

## **CENTURY CITY CAPITAL MANAGEMENT, LLC**

**Investment Advice-Portfolio Management**

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### **Investment Advisor Brochure**

(Form ADV – Part 2A)

Dated: June 2011

**REQUIRED DISCLAIMER:** Century City Capital Management, LLC (“CCCM”) brochure provides information about the qualifications and business practices of CCCM. If you have any questions about the contents of this brochure, please contact us at (424) 202-3622 or at [www.centurycitycapital.com](http://www.centurycitycapital.com). The information in CCCM brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Addition information about CCCM is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) (the CRD number for Century City Capital Management, LLC is 158342).

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Investment Advice-Portfolio Management

Registered Investment Advisor Brochure (Form ADV – Part 2A) - Dated: June 2011

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## DISCRIPTION OF ADVISORY BUSINESS

### INTRODUCTION

Century City Capital Management, LLC (“CCCM”) provides discretionary and non-discretionary investment management services to individuals and families, high net worth individuals, banking institutions, corporations, corporate and public pension and profit-sharing plans, private investment companies and funds, trusts, estates charitable organizations, and other U.S. and international companies.

CCCM is a newly formed investment advisory firm, incorporated in 2011, but the experience, education, and back ground of its principals and investment adviser representatives can be found in the accompanying BROCHURE SUPPLEMENT document. CCCM’s principal owners are: **James Howard Williams, Crystal Yvette Mitchell and Marie Figueroa.** Mr. Williams owns 91 percent, Ms. Mitchell 5 percent and Ms. Figueroa 4 percent of CCCM.

The CCCM does business under the name of Century City Capital Management, LLC only.

### Types of Advisory Services CCCM Offers

CCCM offers customized investment strategies based on the stated investment objectives, risk tolerance and financial circumstances of each client.

CCCM offers discretionary and non-discretionary investment advisory accounts, and recommends a variety of investment vehicles on a discretionary and non-discretionary basis which includes private funds affiliated with and managed by CCCM (the “CCCM Funds”).

CCCM offers a discretionary investment management program through which client assets are invested according to the investment strategy of the client. Under discretionary management, clients’ assets may be invested in equities, fixed income instruments, equity and fixed income mutual funds, real estate and commodity funds, single strategy hedge funds, hedge fund of funds, and private equity funds,

CCCM works with third-party custodians which provide valuations of the investments in client portfolios and provide monthly statements directly to clients.

CCCM advises the CCCM Funds, primarily funds of funds, on the selection and allocation of assets to outside investment managers for investment management.

CCCM may provide other investment supervisory services to clients on an occasional basis. The nature of such services will be determined at the time such services are requested by clients.

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## **Investment Restrictions**

CCCM develops customized investment strategies based on the stated investment objectives, risk tolerance and financial circumstances of each client. The risk tolerance and financial circumstances of clients are generally described in their investment policy statements. Clients may impose reasonable restrictions on the management of their accounts, including by restricting particular securities or types of investments. Sometimes investment restrictions are imposed by the governing document of the entity, e.g., trust accounts. Clients should be aware that performance of restricted accounts may differ from performance of accounts without such impediments, possibly producing lower overall results.

## **Wrap Fee Programs**

CCCM does not participate, sponsor or act as a portfolio manager for any wrap fee programs.

## **Assets Under Management**

As of June 30, 2010 CCCM had zero assets under management. Once under management CCCM will calculate the total assets in the CCCM Funds and the total assets in individual client accounts. Where individual clients invest in the CCCM Funds, such investments have been included in the value of the CCCM Funds as well as the accounts and therefore such investments would be counted more than once. If the assets are only counted once, the total amount of assets under management is lower.

## **FEES AND COMPENSATION**

### **CCCM's Basic Fee Schedule**

Clients pay CCCM a management fee for services provided by CCCM, typically ranging from .75% to 2% annually of the value of the net assets under management in the client's account arrears based on the ending account balance reported on the applicable month's account statement.

If CCCM invests client's assets in CCCM Funds in which CCCM also earns management fees, the last reported value of the investments in such CCCM Funds may be deducted from the value of the client's account on the prior month's statement for purposes of calculating the monthly fee.

If CCCM invests client's assets in third party funds, or in CCCM Funds which in turn invest in third party funds, the third party funds typically charge a fee within those funds, which is thus indirectly paid by the client.

On occasion, a performance fee may be negotiated up to a maximum of twenty percent (20%) of the annual profits from the investment of the client's assets, to the extent such profits exceed the earnings which would have accrued on such assets if they had been invested at a rate equal to the average rate on a mutually agreed upon benchmark plus the management fee.

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Fees for providing custodial and administrative services, as well as transaction-related fees and other applicable fees, will be deducted from the client's account. CCCM or CCCM's related persons and affiliates may provide services to the client for whom the client will pay additional charges in the form of fees, commissions, or price mark-ups or mark-downs. Clients also reimburse CCCM for reasonable expenses incurred by Adviser or its nominees or agents, including affiliates of CCCM, in connection with the client's accounts or related transactions.

For certain administrative services such as bill paying and personal account administration, CCCM charges a flat fee of at least \$250 annually. The fees for any other service are negotiated based on the type of service.

The CCCM Funds are private funds that invest in various securities and financial instruments, alternative investments, and other private funds. The CCCM Funds pay the CCCM a management fee between 1.0% and 2.75% annually of the net asset value of the CCCM Fund. The management fees vary by CCCM Fund as disclosed in each fund's private placement memorandum. Some CCCM Funds pay a performance fee to the CCCM based on the CCCM Fund's profits, which is also disclosed in the respective CCCM Fund's private placement memorandum. Please refer to Item 10 Other Relationships, for additional information.

A client may pay more or less fees than similar clients depending on the particular circumstances of the client, size of investments, additional or differing levels of servicing or as otherwise agreed with specific clients. Each client enters into an agreement with CCCM that provides information on such client's specific fee arrangement

### **Calculation and Deduction of Advisory Fees**

CCCM deducts fees from client accounts on a monthly or quarterly basis. Fees charged to U.S. domiciled accounts are calculated and deducted monthly from the accounts, based on value of the accounts at the end of each month. Accounts initiated after the beginning of a month or terminated prior to the end of a month are charged a prorated fee. Accounts of non-US domiciled clients are charged fees calculated and deducted quarterly from the accounts, based on the value of the accounts at the end of the prior quarter, adjusted for capital contributions and withdrawals made during the current quarter. Accounts initiated after the beginning of a quarter or terminated prior to the end of a quarter are charged a prorated fee. Performance fees, if any, are calculated on the annual anniversary of the accounts.

### **Other Fees and Expenses**

CCCM's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, and other third parties such as fees charged by fund 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. Other charges, fees and commissions are in addition to CCCM's fee, and CCCM

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shall not receive any portion of these commissions, fees, and costs unless previously disclosed. As discussed above in Item 5, where a client is invested in the CCCM Funds, the CCCM may charge fees at the account level for assets invested in the CCCM Funds when the CCCM is also performing rebalancing and asset allocation services at the account level.

### Prepaid Fees

CCCM does not charge clients fees in advance.

### Compensation for the Sale of Securities

CCCM Investment Advisory recommends no-load mutual funds.

### Use of Unaffiliated Brokers

The CCCM is in process of selecting a Broker and bank for custody and execution. Clients for whom CCCM does not exercise discretion, but only advises as to the manner in which to allocate its assets, may choose to purchase the investment products recommended by CCCM through banks, brokers or dealers that are not affiliated with CCCM.

Doing so may result in lower or higher fees, commissions, or markups than those charged by a bank, broker or dealer affiliated with CCCM.

### Sources of Revenue

CCCM does not receive commissions or other compensation from the sale of investment products.

### Fee Offset for Execution Charges

CCCM does not charge commissions or markups.

## PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

In some cases CCCM has entered into performance fee arrangements with qualified clients and CCCM Funds. Note, however, that such fees are subject to individualized negotiation with each such client.

CCCM will structure any performance or incentive fee arrangement subject to Section 205(a)(1) of the Investment Advisers Act of 1940 (the “Advisers Act”) in accordance with the available exemptions there under, including the exemption set forth in Rule 205-3. In measuring clients’ assets for the calculation of performance-based fees, CCCM shall include realized and unrealized capital gains and losses. Performance based fee arrangements may create an incentive for CCCM to recommend investments which may be riskier or more speculative than those which would be recommended under a different fee arrangement. Such fee arrangements also, create an incentive to favor higher fee paying accounts over other accounts in the allocation of investment opportunities. CCCM has procedures designed and implemented to ensure that all clients are

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treated fairly and equally, and to prevent this conflict from influencing the allocation of investment opportunities among clients.

The investment decisions for the CCCM Funds are made independently from those for other accounts managed by the CCCM. CCCM may have other clients with investment objectives similar to those of the CCCM Funds. CCCM is permitted to make an investment decision on behalf of the CCCM Funds that differs from decisions made for, or advice given to, such other clients even though the investment objectives may be the same or similar, provided that CCCM acts in good faith and follows a policy of allocating over a period of time investment opportunities to the CCCM Funds on a basis intended to be fair and equitable relative to such other clients, taking into consideration the investment policies and investment restrictions to which such other clients and the CCCM Funds are subject.

The CCCM is not obligated to give the CCCM Funds treatment more favorable than or preferential to that provided to such other clients.

CCCM has procedures designed and implemented to ensure that all clients are treated fairly and equally, and to prevent this conflict from influencing the allocation of investment opportunities among clients.

### TYPES OF CLIENTS

CCCM provides portfolio management and/or advisory services to high net worth individuals and families, banking institutions, corporations, corporate and public pension and profit-sharing plans, private investment companies and funds, trusts, estates charitable organizations, and other U.S. and international companies.

CCCM ordinarily requires each account to have a minimum of \$250,000, although smaller accounts may be accepted and maintained at the discretion of CCCM. Certain accounts must meet the requirements of SEC Rule 275.205 (3), and qualify as an accredited investor under Regulation D of the Securities Act of 1933.

### METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

#### General Description

CCCM offers short-term investments, lower, moderate and higher volatility investments, and customized investment strategies using fixed income and equity securities and mutual funds, and alternative investments such as hedge funds.

CCCM offers customized managed accounts that do not fit into one of the standard strategies. These accounts invest according to an individualized allocation and may hold special assets. Client assets invested for the short term are placed in the CCCM Short Term Fund (“the Fund”), money market funds, certificates of deposit and bank accounts. Clients willing to tolerate

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volatility are invested in a managed portfolio of assets based on the particular profile and investment policy of the client.

CCCM's fixed income management includes investments in municipal and government, agency and corporate bonds. CCCM utilizes external investment managers offering both index-oriented and actively-managed bond funds, focusing on active management of high-grade fixed income securities. CCCM may incorporate high yield and emerging market fixed income securities and mutual funds into some portfolios.

CCCM's equity management includes investments in individual equity securities and mutual funds managed by external investment managers. CCCM also utilizes index funds or index-based exchange-traded funds ("ETFs") in its equity portfolios.

CCCM uses its proprietary asset allocation and rebalancing methodology for discretionary accounts.

CCCM manages a wide array of CCCM Funds, primarily private funds that invest in funds of funds, hedge funds and other alternative investments. The special investment strategies and methods of analysis used to manage the CCCM Funds are described more fully in each CCCM Fund's private placement memorandum.

When selecting funds in which clients' assets are invested, CCCM reviews and analyzes the returns of the funds and the statistics characterizing the risk experienced by the funds. CCCM generally selects funds and managers with:

- (a) at least three consecutive years of continuous fund management experience;
- (b) a minimum of \$10,000,000 in assets under management for the past twelve months, or \$25,000,000 average over the prior three years; and
- (c) returns that are reviewed by an independent auditor, or in the case of start-up operations, have been investigated as to the accuracy of their investment style and operation on a best efforts basis.

Funds in which CCCM makes direct investments on behalf of clients are subject to due diligence performed by CCCM and, where applicable, sub-advisors selected by CCCM.

CCCM's affiliates also provide certain research and due diligence information as discussed.

CCCM performs reviews of the fund's investment management and operating processes, with emphasis on investment selection and risk management. Funds whose operations, risk management and performance potential satisfy CCCM's review become eligible investment opportunities under CCCM's investment strategies.



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CCCM monitors funds continuously to determine their ongoing suitability per CCCM's investment strategies and for each funds' correlation with other investments made.

CCCM monitors the performance of each fund regularly. CCCM and sub-advisor where applicable, meet with fund managers and conduct due diligence reviews on an ongoing basis.

CCCM typically allocates assets among several funds, but may invest all of a client's fund assets in one fund of funds or hedge fund as deemed appropriate by CCCM. While hedge fund and fund of funds provide substantial information to CCCM, generally they do not provide information as to the particular funds in which the fund of funds invests.

Investing in securities and other investment products involves risk of loss that clients should be prepared to bear. See Material Risks described below

### **Material Risks for Significant Investment Strategies**

While it is the intention of CCCM to implement strategies which are designed to minimize potential losses suffered by its client, there can be no assurance that such strategies will be successful.

It is possible that a client may lose a substantial proportion or all of its assets in connection with investment decisions made by CCCM. The following is a discussion of material risks for CCCM's significant investment strategies, but it does not purport to be a complete explanation of the risks involved with the Adviser's investment strategies.

The following includes a description of some of the risks associated with investments made for clients including indirect risks to the client associated with investments made by funds of funds and hedge funds. In a fund of funds, any adverse impact on the underlying hedge funds from the risks listed may negatively impact the return of the funds of funds. CCCM has no control over the risk management of third-party hedge funds.

**Limited Liquidity.** An investment in the CCCM Funds and other alternative investments generally provides limited liquidity since the interests are not freely transferable and an investor generally may withdraw its interest only at the end of each calendar quarter or at such other time as determined by each fund. Further, other limitations on withdrawals exist.

**Independent Portfolio Managers.** In a fund of funds structure the portfolio managers of the hedge funds invest wholly independently of one another and may at times hold economically offsetting positions. To the extent that the portfolio managers do, in fact, hold such positions, the fund of funds or a client account investing directly in such hedge funds will not achieve any gain or loss despite incurring expenses. In addition, where the CCCM invests in third-party funds of funds, the funds of funds managers are compensated based on the performance of their fund.

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Accordingly, a particular fund of funds manager may receive incentive compensation in respect of its portion of the CCCM Fund's portfolio or client account during a period when such CCCM Fund's or clients' overall portfolio has depreciated.

**Limited Information Regarding Funds of Funds and Hedge Funds.** Although CCCM will receive detailed information from each prospective third-party fund of funds regarding its historical performance and investment strategy, in most cases, CCCM has limited means of independently verifying the information supplied by the fund of funds managers. Adviser may have little or no information on the allocation of the funds of funds' assets to the underlying hedge funds. The absence of such information may increase the possibility that the client of Fund will suffer a loss with respect to an investment and the amount of such loss. Where CCCM invests a CCCM Fund or client account directly in a hedge fund, CCCM receives detailed information on the hedge funds' historical performance and investment strategy but in many cases has limited means to verify such information. The absence of such information increases the possibility that the CCCM Fund or other client will suffer a loss with respect to an investment and the amount of such loss.

**Tiered Fee Structure.** Some CCCM Funds and other clients will utilize a so-called "fund-of-funds" or "multi-manager" investment strategy, pursuant to which the CCCM Fund's or client's assets will be invested primarily in funds of funds. Fees will be charged to the PRS Fund/client by both CCCM and the funds of funds. As a result, the CCCM Funds/client will be subject to multiple fees, which may include performance allocations.

**Limited Diversification.** CCCM often seeks to diversify its client's assets through investments in various funds of funds and other assets. However, CCCM may invest in only one or a limited number of funds of funds or other assets, which may limit the diversification of the CCCM Fund's assets or the client's account. Diversification also may not be achieved as a result of insufficient investment opportunities or insufficient investable assets as a result of insufficient subscriptions or withdrawals. In addition, the number of investments by the funds of funds and hedge funds may be limited and the portfolio managers of the third-party hedge funds may make similar investments. As a consequence, client returns as a whole may be adversely affected by the unfavorable performance of even a single investment by a hedge fund.

**Investment and Trading Risks.** All investments risk the loss of capital. CCCM believes that its investment program moderates this risk by investing clients in fund of funds and hedge funds with varying strategies for qualified investors. The portfolio managers of the hedge funds and of CCCM may utilize investment techniques, including investing in derivative instruments, that may have limited diversification, may trade on margin, or may sell short, each of which in certain circumstances can magnify the adverse impact of market movements to which clients may be subject. Hedge funds may engage in risk arbitrage transactions, which are subject to special risks that can adversely affect performance.

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**Highly Volatile Markets.** CCCM may directly or indirectly invest in derivative instruments, which could adversely impact the value of a Fund or client account. The prices of all derivative instruments, including structured notes, options and swaps, are highly volatile and subject to various levels of liquidity. Price movements of options contracts and payments pursuant to swap agreements are influenced by, among other things, interest rates, changing supply and demand relationships, and trade, fiscal, monetary and exchange control programs and policies of governments, and national and international political and economic events and policies. The value of structured notes, options and swap agreements also depend upon the price of the commodities underlying them. Hedge funds and indirectly funds of funds are also subject to the risk of the failure of any of the exchanges on which their positions trade or of their clearinghouses or of counterparties.

Hedge funds may purchase and sell (“write”) options on securities, currencies and commodities on national and international commodities and securities exchanges and in the domestic and international over-the-counter market. The seller (“writer”) of a put option which is covered assumes the risk of an increase in the market price of the underlying security, currency or commodity above the sales price (in establishing the short position) of the underlying security, currency or commodity, plus the premium received, and gives up the opportunity for gain on the underlying security, currency or commodity below the exercise price of the option. The seller of an uncovered put option assumes the risk of a decline in the market price of the underlying security, currency or commodity below the exercise price of the option. The buyer of a put option assumes the risk of losing its entire investment in the put option.

The writer of a call option, which is covered, assumes the risk of a decline in the market price of the underlying security, currency or commodity below the value of the underlying security, currency or commodity less the premium received, and gives up the opportunity for gain on the underlying security, currency or commodity above the exercise price of the option. The seller of an uncovered call option assumes the risk of a theoretically unlimited increase in the market price of the underlying security, currency or commodity above the exercise price of the option.

The buyer of a call option assumes the risk of losing its entire investment in the call option.

Swaps and certain options and other custom instruments are subject to the risk of nonperformance by the counterparty, including risks relating to the financial soundness and creditworthiness of the counterparty.

**Forward Trading.** CCCM may invest the CCCM Funds and other clients in forward contracts, and funds of funds may indirectly invest in such contracts. Forward contracts and options thereon are not traded on exchanges and are not standardized; rather banks and dealers act as principals in these markets, negotiating each transaction on an individual basis. Forward and “cash” trading is substantially unregulated; there is no limitation on daily price movements and speculative position limits are not applicable. The principals who deal in the forward markets are not required to continue to make markets in the currencies or commodities they trade and these

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markets can experience periods of illiquidity, sometimes of significant duration. There have been periods during which certain participants in these markets have refused to quote prices for certain currencies or commodities or have quoted prices with an unusually wide spread between the price at which they were prepared to buy and that at which they were prepared to sell. Market illiquidity or disruption could result in major losses.

**Currency.** Clients may be directly or indirectly invested in securities denominated in currencies other than the U.S. dollar and in other financial instruments, the price of which is determined with reference to currencies other than the U.S. dollar.

Hedge funds, however, may value their securities and other assets in U.S. dollars. The value of the hedge funds' assets may fluctuate with U.S. dollar exchange rates as well as with price changes of the hedge funds' investments in the various local markets and currencies.

**Leverage; Margin.** The CCCM Funds, hedge funds and client accounts may borrow funds from brokerage firms and banks in order to be able to increase the amount of capital available for marketable securities investments. In addition, hedge funds may "leverage" investment return with options, commodity futures contracts, swaps, forwards and other derivative instruments.

The amount of borrowings which the CCCM Funds or other clients may have outstanding at any time, directly or indirectly, may be large in relation to its capital, which will affect the operating results of the CCCM Funds and client accounts.

In general, the anticipated use of short-term margin borrowings by hedge funds results in certain additional risks. For example, should the securities pledged to brokers to secure the margin accounts decline in value, the portfolio managers could be subject to a "margin call," pursuant to which the portfolio managers must either deposit additional funds with the broker, or suffer mandatory liquidation of the pledged securities to compensate for the decline in value. In the event of a sudden precipitous drop in the value of the hedge fund's assets, the portfolio managers might not be able to liquidate assets quickly enough to pay off the margin debt. This can have a significant impact on the value of the hedge fund and indirectly on other clients of CCCM.

**Interest Rate Risk.** Client assets may be subject to interest rate risk resulting from direct or indirect investments in fixed income securities. Generally, the value of fixed income securities will change inversely with changes in interest rates. As interest rates rise, the market value of fixed income securities tends to decrease. Conversely, as interest rates fall, the market value of fixed income securities tends to increase. This risk will be greater for long-term securities than for short-term securities.

**Non-U.S. Investments.** Clients of CCCM may invest directly or indirectly in non-U.S. securities or U.S. securities denominated in non-U.S. currencies and/or traded outside of the United States. Such investments require consideration of certain risks typically not associated with investing in U.S. securities or property. Such risks include, among other things, trade balances and

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imbalances and related economic policies, unfavorable currency exchange rate fluctuations, imposition of exchange control regulation by the United States or foreign governments, United States and foreign withholding taxes, limitations on the removal of funds or other political difficulties, including expropriation of assets, confiscatory taxation and economic or political instability in foreign nations.

There may be less publicly available information about certain foreign companies than would be the case for comparable companies in the United States and certain foreign companies may not be subject to accounting, auditing and financial reporting standards and requirements comparable to or as uniform as those of United States companies. Securities markets outside the United States, while growing in volume, have for the most part substantially less volume than U.S. markets, and many securities traded on these foreign markets are less liquid and their prices more volatile than securities of comparable United States companies. In addition, settlement of trades in some non-U.S. markets is much slower and more subject to failure than in U.S. markets. There also may be less extensive regulation of the securities markets in particular countries than in the United States. These risks may be greater for companies in emerging markets.

Additional costs could be incurred in connection with international investment activities. Foreign brokerage commissions generally are higher than in the United States. Expenses also may be incurred on currency exchanges when investments are changed from one country to another.

Increased custodian costs as well as administrative difficulties (such as the applicability of foreign laws to foreign custodians in various circumstances, including bankruptcy, ability to recover lost assets, expropriation, and nationalization and record access) may be associated with the maintenance of assets in foreign jurisdictions.

Hedge funds may trade futures, options and forward contracts on commodity exchanges and markets located outside the United States where Commodity Futures Trading Commission (“CFTC”) regulations may not apply. Some foreign exchanges, in contrast to domestic exchanges, are “principals’ markets” in which performance is the responsibility only of the individual member with whom the trader has entered into a commodity contract and not of an exchange or clearing corporation. In such a case, the Hedge Funds are subject to the risk of the inability of, or refusal by, the counterparty to perform with respect to such contracts. In addition, the trading of forward contracts on certain foreign commodity exchanges may be subject to price fluctuation limits.

***Trading in Securities and Other Investments May be Illiquid.*** Certain investment positions may be illiquid. CCCM may invest client asset directly or indirectly in restricted or semipublicly traded securities and securities in non-U.S. exchanges. This could prevent CCCM or the underlying fund funds from liquidating unfavorable positions promptly and subject them to substantial losses. This could also impair the ability to distribute proceeds in a timely manner.

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***Lower-Rated Securities.*** CCCM and third-party hedge fund managers may invest in fixed income securities rated lower than Baa by Moody's or lower than BBB by S&P (or, if not rated, deemed by the Investment Adviser or Portfolio Managers to be of comparable quality).

Securities rated lower than Baa by Moody's or lower than BBB by S&P are sometimes referred to as "high yield" or "junk" bonds. Securities rated Baa are considered by Moody's to have some speculative characteristics. Lower-rated securities may include securities that have the lowest rating or are in default. Investing in lower-rated securities involves special risks in addition to the risks associated with investments in higher-rated fixed income securities, including a high degree of credit risk. Lower-rated securities may be regarded as predominately speculative with respect to the issuer's continuing ability to meet principal and interest payments. Analysis of the creditworthiness of issuers/issues of lower-rated securities may be more complex than for issuers/issues of higher quality debt securities. Lower-rated securities may be more susceptible to losses and real or perceived adverse economic and competitive industry conditions than higher-grade securities. Securities that are in the lowest rating category are considered to have extremely poor prospects of ever attaining any real investment standing, to have a current identifiable vulnerability to default, and to be unlikely to have the capacity to pay interest and repay principal. The secondary markets on which lower-rated securities are traded may be less liquid than the market for higher-grade securities. Less liquidity in the secondary trading markets could adversely affect and cause large fluctuations in the value of the hedge funds and the funds of funds. Adverse publicity and investor perceptions, whether or not based on fundamental analysis, may decrease the values and liquidity of lower-rated securities, especially in a thinly traded market. Furthermore, with respect to certain residential and commercial mortgage-backed securities, it is difficult to obtain current reliable information regarding delinquency rates, prepayment rates, servicing records, as well as updated cash flows.

The use of credit ratings as the sole method of evaluating lower-rated securities can involve certain risks. For example, credit ratings evaluate the safety of principal and interest payments, not the market value risk of lower-rated securities. In addition, credit rating agencies may fail to change credit ratings in a timely fashion to reflect events since the security was rated.

***Convertible Securities.*** CCCM and third-party hedge fund managers may invest in convertible securities which are securities that may be exchanged or converted into a predetermined number of the issuer's underlying shares or the shares of another company or that are indexed to an unmanaged market index at the option of the holder during a specified time period. Convertible securities may take the form of convertible preferred stock, convertible bonds or debentures, stock purchase warrants, zero-coupon bonds or liquid-yield option notes, stock index notes, mandatory's, or a combination of the features of these securities. Prior to conversion, convertible securities have the same general characteristics as non-convertible debt securities. As with all debt securities, the market value of convertible securities tends to decline as interest rates increase and conversely, increases as interest rates decline. Convertible securities, however, also appreciate when the underlying common stock appreciates, and conversely, depreciate when the underlying common stock depreciates.



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***Distressed Securities.*** CCCM and the third-party hedge fund managers may invest in “distressed securities,” private claims and obligations of domestic and foreign entities which are experiencing significant financial or business difficulties. Investments may include loans, commercial paper, loan participations, trade claims held by trade or other creditors, stocks, company interests and similar financial instruments, executory contracts and options or to the hedge funds, but also involve a substantial degree of risk.

The hedge funds may lose a substantial portion or all of its investment in a distressed environment or may be required to accept cash or securities with a value less than the hedge funds’ investment. Among the risks inherent in investments in entities experiencing significant financial or business difficulties is the fact that it frequently may be difficult to obtain information as to the true condition of such issuers. Such investments also may be adversely affected by state and federal laws relating to, among other things, fraudulent conveyances, voidable preferences, lender liability and the bankruptcy court’s discretionary power to disallow, subordinate or disenfranchise particular claims.

The market prices of such instruments are also subject to abrupt and erratic market movements and above average price volatility and the spread between the bid and asked prices of such instruments may be greater than normally expected. In trading distressed securities, litigation is sometimes required. Such litigation can be time-consuming and expensive, and can frequently lead to unpredicted delays or losses.

Moreover, to the extent that the hedge funds invest in distressed sovereign debt obligations, it will be subject to additional risks and considerations not present in private distressed securities, including the uncertainties involved in enforcing and collecting debt obligations against sovereign nations, which may be affected by world events, changes in U.S. foreign policy and other factors outside of the control of the portfolio managers and funds of funds managers. Such risks could have a significant direct or indirect impact on the client’s portfolio.

***Hedging Transactions.*** CCCM and the third-party hedge fund managers may utilize financial instruments such as forward contracts, currency options and interest rate swaps, caps and floors to seek to hedge against fluctuations in the relative values of their portfolio positions as a result of changes in currency exchange rates and market interest rates. Hedging against a decline in the value of a portfolio position does not eliminate fluctuations in the values of portfolio positions or prevent losses if the values of such positions decline, but establishes other positions designed to gain from those same developments, thus, moderating the decline in the portfolio positions’ value. Such hedging transactions also limit the opportunity for gain if the value of the portfolio position should increase.

Moreover, it may not be possible to hedge against an exchange rate or interest rate fluctuation that is so generally anticipated that portfolio managers are not able to enter into hedging

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transactions at a price sufficient to protect the hedge funds' assets from the decline in value of the portfolio positions anticipated as a result of such fluctuations.

The success of the hedging transactions is subject to each individual portfolio manager's ability to correctly predict movements in the direction of currency and interest rates. Therefore, while CCCM and the third-party hedge fund portfolio managers may enter into such transactions to seek to reduce currency exchange rate and interest rate risks, unanticipated changes in currency or interest rates may result in a poorer overall performance. In addition, the degree of correlation between price movements of the instruments used in a hedging strategy and price movements in the portfolio position being hedged may vary. Moreover, for a variety of reasons, CCCM and such portfolio managers may not seek to establish a perfect correlation between such hedging instruments and the portfolio holdings being hedged. Such imperfect correlation may prevent the achievement of the intended hedge or expose the hedge fund and client to risk of loss.

**Proprietary Investment Strategies.** Some third-party hedge fund portfolio managers may use proprietary investment strategies that are based on considerations and factors that are not fully disclosed to the Adviser. These strategies may involve risks under some market conditions that are not anticipated. Such portfolio managers generally use investment strategies that are different investment niche, arbitrage opportunity or market inefficiency employed by a portfolio manager may become less profitable over time as the portfolio manager and competing asset managers or investors manage a larger group of assets in the same or similar manner (tending to arbitrage away the profit opportunities), or market conditions change.

The strategies employed by the hedge fund portfolio managers may involve significantly more risk and higher transaction costs than more traditional investment methods. CCCM may seek to reduce these risks by spreading the investments of the client among a variety of different funds of funds investing in hedge funds using investment strategies with returns that are not highly correlated with one another so that the volatility of different strategies (the profits from one funds of funds and the losses from another) will tend to reduce the overall fluctuation in value of the assets. It is possible that the performance of the fund of funds may be closely correlated in some market conditions, resulting (if those returns are negative) in significant losses.

**Valuation.** Investments in funds of funds and hedge funds are generally valued based upon valuations provided by the managers of the funds of funds and the portfolio managers of the hedge funds, which in some cases may be estimates. Although CCCM reviews the valuation procedures used by all the funds of funds and CCCM will not be able to confirm the accuracy of valuations provided. In the event of an error in the determination of the value of an investment by a Hedge Fund Portfolio Manager or the Funds of Funds manager, the Net Asset Value of the Partnership may be inaccurate.

Additional details on the risks associated with investing is contained in the private placement memorandum of each fund and in the portfolio management agreement signed by client.



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## **Material Risks for Particular Types of Securities**

CCCM recommends a variety of investment securities and not any one particular type. The Funds see each Fund's private placement memorandum for a description of the types of investments made for such Fund and the specific risks associated therewith.

## **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 an adviser or the integrity of the adviser's management. No legal or disciplinary actions have been taken against CCCM.

## **OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS**

### **Broker-Dealer Registration**

CCCM is not registered with the Securities and Exchange Commission ("SEC") as a broker dealer.

### **Commodity Pool Operator, Commodity Trading Adviser, Futures Commission Merchant Registration**

CCCM is not registered with the Commodity Futures Trading Commission ("CFTC") as a futures commission merchant ("FCM"), a commodity pool operator ("CPO") or a commodity trading advisor ("CTA"). CCCM will make exemption filings with the CFTC. None of CCCM's management persons are associated persons of the foregoing.

### **Other Material Relationships**

CCCM at this time have no material relationship affecting its business.

### **Other Relationships**

CCCM at this time have no other relationships affecting its business.

### **Receipt of Compensation from Investment Advisers**

As discussed previously, CCCM does not receive direct or indirect compensation from other investment advisers.

## **CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING**

### **Code of Ethics**

CCCM Code of Ethics is established as a complement to the internal policies and procedures of CCCM. The Code follows the requirements/guidelines enacted under Rule 204A-1 of the Investment Adviser's Act of 1940 (the "Act"). It applies to all supervised persons (as defined under the Act), executive officers, chief operational officer, principal accounting officer, general

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counsel, managers, and investment personnel, as well as all other employees of the Company (the “Employees”).

#### **Purpose**

CCCM and its Employees have a fiduciary obligation to their advisory clients. The purpose of the Code is to deter wrongdoing and promote:

- 1) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest;
- 2) Full, fair, accurate, timely and understandable disclosure to clients and regulatory agencies;
- 3) Compliance with applicable governmental laws and regulations as well as all applicable state and federal securities laws;
- 4) Prompt internal reporting of violations of the Code; and
- 5) Accountability for adherence to the Code.

The Code contains policies with respect to Proper Accounting, Compliance with Laws and Regulations, Conflicts of Interest, Gifts, Foreign Corrupt Practices Act, Political Contributions, Outside Directorships and Confidentiality/Insider Trading.

The Code also contains policies with respect to Employee Personal Trading. CCCM requires that all “Access Persons,” as defined in the Act and the Code, report their personal securities holdings and transactions on behalf of themselves or others. CCCM shall receive duplicates of confirmations/monthly statements, which shall be reviewed by the Compliance Officer. Certain securities transactions must be pre-cleared by the Compliance Officer including investments in initial public offerings, limited offerings as defined in the Code, restricted securities, Securities which the Access Person knows, or reasonably should have known, are under a pending “buy” or “sell” order for a client until that order is executed or withdrawn; Securities which the Access Person knows, or reasonably should have known, have been bought or sold for a client within the past seven calendar days or are going to be bought or sold for a client in the next seven calendar days; Securities which have been identified as eligible for purchase or sale for a client for which the Access Person individually has some significant responsibility.

In addition, Access Persons may not profit as a result of a purchase and sale, or sale and purchase, within a period of 60 calendar days, of the same (or equivalent) security, if such security is held by a client for which they individually have some significant responsibility. Access Persons are required to submit to the Compliance Officer a report of all holdings in Reportable Securities (as defined in the Code) of which they have Beneficial Ownership (as defined in the Code) within 10 days of becoming an Access Person and at least once for each 12-month period thereafter, as prompted by the Compliance Department.

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Access Persons are required to report, quarterly, all accounts containing Reportable Securities that they own either directly or beneficially.

A copy of the Code of Ethics may be obtained by written request addressed to Century City Capital Management, LLC, to the attention of The Compliance Department, at 2029 Century Park East, 14<sup>th</sup> Floor, Los Angeles, CA 90067.

### Privacy Policy

The CCCM recognizes and respects the privacy concerns of its customers. The CCCM does not disclose any nonpublic personal information about its clients or former clients to any third parties, except as required by law.

All nonpublic personal information about clients (which includes, but is not limited to, name, address, account balance, redemption or withdrawal history, assets and/or income) is gathered from the following sources:

- Information received from client on account applications, agreements, questionnaires or other forms
- Information about clients' transactions with the CCCM and its affiliates;
- Information received from clients in written, telephonic, or electronic communications With CCCM;
- Information received from third party public sources and consumer reporting agencies.

In order to service client accounts and effect client transactions, CCCM may provide clients' personal information to affiliates and financial service providers that assist in servicing the account and have a need for the information. Examples would include, but are not limited to, a broker, fund administrator, accountants, auditors and legal counsel. Each of the foregoing will only be provided the information on a need to know basis. CCCM does not otherwise provide information about clients to outside firms, organizations or individuals except as required by applicable law.

CCCM restricts access to nonpublic personal information about clients to its employees who need to know the information in order to provide products and services to clients. CCCM will maintain physical, electronic and procedural safeguards that comply with applicable federal standards to guard clients' personal information.

In the event that prospective clients invest with CCCM through a financial intermediary, including but not limited to, a broker-dealer, bank or trust company, the privacy policy of the financial intermediary will govern how client's nonpublic information will be shared by that entity with non-affiliated third parties.

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## **Participation or Interest in Client Transactions and Associated Conflicts of Interest**

### CCCM Funds

CCCM frequently invests individual clients' assets in the CCCM Funds. CCCM manages the CCCM Funds and the general partners of some of CCCM are related parties to CCCM. CCCM explains the nature of its relationship with the CCCM Funds to each client and obtains the consent of each client prior to any such investment. CCCM's interest in the CCCM Funds is described in this brochure which is provided to clients and in the offering memoranda for the CCCM Funds, which are provided to investors in the funds. CCCM generally invests clients in the CCCM Funds where clients seek to allocate assets to hedge funds and other alternative investment vehicles and/or where clients seek to diversify among various hedge funds and/or various managers. CCCM invests such clients in one or more of such funds to provide the client with exposure to a greater diversification of alternative investments than the client typically could obtain by investing directly in the underlying investments. CCCM assists clients with such asset allocation in accordance with the client's investment policy statement.

CCCM also invests clients in mutual funds and other securities and financial products that are not related to CCCM.

From time to time the CCCM may arrange financing for clients in need of short term liquidity. In such cases, consistent with CCCM's fiduciary duty and client's need for expediency, CCCM may arrange short term loans to the client from the CCCM Short Term Fund ("the Fund").

Such loans are charged a competitive interest rate by the Fund, typically between 0% and one month Libor + 2%, and are repaid by the client within 90 days. CCCM receives a management fee for managing the Fund; however neither CCCM nor any other party receives compensation for arranging loans from the Fund. CCCM neither solicits nor recommends that clients receive loans from the Fund. According to its policies and procedures, CCCM ensures that all such loans are appropriate for the client. See General Description for information regarding the Fund.

### Trade Errors

CCCM reimburses any client incurring a loss due to errors made by the CCCM. Losses in client accounts caused by trades done in error are reversed. When appropriate, if such error is corrected post settlement, the account is credited with a competitive rate of return from the date of the error. At the sole discretion of CCCM, gains in client accounts caused by trades done in error and corrected after settlement may be credited to the client's account.

In correcting any errors that are the fault of CCCM, CCCM may repurchase the securities from the client. To the extent that the subsequent sale of such securities generates a profit to CCCM, CCCM may retain such profits, and may, but is not required to, use such profits to offset errors in the future or pay other client-related expenses. CCCM will not be responsible for any errors that occur that are not the fault of the CCCM.

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### Principal Trades

CCCM may engage in principal transactions with their clients by CCCM acting for its own account in selling securities to or purchasing securities from a client account. CCCM will obtain a written consent from the client prior to each principal transaction.

### Agency Cross Trades

CCCM may engage in agency cross-trades where CCCM acts as an adviser for a client and an affiliate acts as broker for both sides of the transaction. CCCM generally obtains blanket consent for such trades in its discretionary management agreement. CCCM will send clients periodic statements describing any such trades.

### Internal Cross-Trade.

CCCM may engage in internal cross-trades where the CCCM and an affiliate cause an account to sell securities to another account with no commission or other fees.

## Investments in Securities by Adviser and its Personnel

CCCM's personnel or a related person may invest in the same or similar securities and investments as those recommended to or entered into on behalf of CCCM's clients. The results of the investment activities of CCCM's personnel or related persons for their accounts may differ from the results achieved by or for client accounts managed by CCCM. The conflicts raised by these circumstances are discussed below.

CCCM may recommend or affect the purchase or sale of securities in which it's related persons or an affiliate, directly or indirectly, has a position or interest, or of which related or affiliated person buys or sells for itself. Such transactions may also include trading in securities in a manner inconsistent with the advice given to CCCM's clients.

Activities and transactions for client accounts may be impaired or effected at prices or terms that may be less favorable than would otherwise have been the case had CCCM or related persons not pursued a particular course of action with respect to the issuer of the securities. In addition, in certain instances CCCM's personnel may obtain information about the issuer that could limit the ability of such personnel to buy or sell securities of the issuer on behalf of client accounts.

Transactions undertaken by CCCM's clients may also adversely impact one or more client accounts. Other clients of the CCCM may have, as a result of receiving client reports or transactions outside of accounts controlled by CCCM, and such transactions may negatively impact other clients' accounts. A client's account may also be adversely affected by cash flows and market movements arising from purchase and sale transactions, as well as capital movements in other client accounts. These effects can be more pronounced in less liquid markets. The results of the investment activities of a client's account may differ significantly from the results achieved by CCCM's related persons and from the results achieved by CCCM for other client accounts.

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As more fully described above, CCCM has adopted a Code of Ethics. Such Code of Ethics together with CCCM policies and procedures restrict the ability of certain officers and employees of CCCM from engaging in securities transactions in any securities that its clients have purchased, sold or considered for purchase or sale, for an appropriate “black out” period. Other restrictions and reporting requirements are included in CCCM procedures and Code of Ethics minimize or eliminate conflicts of interest.

#### **Trading Alongside by the Adviser and its Personnel**

Client accounts managed by CCCM may trade in the same or similar securities at or about the same time as accounts managed by an unrelated affiliate of CCCM or personal accounts of CCCM’s personnel. Investments by CCCM’s affiliates or personnel may have the effect of diluting or otherwise disadvantaging the values, prices or investment strategies of a client’s account, particularly in small capitalization, emerging market or less liquid strategies. This may occur when portfolio decisions regarding a client’s account are based on research or other information that is also used to support portfolio decisions for CCCM’s affiliates or personnel or through the global investment committee. If a portfolio decision or strategy for CCCM’s affiliate’s accounts or the accounts of Client’s of affiliates is implemented ahead of, or contemporaneously with, similar portfolio decisions or strategies for CCCM’s client’s account, market impact, liquidity constraints, or other factors could result in the account receiving less favorable trading results and the costs of implementing such portfolio decisions or strategies could be increased. To the extent that simultaneous trades are placed for both clients and CCCM or personal accounts of CCCM’s personnel, the worse fills are assigned to the CCCM’s and personal accounts.

As discussed previous, the members of the global investment committee do not have access to or knowledge of the specific composition of accounts of CCCM’s clients or information concerning the specific investment decisions and recommendations made to CCCM’s clients.

### **BROKERAGE PRACTICES**

#### **Broker-Dealer Selection**

CCCM’s standard Discretionary Investment Advisory Agreement grants CCCM unlimited discretion to invest clients’ assets and to select the broker for such investments. CCCM’s policies provide that it may only select a broker-dealer if it reasonably believes that the broker-dealer can provide best execution with respect to a transaction. The Discretionary Agreement provides that the client may restrict this discretion and direct brokerage to any broker. CCCM is authorized in its Discretionary Investment Advisory Agreement to select other securities brokers, unless the client directs otherwise in the Agreement.

CCCM is also authorized to determine the commission and rates paid. In all cases, the fees to be charged by any broker-dealer selected by CCCM may not exceed those charged by major brokerage firms. The selection of the broker will ordinarily be based on which broker is able to



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effect the transaction efficiently. CCCM will consider the following: the execution capabilities required by the transactions; the ability and willingness of the broker-dealer to facilitate the accounts' portfolio transactions by participating therein for its own account; the importance to the account of speed, efficiency and confidentiality; the broker-dealer's apparent familiarity with sources from or to whom particular securities might be purchased or sold; the broker-dealer's ability to implement CCCM's investment and trading strategies; the reputation and perceived soundness of the broker-dealer; and other matters relevant to the selection of a broker-dealer for portfolio transactions for any account. Additionally, the research and services provided by the broker with respect to the particular type of investment may be a factor in the selection process.

The commissions payable to such brokers may in certain cases be higher than those attainable from other brokers who do not provide such research and services.

Ordinarily, such research will be used to service all of CCCM's accounts. Under the standard Discretionary Investment Advisory Agreement, the client can revoke the CCCM's authority to select the broker for the account.

The Non-discretionary Investment Advisory Agreement also provides CCCM with the power to select the broker, and to negotiate brokerage fees. As with the discretionary agreement, the client may direct brokerage or limit CCCM's discretion by filling in the appropriate areas in the agreement.

CCCM will not adhere to any rigid formula in making the selection of the applicable broker or dealer for portfolio transactions, but will weigh a combination of the preceding factors.

Where it has discretion to select brokers or dealers, CCCM will have no duty or obligation to seek in advance competitive bidding for the most favorable commission rate applicable to any particular portfolio transaction or to select any broker on the basis of its purported or "posted" commission rate, but will endeavor to be aware of the current level of the charges of eligible brokers and to minimize the expense incurred for effecting portfolio transactions to the extent consistent with the interests and policies of the investment companies. Although CCCM will generally seek competitive commission rates, it will not necessarily pay the lowest commission or commission equivalent. Transactions may involve specialized services on the part of the broker or dealer involved and thereby entail higher commissions or their equivalents than would be the case with other transactions requiring more routine services.

#### **Research and Other Soft Dollar Benefits**

Currently, it is CCCM's policy not to enter into soft dollar arrangements and CCCM has no formal soft dollar arrangements. CCCM may receive research from brokerage firms and may consider receipt of such research, together with other factors, in selecting a broker for a transaction. See "Directed Brokerage" below for more information.

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## **Brokerage for Client Referrals**

When selecting or recommending broker-dealers, the CCCM does not consider whether CCCM or a related person receives client referrals from such broker-dealer.

## **Directed Brokerage**

In some cases, CCCM may recommend to clients and elect to use third-party broker-dealer. CCCM's policies require that CCCM may only select a third-party if CCCM reasonably believes that the third-party can provide best execution with respect to a particular transaction.

CCCM permits clients to direct third-parties. Such direction is typically made in the client's investment advisory agreement. Where the client directs brokerage to a third-party CCCM's policies require CCCM personnel to disclose the any conflict. Where a client directs brokerage CCCM may be unable to achieve most favorable execution of client transactions. Directing brokerage may cost clients more money. For example, in a directed brokerage account, the client may pay higher brokerage commissions because CCCM may not be able to aggregate orders to reduce transaction costs, or the client may receive less favorable prices.

## **Aggregation of Trades**

CCCM has the fiduciary duty to execute orders for its clients fairly and equitably. CCCM follows written procedures pursuant to which it may, for clients who permit it, and to the extent consistent with best execution, combine purchase or sale orders for the same security for multiple clients (sometimes called "bunching") so that they can be executed at the same time. CCCM will not bunch an order for client accounts with those for CCCM's own accounts or accounts of CCCM's personnel and will not bunch orders for discretionary accounts with those of non-discretionary accounts. The procedures followed by CCCM may differ depending on the particular strategy or type of investment. CCCM is not required to bunch or aggregate orders and it does not receive additional compensation for aggregation. CCCM may be able to negotiate a

better price and lower commission rate on aggregated trades than on trades for accounts that are not aggregated. Where transactions for a client's account are not aggregated with other orders, it may not benefit from the better price and lower commission rate. CCCM has policies that it believes allocate split fills and incomplete fills fairly and equitably.



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## REVIEW OF ACCOUNTS

### Review of Accounts

The investment review committee typically meets on a monthly or semi-monthly basis and is composed of members of the investment department, along with one or more members of the compliance department and a member(s) of CCCM senior management. This committee reviews client portfolios which are managed on the basis of an investment advisory contract with CCCM.

At each meeting a different group of portfolios is reviewed, with the goal that over a one year cycle, all portfolios are reviewed at least once by the committee. Review items include but are not limited to asset allocation, investment holdings, and investment returns.

Currently, there are three reviewers: James Howard Williams, Crystal Yvette Mitchell and Marie Figueroa. They are executives of the firm and review all accounts. In addition to the above, accounts are reviewed in terms of specific account activity and volatility of returns.

### Factors Triggering a Review

In addition to periodic reviews, CCCM also performs reviews of its client's accounts as appropriate based on changes in market conditions, security positions or changes in a client's investment objective or policies, or in response to a request by a client for a meeting or the occurrence of such meeting.

### Client Reports

CCCM provides clients with statements and/or written reports typically on a quarterly basis. Reports may include a summary of all activity in the account, purchases and sales of securities, and any debits and credits to the account, a summary of holdings including a portfolio valuation, and the change in value of the client's account(s) during the reporting period. See Custody on page 25 regarding statements sent by qualified custodians.

A copy of the annual audited financials is sent to all investors in the CCCM Funds.

## CLIENT REFERRALS AND OTHER COMPENSATION

### Compensation for Client Referrals

From time to time, CCCM may make cash payments for client referrals to persons other than employees of CCCM. CCCM makes such payments to certain third parties who refer clients to CCCM; CCCM pays the referring party a percentage of the fees earned by CCCM from the referred clients, pursuant to applicable laws including Rule 206(4)-3 under the Advisers Act, when required.

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## **CUSTODY**

Clients other than CCCM Funds are sent at least quarterly statements from the broker-dealer, bank or other qualified custodian that holds and maintains client's investment assets. CCCM urges the client to carefully review such statements and compare such official custodial records to the account statements that we may provide the client. Statements from the CCCM may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities. CCCM Funds are audited annually and audited financial statements are delivered to CCCM Fund investors as required under Rule 206(4)-2 of the Advisers Act.

## **INVESTMENT DISCRETION**

CCCM generally receives 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, such discretion is exercised in a manner consistent with the stated investment objectives for the particular client account.

When selecting securities and determining amounts, CCCM observes the investment policies limitations and restrictions of the clients for which it advises. Investment guidelines and restrictions are provided to CCCM in writing.

## **VOTING CLIENT SECURITIES**

### **Proxy Voting Policies – Authority to Vote**

The CCCM shall refer proxy solicitations on securities held in discretionary accounts to the Portfolio Manager for review, analysis, and execution. The Portfolio Manager shall determine how to vote in the best interest of the CCCM's clients. The Portfolio Manager shall memorialize its decision and forward same, along with any documents prepared to assist in arriving at a decision and the proxy, to the CEO for review, execution and forwarding.

In the event that there is a conflict of interest between the interests of the clients and the interests of CCCM, the matter shall be reviewed by the CEO for decision. The CEO shall make his decision in the best interests of the clients and shall seek such third party counsel as it deems necessary in rendering his decision.

CCCM maintains a detailed copy of its proxy voting policies at its' office. A copy of the policy, and information on how a particular vote was cast, is available upon written request addressed to the Company, to the attention of The Compliance Department, at 2029 Century Park East, 14<sup>th</sup> Floor, Los Angeles, CA 90067

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CCCM monitors legal proceedings and class action lawsuits related to securities in discretionary accounts and the Compliance Officer submits proofs of claim on awards, which are allocated to the applicable client account.

## **Proxy Voting Policies – No Authority**

For securities held in non-discretionary accounts, CCCM and/or portfolio manager will not vote, nor give any advice about how to vote, proxies, nor advise, nor act for the client in any legal proceedings. Typically, clients with non-discretionary accounts will receive proxies and notices related to legal proceedings from their custodian or a transfer agent. To the extent CCCM receives such materials; CCCM will forward them to the client.

## **FINANCIAL INFORMATION**

### **Financial Conditions and Bankruptcy Petition**

CCCM does not require or solicit prepayment of fees. CCCM has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

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## Brochure Supplement (Team Bio's)

### James H. Williams-President and Chief Investment Officer

James Williams' career spans over 20 years in the financial services industry. He was the Vice President of Finance for Creative Environments, a real estate development, investment and management company, where he provided banking, advisory, accounting and financial support for real estate development, construction, lease-up, stabilization, bridge financing and/or refinancing projects. As the Vice President of Finance, he managed over \$550 million in real estate assets. He served as the Senior Managing Director of Universal Capital Group, Inc., and its subsidiary companies. He was also the Chief Executive and Chief Investment Officer to the \$10 billion Asset Management and Investment Banking firm of WR Lazard.

Mr. Williams has a seasoned background spearheading investment banking services which include: commercial real estate financing and refinancing, corporate advisory, mergers and acquisitions, restructuring and corporate advisory services to corporations, creditors dealing with stress, distress and bankruptcy. He has participated in advisory work for several banks and has worked on the buy side of commercial bank acquisitions. He has also developed relationships with many banks in California offering advisory work; especially those banks seeking to divest themselves of certain non-performing and performing assets. Having garnered a dynamic financial background, Mr. Williams' strengths are extensive, highly unique and include:

- ☐ Developed, implemented and managed progressive business models that included quantitative tools, for forecasting and decision modeling
- ☐ Focused on deal origination, deal execution and completion; Leveraged existing client network and built additional relationships (Extensive rolodex of clients and track record for originating multiple deals per year that increased revenue)
- ☐ Performed industry analysis and developed company forecasts based on a thorough understanding of key company, industry and market issues to make investment recommendations to portfolio managers
- ☐ Supervised the development of market research, financial analysis and client presentations for evaluating M&A and capital raise transactions
- ☐ Reviewed legal documents related to mergers and acquisitions
- ☐ Supported business development efforts through marketing of products and capabilities to prospective and existing investors
- ☐ Facilitated a culture of mentoring, development and advancement for team members

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☐ Restructuring businesses combining experience in advising both debtors and creditors, as well as focusing on opportunities to put capital to work

☐ Experience in restructuring and corporate advisory services to corporations and creditors dealing with stress, distress and bankruptcy

Mr. Williams is a graduate of Finance of Indiana University, and has completed studies from Purdue University in International Finance.

## **MARIE L. FIGUEROA, EXECUTIVE VICE PRESIDENT**

Accomplished and seasoned Financial Executive with extensive experience in many areas of wealth management, international/domestic private banking, and client relationship. In addition, extensive experience as a legislative lobbyist, on Capitol Hill, in Washington, D.C., having worked with Members of Congress and the House and Senate Finance Committees. Proven success establishing positive and enduring relationships with high net worth individuals. Adept in all aspects of global banking, trust administration, investment management, portfolio management, foreign exchange trading, strategic planning, and taxation. Served as a key member of a private banking sales team for strategic and large initiatives. Superior financial management skills with the ability to lead global financial programs. Fluent in Spanish and French.

### **Merrill Lynch Global Private Client Group – International Financial Advisor**

Formulated comprehensive wealth management plans for clients and corporate entities, which enhanced portfolio position while mitigating risk. Introduced innovative marketing strategies to develop and grow client relationships. Spearheaded efforts to identify client/prospect investor profiles, financial resources, financial objectives, time horizons, and risk tolerances. Provided advisory services to clients and prospects concerning financial strategies, products, and trusts.

- ☐ Participated in the Paths of Achievement financial program that targeted the affluent market segment of Central America as well as local domestic families with \$500,000 to \$5 million in liquid assets.
- ☐ Cultivated positive and enduring relationships with high net worth individuals utilizing exceptional relationship management skills.
- ☐ Played a key role in driving revenue growth, increasing client retention, and managing business development efforts.

### **CIBC World Markets / Oppenheimer Private Client Group Vice President – International Financial Advisor**

Maintained full responsibility for Central American and domestic U.S. client acquisition, marketing, and client relationship management initiatives. Managed asset allocation and risk analysis activities.

- ☐ Managed over \$100 million in discretionary and non-discretionary portfolios of Central American and domestic U.S. clients.
- ☐ Led the strategic implementation of investment recommendations and periodic portfolio reviews for

# CENTURY CITY CAPITAL MANAGEMENT, LLC

Investment Advice-Portfolio Management

## Registered Investment Advisor Brochure (Form ADV – Part 2A) - Dated: June 2011

clients utilizing excellent quantitative skills.

- ❑ Evaluated investment opportunities that covered various asset classes including equities, fixed income, structured notes, mutual funds, alternative investments, and private equity investments.

### **Bankers Trust Company –**

#### Vice President & Private Banker – International Private Client Division

Handled all aspects of wealth management advising associated with global asset management. Generated revenue from the sale of diverse products and services that offered wealth-structuring solutions to safeguard and protect assets. Led efforts to implement credit facilities, hedging strategies, foreign exchange, and capital market transactions.

- ❑ Played a key role in developing world-class and international private banking in the Central American market.
- ❑ Introduced a business model that transitioned a culture from short-term, transaction oriented to focus on long-term client retention, deep product penetration, and annualized revenue streams.
- ❑ Served as the leader in establishing off-shore trusts, Personal Holding Companies, and other legal vehicles that aided high net worth clients in overcoming multi-generational estate planning issues and offering tax-efficient services.
- ❑ Grew revenue and asset base by 100% and converted existing client base from non-performing investment vehicles to discretionary, income producing portfolios.

***Bachelor of Science, Economics & Finance*** – Trinity College, Washington, DC  
Fluent in English and Spanish; Proficient in French.