

VOLTRADE CAPITAL LLC
Part 2A of Form ADV

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This Brochure (the “Brochure”) provides information about the qualifications and business practices of Voltrade Capital LLC (“Voltrade Capital”, the “Firm”, “our” or “we”). If you have any questions about the contents of this Brochure, please contact Voltrade at (646) 679-2020. Registration with the SEC does not imply a certain level of skill or training. The information in this Brochure has not been approved or verified by the SEC or by any state securities authority.

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

ITEM 2 – MATERIAL CHANGES AND GENERAL INFORMATION

Voltrade Capital LLC will ensure that you receive a summary of any material changes to this and subsequent brochures within 120 days of the close of our fiscal year. Voltrade Capital LLC may also provide other ongoing disclosure information about material changes as necessary and provide you with a new brochure as necessary based on changes or new information, at any time, without charge.

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ITEM 4 – ADVISORY BUSINESS

Voltrade Capital was formed in April 2017 as a Delaware limited liability company and has its principal place of business in New York, NY. Voltrade Capital is owned and controlled by Adrien Vesval.

Voltrade Capital provides discretionary investment advice to one or more portfolios (“Portfolio”) in a private investment fund (the “Fund”) pursuant to the terms, guidelines and restrictions provided in an investment management agreement (“IMA”) with the Fund. As of the date of this Brochure, Voltrade Capital’s investment advisory services are provided exclusively to the Fund; Voltrade Capital is not currently seeking to raise additional capital or obtain new clients.

ITEM 5 – FEES AND COMPENSATION

Our management fee is paid monthly in advance and is based on our annual operating expense budget determined through negotiations with the Fund’s general partner.

We are also entitled to receive an annual performance fee (subject to a hurdle rate and high-water mark) calculated based on net trading profits (after the deduction of losses carried forward from the previous year, if any) as of the end of each calendar year. The performance fee is calculated by the Fund’s administrator and approved by the general partner – we neither calculate the performance fee, nor authorize its payment.

Other fees and expenses borne by the Portfolio include a pro rata share of the Fund’s administration fees and expenses as well as any transaction or investment fees or expenses related to the Portfolio’s activities.

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

Performance-based fees can provide an incentive to take excessive risks. However, the Fund’s general partner (who is not affiliated with Voltrade Capital and does not receive a performance-based fee) is the Fund’s risk manager and monitors the Portfolio’s trading and investment activity daily. Per the IMA, the trading discretion granted to Voltrade Capital is subject to the general partner’s general direction concerning matters of risk and Voltrade Capital therefore cannot act independently with respect to decisions on the amount of investment risk taken in the Portfolio.

Performance-based fees can also create an incentive to overvalue assets, thereby inflating net trading profits through unrealized appreciation. However, Voltrade Capital has no authority to value the Portfolio’s assets; it is the general partner (who is not affiliated with Voltrade Capital and does not receive a performance-based fee) that is responsible for the final determinations on the valuation of the Portfolio’s positions.

Our investment advisory services are provided exclusively to the Fund through the Portfolio, therefore we do not have any conflicts related to the receipt of performance-based fees among clients.

ITEM 7 – TYPES OF CLIENTS

Voltrade Capital provides investment advice exclusively to the Fund through the Portfolio.

Interests in the Fund, and the Fund itself, are not registered under the U.S. Securities Act of 1933, as amended and are excepted from the definition of an “investment company” under Section 3(c)(7) of the Investment Company Act of 1940, as amended. Accordingly, interests in the Fund are offered exclusively to investors satisfying the applicable eligibility and suitability requirements either in private placement transactions within the United States or in offshore transactions. Investors in the Funds are also Qualified Eligible Persons as defined in the Commodity Exchange Act.

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

We focus on global macro derivatives investing. We apply an investment process that relies on quantitative analysis and fundamental analysis. Our personnel use a combination of fundamental market analysis, proprietary research and statistical models to identify potentially profitable trading and investment opportunities. Ideas are typically generated relying on economic intuition, understanding of supply demand dynamics in financial markets, empirical evidence and data analysis, and incorporate information about market conditions, such as liquidity and transaction costs. Once developed, ideas are then implemented through a portfolio of securities and investments based on several criteria such as various risk metrics (such as value at risk, stress tests, volatility), expected returns, expected transaction costs and liquidity conditions. The investment team may also at any time implement various types of market hedges for various purposes such as risk mitigation, reduction of exposure to certain macro risk factors.

Below is a representative, but not exhaustive, list of certain risks associated with the firm’s investment strategies.

Investment Risk: Inherent in any alternative investment strategy is the risk of total loss of capital. We cannot predict, measure or hedge all market, or other risks inherent in our investment strategies. We may choose, or may determine that it is economically appropriate to not hedge certain risks. The profitability of our investment strategies depends to a great extent on our ability to correctly assess the future course of price movements of securities and other investments. There can be no assurance that we will be able to accurately predict price movements. The performance of any investment is subject to numerous factors which we cannot predict or control. These factors include a wide range of economic, political, competitive and other conditions (including acts of terrorism and war) that may affect investments in general or in specific industries or companies. Market volatility may cause performance to fluctuate substantially over time.

We may not accurately predict what the exit strategy will ultimately be for any given position. Exit strategies which appear to be viable when an investment is initiated may be precluded due to economic, legal, political or other factors.

Competition: There is currently, and will likely be, competition for investment opportunities with other investors having investment objectives and strategies like those of the Portfolio. Performance may be adversely impacted if competition prevents or hinders the Portfolio's ability to participate in certain investment opportunities.

Execution, Market and Liquidity Risk: We may trade in markets that are volatile and which may become illiquid. Closing positions may be difficult if there is a significant decrease in trading volume or increase in price volatility. Orders may not be executed timely or efficiently in periods of market distress due to various circumstances including liquidity and market restrictions.

The prices of securities can be highly volatile. Price movements 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. Although market volatility can create trading opportunities, too much volatility may create additional risks that may impact our ability to put on and maintain effective hedges. It can cause the correlation between long positions and hedges to diverge, with the hedge having the opposite effect of that intended.

Trading Judgment: The success of our trading strategies is subject to the judgment and skills of our research and trading personnel. Additionally, our trading abilities with regard to execution and discipline are important to the returns of the Portfolio. There can be no assurance that our investment decisions or actions will be correct. Incorrect decisions or poor judgment may result in substantial losses.

Model and Data Risk: Given the complexity of the investments and strategies we manage, we must rely heavily on quantitative models (both proprietary models developed by our personnel, and those supplied by third parties) and information and data supplied by third parties. These models and data are used to construct sets of transactions and investments, to value investments or potential investments, to provide risk management insights, and to assist in hedging the Portfolio. When these models and data prove to be incorrect, misleading or incomplete, any decisions made in reliance on them expose the Portfolio to potential risks. For example, by relying on these models and data, we may be induced to buy certain investments at prices that are too high, to sell certain other investments at prices that are too low, or to miss favorable opportunities altogether. Similarly, any hedging based on faulty models and data may prove to be unsuccessful. Some of the models we use are predictive in nature. The use of predictive models has inherent risks. For example, such models may incorrectly forecast future behavior, leading to potential losses on a cash flow or a mark-to-market basis. In addition, in unforeseen or certain low probability scenarios (often involving a market disruption of some kind), such models may produce unexpected results, which can result in losses. Furthermore, because predictive models are usually constructed based on historical data supplied by third parties, the success of relying on such models may depend heavily on the accuracy and reliability of the supplied historical data. All of our models rely on

correct market data inputs. If incorrect market data is entered into even a well-founded model, the resulting valuations will be incorrect. However, even if market data is input correctly, "model prices" will often differ substantially from market prices, especially for securities with complex characteristics, such as derivative securities.

Obsolescence Risk: We are unlikely to be successful in managing the Portfolio unless the assumptions underlying our models are realistic and either remain realistic and relevant in the future or are adjusted to account for changes in the overall market environment. If such assumptions are inaccurate or become inaccurate and are not promptly adjusted, it is likely that profitable trading signals will not be generated. Also, if and to the extent that our models do not reflect certain factors, and we do not successfully address such omission through testing and evaluation and modify the models accordingly, major losses may result.

Crowding/Convergence: There is significant competition among systematic and quantitatively focused managers, and our ability to deliver returns for the Portfolio that have a low correlation with global aggregate equity markets and other hedge funds is dependent on our ability to employ models that are simultaneously profitable and differentiated from those employed by other managers. To the extent that we are not able to develop sufficiently differentiated models, the Portfolio's investment objectives may not be met, irrespective of whether the models are profitable in an absolute sense. In addition, to the extent that our models come to resemble those employed by other managers, the risk that a market disruption that negatively affects predictive models will adversely affect the Portfolio is increased, as such a disruption could accelerate reductions in liquidity or rapid repricing due to simultaneous trading across a number of funds in the marketplace.

Risk of Programming and Modeling Errors: The research and modeling process we engage in is extremely complex and involves financial, economic, econometric and statistical theories, research and modeling; the results of that process must then be translated into computer code. Although we seek to hire individuals skilled in each of these functions and endeavor to provide appropriate levels of oversight, the complexity of the individual tasks, the difficulty of integrating such tasks, and the limited ability to perform "real world" testing of the end product raises the chances that the finished model may contain an error; one or more of these errors could adversely affect the performance of the Portfolio and likely would not constitute a trade error under our policies or an applicable investment management agreement.

Data Feed Failure: The registrant's models utilize data feeds from a number of sources. If these data feeds were to be corrupted, compromised, or discontinued in any manner, or not delivered or accessible in a timely manner, the models may not be properly formulated. This failure to receive the data feeds or receive the data feeds in a timely manner may leave the Portfolio unable to trade or may result in trades that are not aligned with an algorithm's goal, and this may expose the Portfolio to risk of loss or loss of opportunities, in particular if the loss of the data feed coincides with turbulent market conditions. If the data feeds are compromised or discontinued in any material manner or if the data feeds are not delivered or accessible in a timely manner, it may result in a loss to the Portfolio, which could be material. For the sake of clarity and without limitation, though data feed failures could adversely affect the Portfolio's

performance, such losses would likely not constitute reimbursable trade errors under our policies or an applicable investment management agreement.

Possible Volatility of Returns: The prices of securities can be highly volatile. Price movements 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. Although market volatility can create trading opportunities, too much volatility may create additional risks that affect our ability to put on and maintain effective hedges. It can cause the correlation between long positions and hedges to diverge, with the hedge having the opposite effect of that intended. Our investment programs seek to identify and manage risks, but not to avoid risk entirely. Therefore, the Portfolio's returns will reflect a volatility commensurate with the risk posture then adopted by us. The Fund should recognize and understand that such volatility can be greater at times than may be realized by alternate investments, and there is no assurance that such returns will be positive for a given period of time. In addition, measures of past volatility may not be accurate predictors of future variances in performance.

Involuntary Disclosure Risk: As described above, our ability to achieve the Portfolio's investment goals is dependent in large part on our ability to develop and protect our models and proprietary research. We protect our intellectual property through policies, procedures, agreements, and similar measures designed to create and enforce robust confidentiality, non-disclosure, and similar safeguards. Aggressive position-level public disclosure obligations (or disclosure obligations to exchanges or regulators with insufficient privacy safeguards) could lead to opportunities for competitors to reverse-engineer our intellectual property, and thereby impair our relative or absolute performance of the Portfolio. In particular, recent regulatory changes and proposals in the United States and elsewhere requiring position level detail and other information that was not previously subject to general disclosure obligations (e.g., the Form PF and the investigative powers granted to the new Financial Stability Oversight Council) heighten the risk of a public disclosure of our or the Fund's confidential or proprietary information.

Proprietary Trading Methods: Because the trading methods we employ on behalf of the Portfolio are proprietary to us, the Fund will not be able to determine any details of such methods or whether they are being followed.

No Fixed Diversification Policies; Certain Correlation Risks: Although diversification is considered by the firm as part of our overall portfolio risk management process, the Portfolio may not be fully diversified at all times. For example, we are not restricted as to the percentage of the Portfolio's assets that may be invested in any particular issuer, industry, instrument, market or strategy. We generally do not maintain any fixed limits, guidelines or requirements for diversifying the Portfolio among strategies, issuers, industries, instruments, markets or sectors. In attempting to maximize returns, we may concentrate the holdings of the Portfolio in those issuers, industries, instruments, markets or sectors that, in our sole judgment, provide the best profit opportunities consistent with the Portfolio's investment objective. Such concentration of risk could ultimately result in more significant losses to the Portfolio than would be the case if its capital had been spread over a wide number of positions. It is also possible that the Portfolio

could become significantly concentrated in one strategy, and the investments in such strategy may be more illiquid than the investments in other available strategies. In addition, it is possible that multiple portfolios may exhibit correlations that result in the portfolio as a whole having a greater concentration in or exposure to a given asset, asset class, or risk scenario than would be expected from a strategy-by-strategy review. While we seek to identify and manage such aggregated risks, there is no guarantee that we will be effective in such identification or management, which could result in, among other consequences, losses or greater volatility in the Portfolio. The Portfolio may become concentrated in a single issuer, industry, market or sector. The concentration of risk may increase losses suffered by the Portfolio. Limited diversification may cause greater volatility than would otherwise be the case, and could expose the Portfolio to losses disproportionate to market movements in general. Even if we attempt to control risks through diversification, risks associated with different assets may become correlated in unexpected ways, with the result that the Portfolio becomes exposed to unforeseen risks.

Systems Risk: The Portfolio depend on us to develop and implement appropriate systems for our trading and investing activities. We rely extensively on computer programs and systems (and may rely on new systems and technology in the future) for various purposes including, without limitation, to trade, clear and settle transactions, to evaluate certain financial instruments, to monitor portfolio positions and net capital, and to generate risk management and other reports that are critical to oversight of trading activities. Certain operations will be dependent upon systems operated by third parties and we may not be in a position to verify the risks or reliability of such third-party systems. These programs or systems may be subject to certain limitations, including, but not limited to, those caused by incorrect code, computer "worms," viruses and power failures. The failure of one or more systems or the inability of such systems to satisfy our and the Portfolio's needs could have a material adverse effect on the Portfolio.

Cybersecurity Risk: As part of our business, the Investment Manager processes, stores and transmits large amounts of electronic information, including information relating to the transactions of the Portfolio and personally identifiable information of the Fund. Similarly, service providers of the Investment Manager or the Fund, especially the Administrator, may process, store and transmit such information. The Investment Manager has procedures and systems in place to protect such information and prevent data loss and security breaches. However, such measures cannot provide absolute security. The techniques used to obtain unauthorized access to data, disable or degrade service, or sabotage systems change frequently and may be difficult to detect for long periods of time. Hardware or software acquired from third parties may contain defects in design or manufacture or other problems that could unexpectedly compromise information security. Network connected services provided by third parties to the Investment Manager may be susceptible to compromise, leading to a breach of the Investment Manager's network. The Investment Manager's systems or facilities may be susceptible to employee error or malfeasance, government surveillance, or other security threats. Breach of the Investment Manager's information systems may cause Fund information to be lost or improperly accessed, used or disclosed.

Turnover: In view of the fact that our trading programs requires the taking of frequent trading positions, as well as the use of leverage, short-term market considerations will frequently be involved. It is

anticipated that the turnover rate of the Portfolio may be higher than the turnover rates of other types of investment vehicles, potentially involving substantial transaction costs, brokerage commissions and fees.

Correlation Risk: Many of the risks to which the Portfolio might be exposed as a result of our management of their accounts, including but not limited to those discussed in this brochure, may be correlated. For example, in the recent crisis in the global markets, the poor performance of hedge funds and other investment vehicles led to increased difficulties in obtaining and

We trade a wide variety of instruments for the Portfolio and, in general, do not enter into management agreements that materially restrict the universe of securities and other trading instruments that we may employ. At present, instruments heavily employed by us include exchange-traded futures and derivatives (including variance swaps, interest rate swaps, and currency forwards), each of which have certain inherent risks.

Futures: The low margin deposits normally required in futures contract trading (typically between 2% and 20% of the value of the contract purchased or sold) permit an extremely high degree of leverage. Like other leveraged investments, investments in any futures trade may result in losses in excess of the amount invested. Futures and related options may be illiquid because they can generally only be traded while the exchange in question is open and certain commodity exchanges limit fluctuations in certain futures contract prices during a single day by regulations referred to as "daily price fluctuation limits" or "daily limits." Under such daily limits, during a single trading day no trades may be executed at prices beyond the 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. Thus, once the market has moved to the "daily limit," it becomes extremely expensive, as well as difficult if not impossible, to close out positions against which the market is moving. This could prevent the Portfolio from liquidating unfavorable positions promptly and subject them to substantial losses. The governing bodies of the various futures exchanges also may intervene so as to limit trading or require the liquidation of certain positions, resulting in major losses for affected market participants. Futures trading, unlike forward trading (as discussed below), is typically highly regulated, and such regulation could adversely affect the Portfolio in certain circumstances.

Derivatives: The Portfolio use derivative financial instruments, including, without limitation, warrants, options, swaps, notional principal contracts, contracts for difference, 14 forward contracts, futures contracts and options thereon, and uses derivative techniques for hedging and for other trading purposes. The use of derivative instruments involves a variety of material risks, including, without limitation, the extremely high degree of leverage often embedded in such instruments and the possibility of counterparty non-performance, as well as of material and prolonged deviations between the theoretical and realizable value of a derivative (i.e., due to nonconformance to anticipated or historical correlation patterns). These anticipated risks (and other risks that may not be anticipated) may make it difficult, as well as costly to the Portfolio, to close out positions in order either to realize gains or to limit losses. Many of the derivatives traded by us for the Portfolio are likely to be principal-to-principal or "over-the-counter"

contracts between the client and third parties entered into privately, rather than on an exchange. If so, the Portfolio will not be afforded the regulatory and financial protections of an exchange or its clearinghouse (or of the government regulator that oversees such exchange and clearinghouse). In privately negotiated transactions, the risk of the negotiated price deviating materially from fair value is substantial, particularly when there is no active market available from which to derive benchmark prices. Many derivatives are valued on the basis of dealers' pricing of these instruments. However, the price at which dealers value a particular derivative and the price which the same dealers would be willing to pay for such derivative should a counterparty wish or be forced to sell such position may be materially different. Such differences can result in an overstatement of the value of the Portfolio and may materially adversely affect the Portfolio in situations in which they are required to sell derivative instruments. Our use of derivatives and other techniques (such as short sales) for hedging purposes in the Portfolio involves certain additional risks, including, without limitation: (i) imperfect correlation between movements in the asset on which the derivative is based and movements in the asset being hedged; and (ii) possible impediments to effective portfolio management or the ability to meet short-term obligations because of the percentage of a the Portfolio's assets segregated to secure its obligations under derivatives contracts.

Forward Contracts: We may, for the Portfolio, trade forward contracts and options thereon and, unlike futures contracts, forward contracts 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 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. Disruptions can occur in any market traded by us for the Portfolio due to unusually high trading volume, political intervention or other factors. The imposition of controls by governmental authorities might also limit such forward (and futures) trading to less than that which we would otherwise recommend, to the possible detriment of the Portfolio. Market illiquidity or disruption could result in major losses to the Portfolio.

ETFs: The public trading price of shares in an ETF may be different from the net asset value of such shares (i.e., ETF shares may trade at a premium over, or a discount to, the net asset values of such shares) and similarly, the public trading market price per ETF share may be different from the net asset value per ETF share. ETF arbitrage strategies are designed to profit from such deviations. The exploitation of such arbitrage opportunities should tend to cause the public trading price to track net asset value per share closely over time, thus limiting the opportunities for arbitrage. ETF shares are listed for trading on exchanges. Trading in such shares may be halted due to market conditions or, in light of exchange rules and procedures, for reasons that, in the view of the relevant exchange, make trading in the ETF shares inadvisable. In addition, trading is subject to trading halts caused by extraordinary market volatility pursuant to "circuit breaker" rules that require trading to be halted for a specific period based on a specified market decline. There can be no assurance that the requirements necessary to maintain the

listing of any ETF's shares will continue to be met or will remain unchanged. Although it is anticipated that the ETF shares will be listed and traded on exchanges, there can be no guarantee that an active trading market for such shares will develop or be maintained. If the Portfolio needs to sell ETF shares at a time when no active market for them exists, the price the Portfolio receives for such shares, assuming that the Portfolio is able to sell them, likely will be lower than that it would receive if an active market did exist. In addition, certain ETFs arbitrage strategies require the Portfolio to be able to redeem or create ETF shares. If the Portfolio is unable to do so, the strategy could be rendered unprofitable. In addition to the Management Fee and Incentive Fees paid and the other expenses of the Portfolio, the investment managers of the ETFs in which the Portfolio invests may be paid a management fee to which the Fund, as an investor, is indirectly subject. The ETFs in which the Portfolio invests also bear their own brokerage commissions and other expenses, and as an investor, the Portfolio will indirectly bear a portion of those expenses. Similarly, the ETFs in which the Portfolio may invest may pay fees to a trustee, and may also pay licensing and other fees. The fees and expenses involved in the Portfolio's operation, including, without limitation, the layering of fees at the level of the client's investment in ETFs, could result in a high cost of investment.

ETNs. the Portfolio may invest in ETNs, which are debt securities whose returns are linked to a particular index. ETNs are typically linked to the performance of a commodities index that reflects the potential return on unleveraged investments in futures contracts of physical commodities, plus a specified rate of interest that could be earned on cash collateral. ETNs are subject to credit risk. The value of an ETN may vary and may be influenced by time to maturity, level of supply and demand for the ETN, volatility and lack of liquidity in underlying commodities markets, changes in the applicable interest rates, changes in the issuer's credit rating, and economic, legal, political or geographic events that affect the referenced commodity. ETNs are also subject to the risk of being illiquid. When the Portfolio invests in ETNs it will bear its proportionate share of any fees and expenses borne by the ETN. There may be restrictions on the Portfolio's right to redeem its investment in an ETN, which is meant to be held until maturity. The Portfolio's decision to sell its ETN holdings may be limited by the unavailability of a secondary market.

ADRs. ADRs are receipts issued by a U.S. bank or trust company evidencing ownership of underlying Securities issued by foreign issuers. ADRs may be listed on a national securities exchange or may be traded in the over-the-counter market. Holders of unsponsored ADRs generally bear all the costs of such facilities. The depository of an unsponsored facility frequently is under no obligation to distribute investor communications received from the issuer of the deposited Security or to pass through voting rights to the holders of depository receipts in respect of the deposited Securities. Investments in ADRs pose, to the extent not hedged, currency exchange risks (including, without limitation, blockage, devaluation and non-exchangeability), as well as a range of other potential risks relating to the underlying shares, which could include expropriation, confiscatory taxation, imposition of withholding or other taxes on dividends, interest, capital gains or other income, political or social instability or diplomatic developments that could affect investments in those countries, illiquidity, price volatility and market manipulation. In addition, less information may be available regarding the underlying shares of ADRs, and non-U.S. companies may not be subject to accounting, auditing and financial reporting standards and requirements comparable to, or

as uniform as, those of U.S. companies. Such risks may have a material adverse effect on the performance of such investments and could result in substantial losses.

Counterparty Risks in the OTC Market: As referenced above, many of the markets in which we may effect transactions for the Portfolio are not "exchange-based," including, without limitation, "over-the-counter" and "interdealer" markets. The participants in such markets are typically not subject to the credit evaluation and regulatory oversight to which members of "exchange-based" markets are subject. The lack of evaluation and oversight of over-the-counter markets that are available in exchange traded transactions (including, without limitation, clearing organization guarantees, daily marking-to-market and settlement, and segregation and minimum capital requirements applicable to intermediaries) exposes the Portfolio to the risk that a counterparty will not settle a transaction in accordance with its terms and conditions because of a dispute over the terms of the contract (whether or not bona fide) or because of a credit or liquidity problem, thus causing the Portfolio to suffer a loss. Further, dealers have no obligation to make markets in non-exchange traded investment assets and the Portfolio may hold nonexchange traded assets for which there is no market. If there is a default by the counterparty to such a non-exchange traded transaction, the Portfolio will, under most normal circumstances, have contractual remedies pursuant to the agreements related to the transaction. However, exercising such contractual rights may involve delays, costs, or losses

Securities of Non-U.S. Companies: Investments in securities of non-U.S. issuers have a range of risks which may include expropriation, confiscatory taxation, imposition of withholding or other taxes on dividends, interest, capital gains or other income, political or social instability, illiquidity, price volatility and market manipulation. In addition, less information may be available regarding securities of non-U.S. issuers, and non-U.S. issuers may not be subject to accounting, auditing and financial reporting standards and requirements comparable to, or as uniform as, those of U.S. issuers. There may also be less government supervision and regulation of exchanges, brokers and issuers than there is in the U.S., and we may have greater difficulty taking appropriate legal action in non-U.S. courts. Non-U.S. markets also have different clearance and settlement procedures which in some markets have at times failed to keep pace with the volume of transactions, creating substantial delays and settlement failures that could adversely affect the Portfolio's performance. Transaction costs of investing in non-U.S. securities markets may be higher than in the U.S., and securities denominated or whose prices are quoted in non-U.S. currencies also pose currency exchange risks (including blockage, devaluation and non-exchangeability).

Developing or Emerging Markets: Any of our investment strategies may be executed in developing or emerging markets. In addition to the risks for securities of non-U.S. companies, developing or emerging markets may be more likely than developed markets to experience periods of illiquidity, market disruptions, political instability, economic distress, social instability, rule changes, restrictions on capital movement, etc.

Options: We may buy or sell (write) call and put options. The purchase or sale of an option involves the payment or receipt of a premium and the corresponding right or obligation, as applicable, to either purchase or sell the underlying asset for at a specified price at, or by, a specified date or during a particular

period. Purchasing options involves the risk that the underlying instrument will not change in price in the manner expected and the premium will be lost. Selling options involves greater risk because of the seller's exposure to the actual price movement in the underlying asset rather than only the premium payment which could result in potentially unlimited loss.

Swap Agreements: Swap agreements are privately negotiated over-the-counter derivative products in which two parties agree to exchange actual or contingent payments that may be calculated in relation to a rate, index, instrument or certain securities and a particular "notional amount". Swaps may be subject to risks including market risk, liquidity risk, structuring risk, tax risk and counterparty risk.

Exchange Rate Fluctuations; Currency Considerations: Changes in currency exchange rates (to the extent unhedged) will affect the value of the Portfolio and the unrealized appreciation or depreciation of investments.

Hedging Transactions: The success of hedging transactions strategy depends, in part, upon our ability to correctly assess the degree of correlation between the performance of the instruments used to hedge risks and the performance of the securities or risks being hedged. Since the characteristics of many securities change as markets change or time passes, the success of a hedge will also be subject to our ability to continually recalculate, readjust and execute hedges in an efficient and timely manner. While hedging transactions may be entered into with the intent to reduce risk, such transactions may result in poorer overall performance for the Portfolio than if such hedging transactions were not entered into. For a variety of reasons, we may not seek to establish a perfect correlation between the hedging instruments utilized and the securities being hedged. Such an imperfect correlation may prevent the Portfolio from achieving the intended hedge or expose the Portfolio to risk of loss.

Leverage and Financing Risk: All leverage used by the Portfolio is controlled by the Fund's general partner. The Portfolio, however, could experience losses due to its, or the Fund's, use of leverage. While leverage presents opportunities for increasing the Portfolio's total return, it has the effect of potentially increasing losses as well. Further, if the securities pledged to brokers to secure margin accounts decline in value, the Portfolio of Fund could be subject to a "margin call," pursuant to which the Portfolio or Fund must either deposit additional funds or securities with the brokers, or suffer mandatory liquidation of the pledged securities to compensate for the decline in value. In the event of a sudden drop in the value of the Portfolio's (or Fund's) assets, we may be forced to liquidate the Portfolio to raise money to satisfy margin requirements. The forced liquidation of all or a portion of the Portfolio at distressed prices could result in significant losses to the Portfolio.

Change in Margin Terms: In the absence of specific agreements, securities margin arrangements are generally subject to change or revocation by the lender upon very limited notice and for any or no reason. The lender may demand an increase in the collateral, including requiring collateral equal to the full amount of the borrowings, and, if the Fund is unable to provide additional collateral, the lender could liquidate assets held by the lender to satisfy the Fund's obligations. The assets of the Portfolio could be part of such a liquidation. Liquidation in that manner could have extremely adverse consequences, which

may be exacerbated in the event that these changes or revocations are imposed suddenly or by multiple lenders.

Margin in Periods of Stress: In periods of market stress, and particularly in periods of stress specific to the Fund, lenders or counterparties may attempt to increase margin levels. Additionally, a simultaneous, broad-based increase in margin among hedge funds generally would likely adversely impact the investments held in the Portfolio by decreasing demand and increasing supply of those or similar investments.

Counterparty Risk: We may enter into transactions, including derivative and other over-the-counter transactions, with or through third parties in which the failure of the third party to perform its obligations could have a material adverse effect on the Portfolio. The counterparty risk is accentuated for contracts with longer maturities where events may intervene to prevent settlement. The Portfolio's assets are generally not segregated bankruptcy-remote accounts titled in the owner's name and therefore, a failure of any broker or market participant is likely to have a greater adverse impact than if the assets, or the accounts in which they are held, were registered in the name of the Fund. In addition, because the Portfolio's securities may be held in margin accounts, and the prime brokers have the ability to loan those securities to other persons, the Fund's ability to recover assets in the context of a bankruptcy or other failure of a prime broker may be further limited.

We may transact with counterparties (including prime brokers) located in various jurisdictions outside the United States. The local counterparties are subject to various laws and regulations in various jurisdictions that are designed to protect their customers in the event of their insolvency. However, the practical effect of these laws and their application to the Portfolio's assets are subject to substantial limitations and uncertainties. Because of the large number of entities and jurisdictions involved and the range of possible scenarios involving the insolvency of any counterparty, it is impossible to generalize about the effect of their insolvency on the Portfolio's assets. It should be assumed that the insolvency of any significant counterparty would result in a loss to the Portfolio, which could be material.

Market Restrictions: Restrictions on investment size or investment activities imposed by various regulators or self-regulatory organizations and exchanges may limit the Portfolio's ability to effect transactions. Position limits (e.g., the maximum amounts of gross, net long or net short positions that any one person or entity may own or control in a particular financial instrument) and other market restrictions (e.g., prohibitions on short sales) may require aggregation across the Fund (as opposed to the Portfolio), for purposes of determining whether the applicable position limits have been exceeded, or short sales may be executed and may restrict the Portfolio's investment activities. As a result of these restrictions, we may be prevented from executing a desired transaction and the Portfolio may therefore incur losses which may be material.

Trade Error Risk: The registrant's policies do not require perfect implementation of investment management decisions, trading or processing. Occasionally, transactions may be executed

erroneously on terms other than those intended. For example, a transaction may be executed in the wrong asset, for the wrong quantity or price, to buy when we intend to sell, to sell when we intend to buy, or by reason of a technology or administrative error. Except to the extent otherwise required by law, the Portfolio will generally bear the losses or costs of any such errors, unless it is determined that the error was caused by gross negligence.

General Political, Economic, Legal, Tax, and other Regulatory Risks: The Portfolio's investments may be adversely affected by changes in economic conditions or political events, such as a stock market break, acts of terrorism, the outbreak of hostilities involving the United States, the death of a major political figure, a serious pandemic, or a natural disaster, among many others. Additional factors, such as changes in federal or state tax laws, federal or state securities laws, bank regulatory policies or accounting standards, may make certain investments less desirable or may make certain investment strategies less effective. Similarly, legislative acts, rulemaking, adjudicatory, or other activities of governmental or quasi-governmental bodies, agencies, and regulatory organizations may make the business of the Fund less attractive. Laws and regulations, particularly those involving taxation, investment and trade, applicable to the Fund's or Portfolio's activities can change quickly and unpredictably, and may at any time be amended, modified, repealed or replaced in a manner adverse to the interests of the Portfolio. In particular, in response to significant recent events in international financial markets, governmental intervention, and certain regulatory measures have been or may be adopted in certain jurisdictions, including restrictions on short selling of certain securities in certain jurisdictions. The extent to which the underlying causes of these recent events are pervasive throughout global financial markets and have the potential to cause further instability is not yet clear. These recent events, and their underlying causes, are likely to be the catalyst for changes in global financial regulation for some time, and may result in major and unavoidable losses to the Fund.

With respect to certain countries, there is a possibility of expropriation, confiscatory taxation, imposition of withholding or other taxes on dividends, interest, capital gains or other income, limitations on the removal of funds or other assets, political or social instability or diplomatic developments that could affect investments in those countries. An issuer of securities may be domiciled in a country other than the country in whose currency the instrument is denominated. The values and relative yields of investments in the securities markets of different countries, and their associated risks, are expected to change independently of each other.

DISCLAIMER

The information included in this ITEM 8 does not include every potential risk associated with our investment strategies. Investing in securities involves risk of loss, possibly a total loss of invested capital, that investors should be prepared to bear.

There is no guarantee that the Portfolio's investment program, including, without limitation, its investment objectives, strategies, or risk monitoring goals will be successful. Investment results may vary substantially over time. The Portfolio's investments are speculative and involve a high degree of risk. There may be risks which cannot be monitored or controlled, and risks that may be greater than forecasted, especially in unusual market conditions. Voltrade Capital cannot guarantee that any assumptions relied on herein will be true for all future events or that all assumptions have been considered or stated.

ITEM 9 – DISCIPLINARY INFORMATION

None.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

None.

ITEM 11 – CODE OF ETHICS, PARTICIPATION IN CLIENT TRANSACTIONS AND PERSONAL TRADING

We may engage directly or indirectly in any business or other activities, including exercising investment advisory and management responsibility and buying, selling, or otherwise dealing with securities for our own accounts or for the accounts of family members. These activities may conflict with our activities on behalf of the Portfolio.

These other activities may also affect the prices and availability of the securities and other financial instruments in which the Portfolio invests.

Pursuant to Rule 204A-1 under the Investment Advisers Act of 1940, as amended, we have adopted a Code of Ethics and an Employee Investment Policy that establishes various procedures with respect to investment transactions in accounts in which employees of Voltrade Capital or related persons (such as members of their immediate household) have a beneficial interest or accounts over which an employee has investment discretion.

The foundation of the Code of Ethics is based on the underlying principles that:

- Employees must at all times place the interests of our clients first;
- Employees must at all times comply with all applicable federal securities laws; and
- Employees should not take inappropriate advantage of their position at Voltrade Capital.

Our Code of Ethics requires employees to provide the Chief Compliance Officer with initial and annual holdings reports (excluding accounts holding certain securities or discretionary accounts) and quarterly transactions reports. Employees are also generally prohibited from participating in initial public offerings and executing transactions in issuers included on the Restricted List, employees must also receive approval prior to investing in any private placement. The Chief Compliance Officer reviews violations of

the Code of Ethics to determine appropriate remedial action, including, but not limited to, financial penalties, suspension or termination of employment, and reporting to appropriate regulatory authorities.

All of our employees must direct their brokers to send duplicate brokerage statements to the Chief Compliance Officer. These records are used to monitor compliance with the foregoing policies.

These policies apply to any personal transactions involving equity, debt, options, or futures. They do not apply to transactions involving government securities, open-end mutual funds, money market funds, or other instruments which afford an investor no discretion over individual securities.

Voltrade Capital's Code of Ethics is available to clients upon request.

ITEM 12 – BROKERAGE PRACTICES

The Fund's general partner reviews, approves and monitors the prime brokers, executing brokers-dealers and counterparties used by Voltrade Capital. Executing broker-dealers and counterparties are chosen from those that have been reviewed and approved by the general partner.

In placing transactions for the Portfolio, we seek to obtain "best execution," meaning that we generally seek execution of securities transactions in such a manner that the Portfolio's total costs or proceeds are most favorable under the circumstances. Accordingly, in seeking best execution, we take into consideration the price of a security offered by the broker-dealer, as well as the broker-dealer's full range and quality of services including, among other things, its facilities, reliability and financial responsibility, execution capability, commission rates, responsiveness to us, brokerage and research services provided to us (*e.g.*, research ideas, analysis, and investment strategies), special execution and block positioning capabilities, clearance, and settlement and custodial services.

We periodically review the broker-dealers used as well as the commissions paid to evaluate best-execution.

- *SOFT DOLLAR USAGE*

In selecting brokers and dealers to effect portfolio transactions we may consider factors as we deem appropriate (and consistent with our obligation to seek best execution) to consider under the circumstances, which may include one or more of the following:

- reliability;
- reputation;
- experience in the industry;
- financial stability;
- capital commitment;
- efficiency in executing and clearing transactions;

- confidentiality of trading activity;
- provision of Products and Services (defined below);
- idea generation;
- competitive rates; and
- general responsiveness.

Products and Services constituting “research” may be in any form (*e.g.*, written, oral or on-line) and may include, without limitation:

- traditional research reports analyzing the performance of a particular company or stock, market, company and financial data;
- market, economic, political and financial information (including studies and forecasts);
- statistical information;
- data on the pricing and availability of securities; and
- seminars and conferences relating to the investment in securities or containing analyses of issuers, industries, securities, economic factors and trends and portfolio strategy.

Products and Services constituting “brokerage” may include, without limitation:

- clearance services;
- settlement services; and
- custody services.

To the extent that the Portfolio’s commissions are used to acquire Products and Services through the use of “soft dollars,” Products and Services received will be of the type contemplated by Section 28(e) of the U.S. Securities Exchange Act of 1934 (that is, “research” and “brokerage”), although transactions may or may not otherwise comply with the provisions of Section 28(e) (*e.g.*, may relate to transactions in instruments other than securities).

Soft dollar arrangements generally arise when an investment adviser obtains products and services, other than securities execution, from a broker-dealer in return for directing client securities transactions to the broker-dealer. Soft dollar arrangements may pose a conflict of interest for Voltrade Capital in that such arrangements allow Voltrade Capital to pay with brokerage commissions, expenses that would otherwise be borne by Voltrade Capital. In the event that Voltrade Capital uses brokerage commissions (or markups or markdowns) to obtain research or other products or services, Voltrade Capital could receive a benefit because it would not have to produce or pay for the research, products or services.

It is currently Voltrade Capital’s policy not to use soft dollars. However, Voltrade Capital enters into securities transactions with broker-dealers that provide, as part of their bundled services, Voltrade Capital with access to research and research-related services. Voltrade Capital may have an incentive to select a broker based on Voltrade Capital’s interest in receiving the research or other products or services offered by such broker.

- *TRADE ERRORS*

The Fund (and not Voltrade Capital) will bear the cost of any losses (and reap the benefits of any gains) resulting from trading errors and similar human errors, absent gross negligence or intentional misconduct. Trade 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.

ITEM 13 – REVIEW OF ACCOUNTS

The Portfolio's transactions and positions are reviewed on a daily basis by Voltrade Capital and the general partner.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

Not applicable. We are not currently seeking new clients or to raise capital.

ITEM 15 – CUSTODY

We do not exercise custody (and are prohibited under the IMA from exercising custody) over the Portfolio's assets.

ITEM 16 – INVESTMENT DISCRETION

The IMA sets forth certain guidelines or restrictions related to our investment activities, which may be modified from time-to-time in consultation with the general partner. In addition, the general partner may impose restrictions on our ability to invest in certain securities or types of securities.

ITEM 17 – VOTING CLIENT SECURITIES

Proxies are voted in the best interest of the Portfolio. There may be circumstances in which Voltrade Capital is advised in writing by the Fund's general partner not to vote and in such circumstances, Voltrade Capital will refrain from voting.

This summary of Voltrade Capital's voting policies and procedures is qualified in its entirety by the Voltrade Capital's voting policies and procedures.

ITEM 18 – FINANCIAL INFORMATION

None.