

PART 2A OF FORM ADV: FIRMBROCHURE

CSAT INVESTMENT ADVISORY, L.P.

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March 31, 2017

This Brochure provides information about the qualifications and business practices of CSat Investment Advisory, L.P. If you have any questions about the contents of this Brochure, please contact us at (646) 902-9023 or jcattier@acsifunds.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority, and references in this Brochure to CSat Investment Advisory, L.P. as a “registered investment adviser” are not intended to imply a certain level of skill or training.

Additional information about CSat Investment Advisory, L.P. also is available on the SEC’s website at www.adviserinfo.sec.gov.

This Brochure is not an offering or solicitation of interests in funds managed by CSat Investment Advisory, L.P. or its affiliates.

ITEM 2 – MATERIAL CHANGES

A prior version of the Brochure was filed on January 2017 in an other-than-annual amendment.

As of January 1, 2016 Mr. John Cattier has been named Chief Compliance Officer. Mr. David Lee Limited Partner, Managing Director & Chief Compliance Officer and Mr. Tom Kratky Limited Partner and Managing Director, are no longer with the Firm.

As of August 31, 2016, the CSat Market Neutral Master Limited and two feeder funds, CSat Market Neutral Fund and CSat Market Neutral Fund, L.P., were liquidated.

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ITEM 4 – ADVISORY BUSINESS

CSat Investment Advisory, L.P., doing business as ACSI Funds, a Delaware limited partnership (“CSat”), was formed in 2006.

CSat Capital Management (Cayman) Limited, a Cayman Islands exempted company (the “Cayman Manager”), was also formed in 2006.

CSat serves as investment adviser and index provider and has overall responsibility for the general management of an exchange-traded fund (“ETF”): American Customer Satisfaction Core Alpha ETF (the “ACSI ETF”). CSat also serves as investment manager and provides management, operational and other services to the Cayman Manager and the private investment fund managed by the Cayman Manager. The principal owner of CSat is Claes Fornell.

CSat also provides discretionary investment advisory services to a private investment fund which is organized using a “master-feeder” structure: CSat Classic Master Limited (the “Classic Fund,” or, “Classic Master”).

The Classic Master has the following feeder funds (each a “Classic Feeder,” and collectively, the “Feeder Funds”):

- CSat Classic, a Cayman Islands exempted company (the “Classic Offshore Fund”); and
- CSat Classic Fund, L.P., a Delaware limited partnership (the “Classic Onshore Fund”).

The ACSI ETF, along with the Classic Fund and Feeder Funds, are referred to together in this Brochure as the “Funds” or “Advisory Clients.” CSat also advises separately managed accounts which are also referred to herein as “Advisory Clients.” “Investors” are investors, or the beneficial owners of, interests in the Advisory Clients.

As described in further detail in Item 8 below, the Classic Master seeks a consistent total return above the return generated by traditional investment in equity markets. This will be done through a long/short stock investment strategy, taking advantage of opportunities arising from strong (and weak) customer satisfaction in product/service markets. CSat’s investment universe is equities included in the American Customer Satisfaction Index (“ACSI”) or measured by the ACSI proprietary software. The ACSI proprietary software is a patented system of analysis for which CSat has obtained a license from ACSI, LLC for use in stock investments. CSat and its related persons are permitted to collect their own data and perform their own analysis, as they see fit.

The ACSI ETF seeks to track the performance, before fees and expenses, of the American Customer Satisfaction Investable Index.

The American Customer Satisfaction *Investable* Index utilizes proprietary customer satisfaction scores to weight stocks within each sector by their relative customer satisfaction scores. The index utilizes customer satisfaction metrics for over 350 brands, representing over 150 large capitalization securities for inclusion in the index. Sector constraints are applied at the time of index rebalance with the intention of providing a diversified portfolio across all US sectors. All securities within the index are listed on a major US stock exchange and measured by the American Customer Satisfaction Index.

CSat generally does not tailor its advisory services to the individual needs of Investors. Investors in the Funds may not impose restrictions on investing in certain securities or types of securities. Each Fund’s confidential offering memorandum and limited partnership agreement set forth important information

about the Fund, including fund terms, objective, strategy, and guidelines.

However, CSat expects from time to time to enter into letter agreements or other similar agreements (collectively, “Side Letters”) with one or more Investors that provide such Investors with additional and/or different rights or terms than those set forth in the Funds’ offering documents. Such Side Letters can, among other things, contain investment restrictions or provide for lower fees.

As of December 31, 2016, CSat manages \$41,703,732 in fund assets on a discretionary basis. CSat does not currently manage any Advisory Client assets on a non-discretionary basis.

ITEM 5 – FEES AND COMPENSATION

Fund Fees

The fees applicable to the Funds are set forth in detail in the Funds' offering documents and are generally not negotiable by Investors. The following is a brief summary of fees generally applicable to Investors in the Funds and is qualified in its entirety by each Fund's offering documents.

Classic Fund:

Management Fee: The management fee ("Management Fee") is generally payable monthly, in arrears, equal to 1/12 of 2.0% of the balance of each capital account at the end of each calendar month.

Performance Allocation: Generally, at the end of each fiscal year, the general partner will receive a performance allocation ("Performance Allocation") equal to 20% of the excess of any net capital appreciation allocated to each capital account for such fiscal year in excess of amounts paid as the Management Fee in such fiscal year, subject to a high watermark.

CSat (or an affiliate) deducts fees from the assets of the applicable Fund. Investors may not choose to be billed directly for fees incurred.

Fees for separately managed accounts are negotiated on an account-by-account basis but typically range from .50% on assets above \$100,000,000, .75% on assets of between \$50,000,000 and \$100,000,000 to 1% on assets below \$50,000,000.

ACSI ETF:

For the services CSat provides to the ACSI ETF, the ACSI ETF pays the Adviser a unified management fee of 0.65%, which is calculated daily and paid monthly, at an annual rate based on the Fund's average daily net assets.

Expenses

Classic Fund:

In addition to paying a Management Fee and, if applicable, a Performance Allocation, the Classic Fund (and, therefore their Investors) will also be subject to other costs and expenses related to the Funds' activities. Such costs and expenses typically include:

- Investment expenses;
- Research expenses including, but not limited to, any outside investment research or due diligence expenses (including, but not limited to, fees paid to ACSI) and any research-related travel such as hotel, dining, travel and conference costs;
- Legal expenses;
- Accounting (including third-party accounting services) and auditing expenses;
- Costs related to filing Classic Fund's tax returns;
- Administrator and/or Custodian expenses;
- Brokers' commissions (if any), borrowing charges on securities sold short and any issue or transfer taxes chargeable in connection with any securities transaction;
- All taxes and corporate fees payable to governments or agencies;
- Directors' fees (if any) and expenses;

- Interest on borrowings, including borrowings from the primebroker;
- Communication expenses with respect to investor services and all expenses of meetings of shareholders or limited partners, as applicable, and preparing, printing and distributing financial and other reports, proxy forms, prospectuses and similar documents;
- The cost of insurance (if any) for the benefit of directors or relating to the indemnification of CSat;
- Any extraordinary expenses; and
- All other organizational and operating expenses approved by the Classic Fund's general partner.

ACSI ETF:

Under the Advisory Agreement between CSat and the ACSI ETF, CSat has agreed to pay all expenses of the ACSI ETF, except for: the fee paid to CSat pursuant to the Advisory Agreement, interest charges on any borrowings, dividends and other expenses on securities sold short, taxes, brokerage commissions and other expenses incurred in placing orders for the purchase and sale of securities and other investment instruments, acquired fund fees and expenses, accrued deferred tax liability, extraordinary expenses, and distribution (12b-1) fees and expenses.

It is critical that Investors refer to the Funds' governing documents for a complete description of fees and expenses.

Neither CSat nor its supervised persons accept compensation, including sales charges or service fees, from any person for the sale of securities or other investment products, including interests in the Funds.

SMA Clients are generally responsible for other fees and expenses related to their accounts, including custodial fees, brokerage fees and other transactions costs. Client portfolios may invest in ETFs as part of CSat's investment strategy in order to gain access to certain sectors, markets, or securities. Investments in ETFs, however, generally include an embedded investment management fee paid to the investment adviser of the ETF. As such, Client portfolios with investments in those types of securities may be subject to two layers of management fees.

ITEM 6 - PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

As noted in Item 5 above, CSat receives performance-based compensation in the form of a Performance Allocation.

The possibility that CSat may receive performance-based compensation creates a potential conflict of interest in that it creates an incentive to make investments that are riskier or more speculative than in the absence of such a performance-based fee. Investors are provided with clear disclosure as to how performance-based compensation is charged with respect to the Funds and the risks associated with such performance-based compensation prior to making an investment.

CSat recognizes that it is a fiduciary and, as such, must act in the best interests of the Advisory Clients. Further, CSat recognizes that it must treat all Advisory Clients fairly and must refrain from favoring one Advisory Client's interests over another's.

ITEM 7 – TYPES OF CLIENTS

As described in Item 4, CSat's clients consist of the Funds. Investors in the Classic Fund consist of institutional investors and other sophisticated investors. CSat also provides investment advisory services to the ACSI ETF.

Investors in the Classic Fund must meet certain suitability requirements. In addition, the minimum initial investment in the Classic Fund is \$500,000. This minimum is subject to waiver at the discretion of the Classic Fund's general partner or directors.

CSat also manages separately managed accounts. The size of such accounts is negotiated on an account-by-account basis.

ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

As a general matter, CSat utilizes the methods of analysis and investment strategies described in the Fund offering and governing documents provided to all Investors prior to the time of an investment. The information contained herein is a summary only and Investors should refer to the Fund offering and governing documents for a complete overview of CSat's methods of analysis and investment strategies concerning the Funds.

Classic Fund

The Classic Fund and SMA's employ strategies designed to generate above-market returns. CSat will actively manage the Classic Fund and SMA holdings with a goal of maintaining a low correlation to the movements of the equity market. Both the Classic Master and SMAs seek to minimize overall U.S. equity market risk by making investments in a diversified long and short portfolio of equities, including ETFs, futures contracts and ADRs traded on the major U.S. stock exchanges. All client accounts will generally own a diversified portfolio of common stocks and will, if appropriate, in the manager's discretion, maintain short positions in a different diversified portfolio of common stocks, ADRs, ETFs and futures contracts. The investment universe of equities is comprised of the companies included in the ACSI or measured by the ACSI proprietary software. The ACSI proprietary software is a patented system of analysis for which CSat has obtained a license from CFI Worldwide, LLC, for use in stock investments. CSat may also collect its own data and do its own analysis of companies that it considers relevant. Relevant information on ACSI is available under www.theacsi.org.

The Classic Fund and SMAs seek to achieve their investment objectives by investing in U.S.-traded equities, ADRs, ETFs and futures contracts, including, but not limited to, S&P 500 stock index futures. For temporary or defensive purposes they may hold cash and cash equivalents. In this respect, time deposits and money market instruments which are regularly negotiated and which have a residual maturity of 12 months or less from the acquisition date shall be deemed to be cash equivalents. All client accounts have authority to sell and buy ETFs and futures contracts, including S&P 500 stock index futures, for hedging purposes. The Classic Fund is permitted to engage in short selling of up to 200% of the securities held as long positions in their investment portfolio. The Funds' net equity market exposure (i.e., the excess of their long positions over their short positions) will vary according to the output from the ACSI proprietary software and CSat's implementation of this data. The Classic Fund is permitted to also utilize leverage in an attempt to achieve their investment objectives. CSat is responsible for managing overall risks and will use a variety of risk controls.

Investing overall and in the Classic Fund involves a significant risk of loss that any Investor should be prepared to bear.

Material Risks

The information contained herein is a summary only and Investors should refer to the Classic Fund's offering and governing documents for a complete overview of CSat's methods of analysis and investment strategies and the material risks associated therewith.

Master-Feeder Structure.

The Classic Fund generally invests through a "master-feeder" structure. The "master-feeder" fund structure presents certain unique risks to investors. For example, a smaller feeder fund investing in the Classic Fund will be materially affected by the actions of a larger feeder fund investing in the same Classic Fund. If a

larger feeder fund redeems from the Classic Fund, the remaining feeder fund may experience higher pro rata operating expenses, thereby producing lower returns. The Classic Fund will become less diverse due to a redemption by a larger feeder fund, resulting in increased portfolio risk. The Classic Fund is a single entity and creditors of the Classic Fund may enforce claims against all assets of the Classic Fund.

Risk of Trading Activities.

All trading activities risk the loss of capital. While CSat attempts to moderate these risks through its investment program and risk management techniques, there can be no assurance that CSat's investment and trading activities will be successful or that limited partners of the Classic Fund will not suffer losses.

Risk of Trading Errors.

Pursuant to the indemnification and exculpation provisions contained in the Investment Management Agreement between CSat and the Cayman Manager, the Classic Fund (and not CSat) will be responsible for any losses resulting from trading errors and similar human errors, absent willful default, fraud or gross negligence. Trading errors might include, for example, keystroke errors that occur when entering trades into an electronic trading system or typographical or drafting errors related to derivatives contracts or similar agreements.

Medium Capitalization Companies.

The Classic Fund is permitted to invest a portion of their assets in the securities of companies with medium-sized market capitalizations (i.e., those with market capitalizations of between \$750 million and \$3.3 billion). While the CSat believes they often provide significant potential for appreciation, those stocks, may involve higher risks in some respects than do investments in securities of larger companies.

Concentration of Investments.

Although it is the policy of the Classic Fund to diversify their investment portfolios, the Classic Fund is not required to do so except as provided in their governing documents and may at certain times hold relatively few investments. The Classic Fund could be subject to significant losses if they hold large positions in particular investments that decline in value or are otherwise adversely affected, including default of the issuer.

Leverage and Financing Risk.

The Classic Fund has the authority to leverage their investment returns with options, short sales, swaps, forwards and other derivative instruments. While leverage presents opportunities for increasing the Classic Fund's total return, it has the effect of potentially increasing losses as well. Accordingly, any event which adversely affects the value of an investment by the Classic Fund would be magnified to the extent the Classic Fund is leveraged. The cumulative effect of the use of leverage by the Classic Fund in a market that moves adversely to the Classic Fund's investments could result in a substantial loss to the Classic Fund which would be greater than if the Classic Fund was not leveraged. In general, the anticipated use of short-term margin borrowings results in certain additional risks to the Classic Fund.

Certain Derivative Investments.

Pursuant to the investment program described above, the Classic Fund has the authority to use certain derivative investments. The use of derivative contracts such as futures, options, contracts for differences, and swaps involves substantial risks. The low margin or premiums normally required for such instruments may provide a large amount of leverage, and a relatively small change in the price of a security or contract can produce a disproportionately larger profit or loss. There is no assurance that a liquid secondary market will exist for futures contracts or options purchased or sold, and the Classic Fund may

be required to maintain a position until exercise or expiration, which could result in losses. Futures positions may be illiquid because, for example, most exchanges limit fluctuations in certain futures contract prices during a single day by regulations referred to as “daily price fluctuation limits” or “daily limits”. Once the price of a contract for a particular future has increased or decreased by an amount equal to the daily limit, positions in the future can neither be taken nor liquidated unless traders are willing to effect trades at or within the limit. Futures contract prices on various commodities or financial instruments occasionally have moved to the daily limit for several consecutive days with little or no trading. Similar occurrences could prevent the Classic Fund from promptly liquidating unfavorable positions and subject the Classic Fund to substantial losses. In addition, the Classic Fund may not be able to execute futures contract trades at favorable prices if trading volume in such contracts is low. It is also possible that an exchange or a regulator may suspend trading in a particular contract, order immediate liquidation and settlement of a particular contract or order that trading in a particular contract be conducted for liquidation only.

Short Selling.

Short selling involves selling securities which are not owned by the short seller and borrowing them for delivery to the purchaser, with an obligation to replace the borrowed securities at a later date. Short selling allows the investor to profit from a decline in market price to the extent such decline exceeds the transaction costs and the costs of borrowing the securities. The extent to which the Classic Fund engages in short sales will depend upon the investment program and opportunities and the implementation of such investment program. A short sale creates the risk of a theoretically unlimited loss, in that the price of the underlying security could theoretically increase without limit, thus increasing the cost to the Classic Fund of buying those securities to cover the short position. There can be no assurance that the Classic Fund will be able to maintain the ability to borrow securities sold short. In such cases, the Classic Fund can be “bought in” (*i.e.*, forced to repurchase securities in the open market to return to the lender). There also can be no assurance that the securities necessary to cover a short position will be available for purchase at or near prices quoted in the market. Purchasing securities to close out a short position can itself cause the price of the securities to rise further, thereby exacerbating the loss.

Hedging Transactions.

The Classic Fund is permitted to utilize financial instruments, both for investment purposes and for risk management purposes in order to (i) protect against possible changes in the market value of the Classic Fund’s investment portfolios resulting from fluctuations in the securities markets and changes in interest rates; (ii) protect the Classic Fund’s unrealized gains in the value of the Classic Fund’s investment portfolios; (iii) facilitate the sale of any such investments; (iv) enhance or preserve returns, spreads or gains on any investment in the Classic Fund’s portfolios; (v) hedge the interest rate or currency exchange rate on any of the Classic Fund’s liabilities or assets; (vi) protect against any increase in the price of any securities the Classic Fund anticipates purchasing at a later date; or (vii) for any other reason that CSat deems appropriate.

Highly Volatile Markets.

The prices of financial instruments in which the Classic Fund is permitted to invest can be highly volatile. Price movements of forward and other derivative contracts in which the Classic Fund’s assets may be invested are influenced by, among other things, interest rates, changing supply and demand relationships, trade, fiscal, monetary and exchange control programs and policies of governments, and national and international political and economic events and policies. The Classic Fund is subject to the risk of failure of any of the exchanges on which their positions trade or of their clearinghouses.

ACSI Index

The universe of equities in which CSat invests is limited to those measured by ACSI. CSat's investment strategy also relies on the consumer research data compiled by ACSI, to which CSat has access by way of an exclusive license. While ACSI's business is robust, it is nonetheless subject to larger macroeconomic and market forces, and there can be no assurances that it will always be in position to produce usable data. Without access to ACSI's consumer research data, CSat would be hindered in its ability to effectively execute its investment strategy.

Cyber Security Risk -

With the increased use of technologies such as the Internet to conduct business, a portfolio is susceptible to operational, information security and related risks. In general, cyber incidents can result from deliberate attacks or unintentional events and are not limited to, gaining unauthorized access to digital systems, and misappropriating assets or sensitive information, corrupting data, or causing operational disruption, including the denial-of-service attacks on websites. Cyber security failures or breaches by a third party service provider and the issuers of securities in which the portfolio invests, have the ability to cause disruptions and impact business operations, potentially resulting in financial losses, the inability to transact business, violations of applicable privacy and other laws, regulatory fines, penalties, reputational damage, reimbursement or other compensation costs, and/or additional compliance costs, including the cost to prevent cyber incidents.

Reliance on Key Management Personnel -

The success of CSat investment strategies will depend, in substantial part, upon the skill and expertise of Claes Fornell and John Cattier. The death, disability or departure of either Messrs. Fornell or Cattier will adversely affect our business and performance.

Risks Related to Regulation -

Laws and regulations affecting our business change from time to time, and we are currently operating in an environment of significant regulatory reform, both in the U.S. and globally. We cannot predict the effects, if any, of future legal and regulatory changes on our business or the services we provide.

ACSI ETF:

The ACSI ETF's Investment Strategy

The ACSI ETF attempts to invest all, or substantially all, of its assets in the component securities that make up the Index. Under normal circumstances, at least 80% of the ACSI ETF's total assets (exclusive of any collateral held from securities lending) will be invested in the component securities of the Index. The Adviser expects that, over time, the correlation between the ACSI ETF's performance and that of the Index, before fees and expenses, will be 95% or better.

The ACSI ETF will generally use a "replication" strategy to achieve its investment objective, meaning it generally will invest in all of the component securities of the Index. However, the ACSI ETF may use a "representative sampling" strategy, meaning it may invest in a sample of the securities in the Index whose risk, return and other characteristics closely resemble the risk, return and other characteristics of the Index as a whole, when the Adviser believes it is in the best interests of the ACSI ETF (e.g., when replicating the Index involves practical difficulties or substantial costs, an Index constituent becomes temporarily illiquid, unavailable, or less liquid, or as a result of legal restrictions or limitations that apply to the ACSI ETF but not to the Index).

The ACSI ETF generally may invest up to 20% of its total assets (exclusive of any collateral held from securities lending) in securities or other investments not included in the Index, but which the Adviser believes will help the ACSI ETF track the Index. For example, the ACSI ETF may invest in securities that are not components of the Index to reflect various corporate actions and other changes to the Index (such as reconstitutions, additions, and deletions). To the extent the Index concentrates (i.e., holds more than 25% of its total assets) in the securities of a particular industry or group of related industries, the Fund will concentrate its investments to approximately the same extent as the Index.

Principal Investment Risks

You can lose money on your investment in the ACSI ETF. The ACSI ETF is subject to the risks described below. Some or all of these risks may adversely affect the Fund's net asset value per share ("NAV"), trading price, yield, total return and/or ability to meet its objectives. For more information about the risks of investing in the ACSI ETF's, see the section in the ACSI ETF's Prospectus, titled "Additional Information About the Fund—Principal Investment Risks."

- *Equity Market Risk.* The equity securities held in the ACSI ETF portfolio or in the portfolios of ETFs in which the Fund invests ("Underlying ETFs") may experience sudden, unpredictable drops in value or long periods of decline in value. This may occur because of factors that affect securities markets generally or factors affecting specific issuers, industries, or sectors in which the ACSI ETF invests. Common stocks, such as those held by the ACSI ETF or the Underlying ETFs, are generally exposed to greater risk than other types of securities, such as preferred stock and debt obligations, because common stockholders generally have inferior rights to receive payment from issuers.
- *Investment Company Risk.* The risks of investing in investment companies, such as the Underlying ETFs, typically reflect the risks of the types of instruments in which the investment companies invest. By investing in another investment company, the ACSI ETF becomes a shareholder of that investment company and bears its proportionate share of the fees and expenses of the other investment company. Investments in ETFs are also subject to the following risks: (i) the market price of an ETF's shares may trade above or below their NAV; (ii) an active trading market for an ETF's shares may not develop or be maintained; and (iii) trading of an ETF's shares may be halted for a number of reasons.
- *Models and Data Risk.* The composition of the Index is heavily dependent on proprietary quantitative models as well as information and data supplied by third parties ("Models and Data"). When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon may lead to the inclusion or exclusion of securities from the Index universe that would have been excluded or included had the Models and Data been correct and complete. If the composition of the Index reflects such errors, the Fund's portfolio can be expected to reflect the errors, too.
- *New Fund Risk.* The ACSI ETF is a recently organized, diversified management investment company with no operating history. As a result, prospective investors have no track record or history on which to base their investment decision.
- *Passive Investment Risk.* The ACSI ETF invests in the securities included in, or representative of, its Index regardless of their investment merit. The ACSI ETF does not attempt to outperform its Index or take defensive positions in declining markets. As a result, the ACSI ETF's performance may be adversely affected by a general decline in the market segments relating to its Index.
- *Sector Risk.* To the extent the ACSI ETF invests more heavily in particular sectors of the economy, its performance will be especially sensitive to developments that significantly affect those sectors.
 - *Consumer Discretionary Risk.* The ACSI ETF may invest in companies in the consumer discretionary sector, and therefore the performance of the Fund could be negatively impacted by events affecting this sector. The success of consumer product manufacturers and retailers is tied closely to the performance of domestic and international economies, interest rates, exchange rates, competition, consumer confidence, changes in demographics and consumer

preferences. Companies in the consumer discretionary sector depend heavily on disposable household income and consumer spending, and may be strongly affected by social trends and marketing campaigns. These companies may be subject to severe competition, which may have an adverse impact on their profitability.

- *Consumer Staples Sector Risk.* The ACSI ETF may invest in companies in the consumer staples sector, and therefore the performance of the ACSI ETF could be negatively impacted by events affecting this sector. Companies in the consumer staples sector, including those in the food and beverage industries, may be affected by general economic conditions, commodity production and pricing, consumer confidence and spending, consumer preferences, interest rates, product cycles, marketing campaigns, competition, and government regulations.
- *Information Technology Sector Risk.* The ACSI ETF may invest in companies in the information technology sector, and therefore the performance of the ACSI ETF could be negatively impacted by events affecting this sector. Market or economic factors impacting information technology companies and companies that rely heavily on technological advances could have a significant effect on the value of the ACSI ETF's investments. The value of stocks of information technology companies and companies that rely heavily on technology is particularly vulnerable to rapid changes in technology product cycles, rapid product obsolescence, government regulation and competition, both domestically and internationally, including competition from foreign competitors with lower production costs. Stocks of technology companies and companies that rely heavily on technology, especially those of smaller, less-seasoned companies, tend to be more volatile than the overall market. Information technology companies are heavily dependent on patent and intellectual property rights, the loss or impairment of which may adversely affect profitability.
- *Shares May Trade at Prices Other Than NAV.* As with all ETFs, Shares may be bought and sold in the secondary market at market prices. Although it is expected that the market price of Shares will approximate the ACSI ETF's NAV, there may be times when the market price of Shares is more than the NAV intra-day (premium) or less than the NAV intra-day (discount) due to supply and demand of Shares or during periods of market volatility. This risk is heightened in times of market volatility, periods of steep market declines, and periods when there is limited trading activity for Shares in the secondary market, in which case such premiums or discounts may be significant.
- *Tracking Error Risk.* As with all index funds, the performance of the ACSI ETF and its Index may differ from each other for a variety of reasons. For example, the ACSI ETF incurs operating expenses and portfolio transaction costs not incurred by the Index. In addition, the Fund may not be fully invested in the securities of the Index at all times or may hold securities not included in the Index.

ITEM 9 – DISCIPLINARY INFORMATION

CSat is obligated to disclose any legal or disciplinary event that would be material when evaluating CSat's advisory business and the integrity of CSat's management. CSat does not have any material legal or other disciplinary events to report.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Neither CSat nor its management persons are registered or have an application pending to register as a broker-dealer or registered representative of a broker-dealer.

Neither CSat nor its management persons are registered or have an application pending to register as a futures commission merchant, commodity pool operator, commodity trading advisor, or an associated person of the foregoing entities.

The following individuals serve as directors of the Classic Fund:

- Claes Fornell
- John Cattier

CHJ Investment Advisory, LLC, a Michigan limited liability company (“CHJ”), serves as the general partner of the Classic Onshore Fund. CHJ also serves as the general partner of CSat.

The following individuals serve as directors of the Classic Offshore Fund:

- Claes Fornell
- John Cattier

CS Fund Partners, LLC, a Michigan limited liability company (“CS Partners”) under common control with CSat, owns a 100% interest in the Cayman GP.

CS Fund Investment LLC, a Michigan limited liability company (“CS Investment”) under common control with CSat, owns a 100% interest in the Cayman Manager.

The Cayman Manager, as discussed in Item 4 above, contracts with CSat through an advisory agreement for the provision of investment advisory services to the Classic Fund.

Item 11 – CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Code of Ethics

CSat's Code of Ethics (the "Code") is designed to meet the requirements of Rule 204A-1 of the Investment Advisers Act of 1940 (the "Advisers Act"). The Code applies to CSat's "Access Persons." Access Persons include, generally, any partner, officer or director of CSat and any employee or other supervised person of CSat who, in relation to the Advisory Clients, (1) has access to non-public information regarding any purchase or sale of securities, or non-public information regarding securities holdings or (2) is involved in making securities recommendations, executing securities recommendations, or has access to such recommendations that are non-public. All CSat employees are deemed to be Access Persons.

The Code sets forth a standard of business conduct that takes into account CSat's status as a fiduciary and requires Access Persons to place the interests of Advisory Clients above their own interests and the interests of CSat. The Code requires Access Persons to comply with applicable federal securities laws. Further, Access Persons are required to promptly bring violations of the Code to the attention of CSat's Chief Compliance Officer (the "Chief Compliance Officer"). All Access Persons are provided with a copy of the Code and are required to acknowledge receipt of the Code upon hire and on at least an annual basis thereafter.

The Code also sets forth certain reporting and pre-clearance requirements with respect to personal trading by Access Persons. Access Persons must provide the Chief Compliance Officer with a list of their personal accounts and an initial holdings report within 10 days of becoming an Access Person. In addition, Access Persons must provide annual holdings reports and quarterly transaction reports in accordance with Advisers Act Rule 204A-1. Access Persons are generally not permitted to trade for their personal accounts securities held by the Advisory Clients.

Certain CSat employees also invest directly in the Funds. It should be noted that investments in the Funds made by such parties generally will not be subject to the Management Fee and Performance Allocation described in Item 5 above.

The fact that certain of CSat's employees have financial ownership interests in the Funds creates a potential conflict in that it could cause CSat to make different investment decisions than if such parties did not have such financial ownership interests. CSat addresses this potential conflict by impressing upon Access Persons their fiduciary duty to act in the best interests of Advisory Clients and Investors and by requiring Access Persons to submit securities holdings and transaction reports in accordance with Rule 204A-1.

The Code also seeks to ensure the protection of nonpublic information about the activities of the Advisory Clients. Investors or prospective Investors may obtain a copy of the Code by contacting the Chief Compliance Officer, John Cattier, at jcattier@acsifunds.com.

Participation or Interest in Client Transactions

As described in Item 10 above, CSat serves as the investment manager and its affiliates serve as general partners to and directors of the Classic Fund. CSat and certain of its affiliates also recommend interests in the Classic Fund to prospective Investors.

CSat and certain of its affiliates have a material financial interest with respect to fees paid by Investors in the Classic Fund. The performance-based fees create an incentive for CSat to make investments that are riskier or more speculative than in the absence of such fees.

Certain of CSat's affiliates invest in the Classic Fund; such investment in the Classic Fund may not be subject to the management or performance-based fees described in Item 5 above.

The fact that certain of CSat's affiliates have financial ownership interests in the Classic Fund creates a potential conflict in that it could cause CSat to make different investment decisions than if its affiliates did not have such financial ownership interests. Such potential conflicts are addressed by the personal securities transaction pre-clearance and holding requirements described in this Item.

CSat carefully considers the risks involved in any investment and provides extensive disclosure to Investors regarding the potential risks that come with an investment in the Classic Fund. The Code requires Access Persons to place the interests of Advisory Clients and Investors over their own or those of CSat, and all Access Persons are required to acknowledge their receipt and understanding of the Code.

Personal Trading

CSat and its employees may effect transactions for their own accounts in the same securities purchased and sold for the accounts of CSat's Advisory Clients.

This presents potential conflicts in that an employee could make improper use of information regarding an Advisory Client's holdings, future transactions or research paid for by the Advisory Clients. For example, an Access Person could take for himself or herself an investment opportunity available to an Advisory Client.

CSat manages the potential conflicts of interest inherent in Access Person personal trading by enforcement of its Code, which contains strict guidelines for Access Persons on pre-clearance (e.g., for securities offered in IPOs or other limited offerings), and initial, quarterly and annual reporting requirements. Specifically, CSat's Code requires Access Persons to obtain prior written approval from CSat's Chief Compliance Officer before engaging in investments in any securities, including but not limited to initial public offerings and other limited offerings, for personal accounts, other than investments in fixed income securities and mutual funds. The Chief Compliance Officer may only approve a transaction if he concludes that the transaction would comply with the provisions of the Code of Ethics and is not likely to have any adverse economic impact on the Advisory Clients.

The Chief Compliance Officer and/or his designee reviews each Access Person's personal transaction reports to make sure each Access Person is conducting his or her personal securities transactions in a manner that is consistent with the Code. If trades are conducted simultaneously, CSat requires that employee trades be at the same or less favorable price than that received by Advisory Clients, subject to a 5-day holding period. The Chief Compliance Officer may, in his sole discretion, break any trades affected for the account of CSat's employees of which he has notice and believes to be in violation of the provisions of the Code.

ITEM 12 – BROKERAGE PRACTICES

CSat recognizes its duty to obtain “best execution” for its Advisory Clients. In selecting the broker- dealers to execute securities transactions, CSat will select brokers on the basis of best execution and in consideration of a number of factors, including commissions/price, the ability of the brokers and dealers to effect the transactions, the brokers’ and dealers’ facilities, reliability and financial responsibility. Accordingly, the commission rates charged to the Funds by brokers in the foregoing circumstances may be higher than those charged by other brokers who may not offer such services.

To the extent CSat determines to enter into soft dollar transactions, such transactions generally will be effected in compliance with the safe harbor provided by Section 28(e) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), but CSat from time to time may engage in soft dollar transactions outside of the safe harbor provided by Section 28(e) of the Exchange Act. Since commission rates in the U.S. as well as in certain other jurisdictions are negotiable, selecting brokers on the basis of considerations that are not limited to applicable commission rates may at times result in higher transaction costs than would otherwise be obtainable.

In selecting or recommending broker-dealers, CSat does not consider whether it receives client referrals from the broker-dealer. Additionally, CSat does not engage in directed brokerage.

As a general matter, the Classic Master and ACSI ETF trade independently, and will not aggregate trades

Allocation of investment opportunities between the Classic Master and ACSI ETF will be made by CSat, in its sole discretion, based upon the investment objectives and holdings of the Funds.

ITEM 13 – REVIEW OF ACCOUNTS

Advisory Client accounts are under continuous review and performance is analyzed on a daily basis. Such reviews may include a review of existing investments, potential investments, investment policy, the suitability of the investments used to meet policy objectives, cash availability, and investment objectives. The investment team may consider, among other things, investment performance, the investment's sensitivity to market changes, and whether anything has changed subsequent to an initial investment decision that impacts the risk or potential return.

CSat's investment team meets as needed to discuss all risk issues. CSat views risk from an investment, operational and legal perspective.

Investors receive monthly Fund financial statements, capital account statements and a performance update, quarterly investor letters, and annual audited financial statements.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

There are no 3rd party marketing agreements.

ITEM 15 – CUSTODY

CSat is deemed to have custody of the Classic Fund's assets pursuant to Advisers Act Rule 206(4)-2.

CSat provides investors of the Classic Fund with audited financial statements within 120 days of the end of the Classic Fund's fiscal year (i.e., generally by April 30th). Investors should carefully review such statements.

Fund assets and securities are generally maintained with a qualified custodian. CSat relies on an exception from the qualified custodian requirement with respect to certain privately offered securities.

The qualified custodian utilized by CSat for the Classic Fund is Goldman Sachs & Co., 200 West Street, New York, New York 10282.

The qualified custodian utilized by CSat for the ACSI ETF is U.S. Bank, 100 Wall St, New York, New York 10005.

ITEM 16 – INVESTMENT DISCRETION

CSat has discretionary authority to manage securities accounts on behalf of its Advisory Clients. CSat is authorized to make purchase and sale decisions for Advisory Clients. As explained in Item 4 above, individual Investors in the Funds do not have the ability to impose limitations on CSat's discretionary authority. Prospective Investors in the Funds are provided with offering memoranda prior to their investment and are encouraged to carefully review the offering memoranda, along with all supplements and other relevant offering documents, and to be sure that the proposed investment is consistent with their investment goals and tolerance for risk.

Prospective Investors in the Classic Master must execute a subscription agreement, in which they make various representations, including representations regarding their suitability to invest in a high-risk investment pool. Prospective Investors in the Classic Master must also execute a limited partnership agreement. The subscription agreement and limited partnership agreement, if applicable, each constitute a legal, valid and binding obligation of the Investor, enforceable in accordance with its terms.

Prospective Investors in the ACSI should work with their financial representative to determine suitability in their respective portfolios.

ITEM 17 – VOTING CLIENT SECURITIES

Classic Fund:

CSat understands and appreciates the importance of proxy voting. To the extent that CSat has discretion to vote proxies on behalf of Advisory Clients, CSat will vote any such proxies in the best interests of the Advisory Clients and Investors (as applicable) and in accordance with set compliance procedures.

All proxies sent to the Funds will be provided to the Chief Compliance Officer or to his/her designee. Prior to voting any proxies, the Chief Compliance Officer will determine if there are any conflicts of interest related to the security in question. In the absence of a conflict of interest, CSat will generally vote “for” routine proposals, such as the election of directors, approval of auditors and amendments or revisions to corporate documents to eliminate outdated or unnecessary provisions. Unusual or disputed proposals will be reviewed and voted on a case-by-case basis. In any such unusual cases or if a conflict is identified, CSat will identify the conflicts and make a determination of the best course of action. In the event of a conflict of interest, CSat may determine that the individual who has a conflict of interest is to be recused from the deliberations as to how to vote a proxy on a case-by-case basis.

Generally, the Chief Compliance Officer is responsible for ensuring that the proxy is voted on and submitted in a timely manner. CSat keeps a record of its proxy voting policies and procedures, proxy statements received, votes cast, all communications received and internal documents created that were material to voting decisions (such as the proxy voting worksheet) and each client request for proxy voting records and CSat’s response.

ACSI ETF:

The ACSI ETF has delegated proxy voting responsibilities to CSat, subject to the Board’s oversight. In delegating proxy responsibilities, the Board has directed that proxies be voted consistent with the ACSI ETF and its shareholders’ best interests and in compliance with all applicable proxy voting rules and regulations. CSat has adopted proxy voting policies and guidelines for this purpose (“Proxy Voting Policies”). The Trust’s Chief Compliance Officer is responsible for monitoring the effectiveness of the Proxy Voting Policies. The Proxy Voting Policies have been adopted by the Trust as the policies and procedures that CSat will use when voting proxies on behalf of the ACSI ETF. In the absence of a conflict of interest, CSat will generally vote “for” routine proposals, such as the election of directors, approval of auditors, and amendments or revisions to corporate documents to eliminate outdated or unnecessary provisions. Unusual or disputed proposals will be reviewed and voted on a case-by-case basis. The Proxy Voting Policies address, among other things, material conflicts of interest that may arise between the interests of the ACSI ETF and the interests of CSat. The Proxy Voting Policies will ensure that all issues brought to shareholders are analyzed in light of CSat’s fiduciary responsibilities.

If you have any questions about CSat’s proxy policy, its proxy record-keeping procedures or if you would like any detailed information about how proxies are actually voted, please contact Mr. John Cattier at (646) 902-9023 or John.Cattier@csatfund.com. You may also contact John cattier to request a copy of CSat’s proxy voting policies.

ITEM 18 – FINANCIAL INFORMATION

Registered advisers are required in this Item to provide certain financial information or disclosures about their financial condition. CSat is not currently aware of any financial condition that is reasonably likely to impair its ability to meet contractual commitments to clients. CSat does not charge or solicit prepayment of fees six months or more in advance. CSat has not been the subject of a bankruptcy proceeding.