfer and electronic fund transferring fees
    - xii. Among others
  - c. Most, but not all of these additional fees and expenses are disclosed on the confirmations of security transactions charged to you by the executing broker dealer or your custodian (as the case-may-be), or they are identified on the statement you receive directly from your broker dealer or custodian.

Other Items in this Brochure provide additional information and disclosure related to "other costs" you may incur. Please see Item 12.

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

AIS provides portfolio management services on a non-discretionary basis, only, as described under Items 4 and 5, above.

As a newly formed investment adviser, we do not have, today, direct or indirect actual or potential conflicts of interests present in providing portfolio management services (as sub-adviser) for Clients to whom performance-based fees are charged by the Primary Adviser.

Although we may earn a performance-based fee allocation from our affiliate, AWM and the UCITS Fund to whom we act as non-discretionary sub-adviser, the compensation is actually earned by AWM as the Primary Adviser (AWM implements Fund purchase and sale recommendations from AIS). The securities used for the UCITS Fund are Euro-Denominated ETFs (and similar securities).

We do anticipate our business to change during 2011 (Quarter 2 through 4). We will update this disclosure as our business matures and as situations warrant and distribute the update to all off our Clients as required.

## **Item 7 – Types of Clients**

AIS provides our advisory services (as described under Item 4, above) to the following types of Clients. However, for portfolio management services, we act as sub-adviser only to the Primary Adviser. For consulting services, we provide the services directly to the Client:

- High net worth individuals (accredited or qualified)
- Investment Companies (mutual funds or collective investment schemes)
- Other pooled investment vehicles (hedge funds, private equity funds)
- Charitable organizations
- Corporations or other business entities
- Pension and profit sharing plans
- Taft-Hartley plans
- Banks, Trust Companies
- Among others.

We do not impose minimum account sizes or minimum annual fees (please see Item 5, above).

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

The methods of analysis and investment strategies at AIS are provided based on the extensive experience of our investment professionals (see Part 2 B group supplement to this brochure; each individual's biographical information). Our professionals have developed for AIS, a proprietary, internal system to monitor markets, securities and associated risk levels.

Our investment philosophy drives our investment solution. We emphasize minimizing market risk, the preservation of portfolio capital, and liquidity.

Investment decisions, including market exposures, are based upon our Portfolio Manager's "Fusion Analysis," or a blending of "skills" which relate directly to the two primary methods used by our investment professionals:

- Technical analysis (defined as the study of relationships among security market variables, such as price levels, trading volume, and investor psychology, so as to gain insights into the supply and demand for securities)
- Fundamental analysis (defined as a method of evaluating securities by examining a company's or markets valuation, e.g., price/earnings, price/book, sales or earnings growth potential).
- Macro analysis (defined as a global economic top-down approach that also incorporates quantitative analytical inputs).

We provide solutions to help Clients achieve stated goals and objectives whether we manage your account as a Primary Adviser or as a sub-adviser (as described under Item 4, above). This is accomplished by making decisions based on the security markets and our interpretation of the influences on the markets. We focus on absolute return defined as the net performance of a portfolio. We monitor, but are not focused on the over or under performance of an index or other benchmark.

We do not believe our method of security analysis or our Fusion Analysis results in a significant or unusual risk to our Clients.

We are focused money managers. As a result, we offer our clients (whether as a sub-adviser or as the Primary Adviser) for whom our strategy is suitable one Investment Strategy (as described under Item 4, above):

### **ATS (Active Tactical Solution)**

ATS is designed around the following concepts:

1. Low cost investments (both in fees and commissions to purchase or sell) through the use of ETFs (Exchange Traded Funds ) and similar securities, and

2. Being fully invested when markets and other economic data indicate the risks are reasonable for full market exposure, or being invested solely in cash or cash equivalents (ETFs that invest in US Government treasuries, money market mutual funds, cash or cash equivalents) when data indicates the risk is not warranted.

The goal of the strategy is to take advantage of market appreciation and to minimize the impact of market under performance (protecting invested capital and profits, when achievable). As a result, we may be fully or partially invested in ETFs that replicate market exposures (for example, ETFs that replicate the S&P 500 index, the Dow Jones 30 Industrials index or others).

The measure of performance (or success) of this strategy is not “out performance of an index.” The measure of success is the absolute or total return of a Client’s portfolio (appreciation of invested assets) and the minimization of capital losses of assets in the portfolio, including invested assets.

ATS is specifically focused on the following:

- Portfolio structure
- Technical timing (in our out of the market exposure), and
- The use of ETFs and similar securities (including cash and cash equivalents)
  - Although areas of investment focus may change over time, the current areas of focus include the following (in constructing portfolios):
    - Global Equity ETFs
    - Cash and cash equivalents
    - Commodities
      - Precious metals
    - Fixed income ETFs
    - Market volatility

The strategy is focused on short to medium time horizons (6 months to 1 year or more). As stated, over time the strategy can be 100% invested or 100% in cash and can change quickly.

ETFs are generally, liquid investments (whether domestic or foreign). However, there are some ETFs that are not liquid; as part of our assessment of ETFs to purchase for Client portfolios liquidity is a factor.

In addition, for large purchases of ETFs according to our strategy, we may ask the creator or manager of the ETF to take our investment by creating a new class of the ETF so the investment can be made without significant impact to the Exchange Traded ETF. This is a solution used by many institutional investors and money managers to facilitate the investment of large blocks of capital (cash). If you have questions, please contact AIS.

**Risk of Loss:**

Investments in securities always carry the potential for the risk of loss of your invested assets.

To be clear: Your decision to invest in securities carries the potential for a loss of your invested assets (your principal amount) or any appreciation of your holdings that have not been realized (those securities that were not sold to lock in the appreciation, i.e., profit). Losses in an investment portfolio are a potential event you should be prepared to bear.

Securities used by AIS for the Active Tactical Strategy (including ETFs traded on US exchanges or non-US Exchanges) carry the potential for loss of your principal (invested) assets.

We do not represent to any client, either directly or indirectly, any level of performance or any representation that our professional services will not result in a loss to your invested assets. We do our very best as an investment adviser to manage risk exposures and to prevent losses; however, losses cannot be prevented in all cases.

## **Item 9 – Disciplinary Information**

Under this Item we are required to disclose to you any information and related material facts regarding any legal or disciplinary events that would be material to you (a current Client or prospective Client) of AIS, including Clients to whom we provide portfolio management services as a sub-adviser.

These disclosures relate to the integrity of AIS or any of our employees or management personnel.

*Please be advised that AIS does not have any legal or disciplinary events or history to disclose to you.*

You may confirm this statement by reviewing the Form ADV, Part 1 on the SEC's Public Disclosure Website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by clicking on "investment adviser search" and typing in "Altaira Investment Solutions". Then you can review Item 11 questions related to our disciplinary history (all are checked "no").

## Item 10 – Other Financial Industry Activities and Affiliations

Altaira Investment Solutions LLC is a wholly owned subsidiary of Altaira Ltd a holding company located in London, England (United Kingdom).

As part of the Altaira group of companies, Altaira Ltd also owns either 100% of or a majority of the following companies, in addition to AIS:

<b>Name</b>	<b>Type (Investment Adviser, Broker Dealer, Mutual Fund)</b>	<b>Location</b>
Altaira Wealth Management, SA	Investment Adviser	Geneva, Switzerland
Altaira Funds – Altaira Active Tactical Solution	Mutual Fund (UCITS III collective investment vehicle)	Luxembourg
Altaira Funds Ltd	Broker Dealer (Mutual Fund Distribution)	London, England
Altaira Middle East, BSC	Investment Adviser	Bahrain (Kingdom of)

As described (Item 4) above, AIS provides sub-advisory services to:

- Altaira Wealth Management, on behalf of the Altaira Active Tactical Solution Fund as a non-discretionary sub-adviser
- Altaira Wealth Management, on behalf of certain separately managed accounts as a non-discretionary sub-adviser
- Altaira Middle East, BSC as a sub-adviser for their clients (fund or separate accounts. This is a newly formed entity and as of December 25, 2010 is not yet registered or active in Bahrain).

Please see items 4 and 5 for a complete description of the services and fees charged to our affiliated entities.

We have evaluated our business relationships with affiliated entities. Based upon that evaluation, we do not believe we have relationships that cause “material conflicts of interest” with our affiliates.

Should this situation change, we will make additional (or update existing) disclosures, as necessary.



## Item 11 – Code of Ethics

AIS takes our responsibility to our Clients very seriously when acting as a principal adviser or sub-adviser to you and your accounts. We are required by the SEC and the Investment Advisers Act of 1940 to have in place written policies and procedures to prevent the miss-use of material, non-public information (Insider Trading) and a Code of Ethics.

As a result, we have developed a Code of Ethics that apply to all employees of AIS, regardless of their function. The Code addresses several areas of regulatory compliance, our fiduciary obligations to you and those standards we think are “good business.” These areas include:

- Code of conduct, including acknowledgement of our fiduciary obligations, standard of ethics in business dealings internally and with our clients
- Personal and proprietary trading requirements and standards
- Prohibition on insider trading when AIS is in possession of material, non-public information, and
- Gifts and entertainment reporting (which are potential conflicts of interest)

As an investment adviser, AIS and our employees may follow our own advice, therefore, we may purchase for ourselves, our family members and other accounts to which we have “beneficial ownership” the same securities recommended to you, our Client. We acknowledge that this activity is a potential conflict of interest. As a result (and to comply with SEC requirements under the Investment Advisers Act of 1940, we have implemented the following (which are a summary of our Code’s requirements) :

### Personal and Proprietary Trading:

When we purchase or sell securities for our own accounts or those of a beneficial nature to us (family and other accounts), we recognize the potential conflict of interest that is inherent in this activity. To meet both our fiduciary and regulatory obligations to you, we have developed and implemented the following controls to address (and mitigate) this potential conflict of interest; our controls include:

1. Personal Trading by Employees
  - a. Restrictions and limitations on the personal trading of *all employees*
  - b. Reporting (disclosure) brokerage accounts, security holdings upon hire and annually thereafter, all beneficial ownership accounts (spouse, significant other, etc.)
  - c. Reporting of all transactions in securities (unless exempt, i.e., “reportable securities”) on a quarterly basis
  - d. Pre-Clearance of certain personal securities transactions
  - e. Restrictions and limitations on the receipt of or providing gifts, entertainment and political contributions

## 2. Insider Trading Prohibitions

- a. Prevention and restrictions on activity when in possession of material, non-public, inside information

As a result, a summary of our Code's requirements include the following.

### 1. Personal Conduct:

- Require every employee to act with integrity, competence, diligence, respect in an ethical manner with the public, Clients, Prospective Clients, AIS and affiliates, employees, colleagues, vendors, suppliers and other investment professionals encountered in day-to-day activity
- Place the integrity of the investment profession, the interests of Clients ahead of our own (or the employee's) interests
- Prohibits the use of your position at AIS (or affiliates) to enrich yourself
- To notify the CCO when potential conflicts of interest are identified

### 2. Permits employees to trade in the same securities recommended to our Clients

- Allows employees to own securities that may be subsequently purchased for Clients
  - Allows employees to purchase securities that would otherwise not be suitable for, or purchased by AIS for Clients (for example, individual stocks or bonds) or securities other than ETFs
  - Prohibits giving preference to orders for employees over the orders for Clients
  - Requires, when Client trades are aggregated (blocked together) with employee trades (pursuant to our investment and brokerage discretionary authority) that shares purchased over time (if applicable) will be "average priced" so all participants in the "block" receive the same price.
    - If partial fills are completed, Client orders (non-employee) are completely filled before employee transactions)
  - Prohibits anyone from giving preference to orders for employees (over orders for Clients)
  - Requires every person to conduct all personal securities trading in compliance with the Code and associated policies and procedures
- ### 3. Use reasonable care and prudence, including sound judgment, when conducting investment analysis, making investment recommendations or engaging in other professional activities on behalf of AIS (or affiliates)

If you would like a complete copy of our Code, please contact our CCO or AIS at the telephone number of the cover page of this brochure, or via email.

## **Item 12 – Brokerage Practices**

### **For Consulting Services:**

Our consulting services, described above under Items 4 and 5 do not include investment or brokerage discretionary authority. As a result, “brokerage practices” related to Consulting is “Not Applicable.”

### **For affiliated, sub-advised (AWM) accounts:**

AIS does not have investment or brokerage discretion. As a result AIS is not involved in the purchase or sale of securities as “recommended” to AWM for the Fund we sub-advise or for any separate account we may sub-advise.

Our Affiliate, AWM does (for the Fund to whom AWM acts as Primary Adviser) execute brokerage transactions for “commission recapture” which provides economic benefit to the Funds. Commission recapture allows the Funds to offset fees and expenses of the Fund with a portion of commission revenue.

Sub-advised clients for AWM may, or may not have commission recapture or similar arrangements in place (these are documented between AWM and each separate account client and is not information known directly to AIS).

## **Item 13 – Review of Accounts**

### **Review of Accounts:**

For accounts of AWM (our affiliate) to whom we provide sub-advisory / consulting services, AIS continually reviews the accounts for cash flows, holdings, confirmation that recommended transactions communicated to AWM have occurred (among other review data). In addition, we provide more comprehensive reviews on a monthly or (at least) quarterly basis for each AWM account to which we have supervisory and management responsibility.

Reviews are conducted by our Senior Managing Directors.

### **Reports:**

AIS does not generate or deliver reports to Clients.

The “primary” adviser, AWM generates reports to their clients. In addition to these reports from AWM Clients receive from their independent, third-party qualified custodian (bank, broker or dealer, trust company, insurance company, etc.) the following:

- A confirmations of each security transactions we place on your behalf, if applicable;
- Monthly account statements reflecting all transactions in your account, including;
  - Advisory fees payable to AWM
  - All holdings
  - Cash balances and Other related information (which may include cost basis and realized or un-realized gains or losses)

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

AIS does not pay, directly or indirectly any person (individual or company) for client referrals (or introduction).

AIS may receive from third parties (broker dealers) access to electronic platforms for the facilitation (execution) of purchase or sell orders directly through the broker dealer. Currently, Knight Capital Markets, LLC provides us this electronic access for the submission of buy or sell orders.

## **Item 15 – Custody**

AIS does not maintain custody of any Client’s funds or securities. All assets that we manage are held at a qualified, third party independent and qualified custodian (bank, broker dealer, trust company, insurance company, etc.)

No AIS affiliate maintains custody of any AIS client funds or securities; no AIS affiliate listed previously is a qualified custodian.

Although we do not maintain custody of any Client’s funds or securities (that we sub-advise) or issue reports to you, we recommend to every client the following:

If you do not receive your custodial statement on a monthly basis (or, at an absolute minimum, at least each calendar quarter) from your qualified custodian, contact your Primary Adviser or your qualified custodian *immediately*.

## **Item 16 – Investment Discretion**

We do not have investment discretionary authority.

## **Item 17 – Voting Client Securities (i.e., Proxy Voting)**

AIS does not vote proxies for any security that we purchase or sell for any Client.

ETFs held in your account vote the proxies and other solicitation materials of the underlying “issuers” held within the ETF (as applicable). The votes are cast by the “originator” (or organizer / underwriter) of the ETF and are voted consistent with their specific Proxy Voting Policies and Procedures.

Alternatively, the proxy voting responsibility may be held by AWM

As a result, AIS does not maintain Proxy Voting Policies or Procedures.

## **Item 18 – Financial Information**

AIS does not have any financial information or situation that require disclosure to any Client or Prospective Client (related to a financial condition material to your evaluation of AIS).

We are capitalized to an extent to meet our contractual and fiduciary obligations to our Clients; we have not been (nor has any employee been) subject to a bankruptcy proceeding.

## Part 2B of Form ADV: *Brochure Supplement*

### Item 1      Cover Page

This Part 2 B Brochure Supplement is provided for the following group of individuals for Altair Investment Solutions LLC:

**Ralph Acampora, Portfolio Manager and Senior Managing Director  
Robert Rossetti, Portfolio Manager,  
Joni Jensen, Research Manager, and  
David Tsujimoto, Senior Managing Director and Chief Compliance Officer**

**These individuals compromise the “providers of investment advice” for our firm.**

**Date: May 9, 2011**

Altaira Investment Solutions, LLC  
115 Broadway, Suite 1204  
New York, NY 10010  
[www.altaira.com](http://www.altaira.com)  
212-710-2636

**This brochure supplement provided information about Ralph Acampora, Robert Rossetti, Joni Jensen and David Tsujimoto. This section is supplemental to Altaira Investment Solutions’ Part 2A (or Firm Brochure). The Firm Brochure is attached; we have included the Part 2A and Part 2B together as we have the “group” of these four investment professionals.**

**Please contact Altaira at the telephone number above if you did not receive Part 2 A of Altaira’s brochure or if you have any questions regarding this supplement.**

**Additional information on Ralph, Robert, Joni or David may be available on the SEC’s website, [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)**

## Item 2 Educational Background and Business Experience

### **Ralph Acampora, CMT<sup>2</sup>**

**Age:** 69

#### **Education after High School:**

St. Joseph's Seminary, BA, 1965

Chartered Market Technician, CMT, administered by the Market Technicians Association

#### **Employment History, Last 5 years:**

Altaira Investment Solutions, LLC, Senior Managing Director, Portfolio Manager 2010 to Present

Altaira Wealth Management SA, Portfolio Manager, 2009 to Present

New York Institute of Finance, 2007 to 2009

Knight Capital, 2005 to 2007

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### **Robert Rosetti, CFA<sup>3</sup>**

**Age:** 63

#### **Education after High School:**

Roth School of Business, Long Island University, MBA, 1972

C.W. Post College, Long Island University, BA, 1970

CFA Institute, CFA (Chartered Financial Analyst), 1977

#### **Employment History, Last 5 years:**

Altaira Investment Solutions, LLC, Deputy Portfolio Manager, 2010 to Present

Morgan Stanley Investment Management, 1995 to 2010

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<sup>2</sup> Chartered Market Technician is a certification program administered by the Market Technicians Association (MTA). To qualify for the CMT certification each candidate must have been employed in a professional analytical or investment management capacity for a minimum of three (3) years and must be regularly engaged in this capacity at the time of successful passing all 3 levels of the CMT Exam. Levels 1 and 2 are multiple choice; with the third level an essay. In 2005, the NASD (now FINRA) submitted a rule filing with the US SEC to accept the CMT Levels 1 and 2 as an alternative to the Series 86 examination required of financial analysts. The CMT designation is focused on accreditation for professional demonstrating proficiency in the field of technical market analysis.

<sup>3</sup> The Chartered Financial Analyst Certification: is an international [professional certification](#) offered by the [CFA Institute](#) (formerly AIMR) to [financial professionals](#) who complete a series of three [examinations](#). To become a CFA candidates must pass each of three six-hour exams, possess a bachelor's degree from an accredited institution (or have equivalent education or work experience) and have 48 months of qualified, professional work experience. CFAs are also obligated to adhere to a strict Code of Ethics and Standards governing their professional conduct.

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**Joni Jensen, CFA**

**Age:** 50

**Education after High School:**

Brigham Young University, MBA, 1985

Brigham Young University, BS Economics, 1981

CFA Institute, CFA, 1994

**Employment History, Last 5 years:**

Altaira Investment Solutions, LLC, Research Manager, 2010 to Present

Altaira Wealth Management SA, 2009 to Present

McMahan Securities, 2004 to 2009

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**David Tsujimoto, CFA**

**Age:** 51

**Education after High School:**

University of Washington, MBA, 1987

University of Utah, BSc, 1983

CFA Institute, CFA, 1993

**Employment History, Last 5 years:**

Altaira Investment Solutions, LLC, Senior Managing Director, CCO, 2010 to Present

Altaira Wealth Management SA, 2009 to Present

Common Sense Investment Management 2008 to 2009

Russell Investment Group, 1996 to 2008

### **Item 3      Disciplinary Information**

**This Item 3 is not applicable.** We do not have any disciplinary events or histories to disclose. There are no material events to which Altaira or any employee, including the listed professionals, below have been named or involved.

Ralph Acampora

Robert Rosetti,

Joni Jensen, or

David Tsujimoto



## Item 4 Other Business Activities

Please see Item 2 above, “Employment History, Past 5 years” for complete biographical information on:

Ralph Acampora  
Robert Rosetti,  
Joni Jensen, and  
David Tsujimoto

Mr. Acampora, Ms. Jensen and Mr. Tsujimoto are all employees of Altaira Wealth Management SA (an affiliated investment adviser in Geneva, Switzerland) in addition to their positions with Altaira Investment Solutions LLC. Altaira Wealth Management and Altaira Investment Solutions are wholly-owned subsidiaries of Altaira Ltd a holding company in the United Kingdom. As a result, each individual is permitted to maintain additional employment with affiliated entities, only.

The amount of time each individual spends on time other than Altaira Investment Solutions varies over time; however, time allocated will be (generally) less than 50% of their time on activities related to Altaira affiliates.

## Item 5 Additional Compensation

**Not applicable.** Persons listed below do not receive additional compensation from any person in connection with our providing investment advice to Clients. This statement applies to:

Ralph Acampora  
Robert Rosetti,  
Joni Jensen, and  
David Tsujimoto

## Item 6      Supervision

David Tsujimoto (Sr. Managing Director and CCO) supervises all individuals listed in this Part 2 B, Brochure Supplement:

Ralph Acampora  
Robert Rossetti and  
Joni Jensen

David accomplishes this supervision by periodically monitoring the transaction activity across sub-advised clients and directly managed clients. David is also involved in the development and delivery of all advisory services.

The telephone number and email address for David are: 253.226.7352 and [d.tsujimoto@altaira.ch](mailto:d.tsujimoto@altaira.ch)

David Tsujimoto is supervised by Anthony Acampora, CEO and President of Altaira Ltd (the parent and sole shareholder of Altaira Investment Solutions). Anthony supervises David's activity by receiving periodic (weekly or monthly) reports and by holding frequent discussions (via telephone or email) with Mr. Tsujimoto related to the overall business of Altaira Investment Solutions (AIS).

In addition, as CEO. Anthony is involved in all principal decisions on behalf of AIS, including services, contracts and the onboarding of new clients or the development and implementation of new services or products. He is also an escalation point for issues that occur within AIS. Anthony can be reached at [a.acampora@altaira.ch](mailto:a.acampora@altaira.ch)