

## Price Capital Management, Inc.

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March 10, 2021

This Brochure provides information about the qualifications and business practices of Price Capital Management, Inc. (“PCM”). If you have any questions about the contents of this Brochure, please contact us at 850-934-6300. 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.

PCM is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about PCM is also available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## Item 2 – Material Changes

Investment Advisers are required to prepare a disclosure document (“Brochure”) that describes the firm and its business practices. Pursuant to SEC rules, Price Capital Management, Inc. (hereinafter “PCM”) is required to update its Brochure at least annually and provide you with a summary of any material changes since the previous annual amendment.

We have prepared the updated Brochure, dated March 10, 2021, in accordance with the annual amendment requirement. There have been no material changes to our advisory services since our last Brochure dated March 4, 2020.

With this summary, we hereby offer to deliver a complete copy of our Brochure upon your request at any time during the year. To request a Brochure, please contact Dexter Lyons, at 337-983-0676 or [dexter@pcm-mail.com](mailto:dexter@pcm-mail.com).

Additional information about PCM is available via the SEC’s web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC’s web site also provides information about any persons affiliated with PCM who are registered as investment adviser representatives of PCM.

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#### Item 4 – Advisory Business

PCM was formed in 1996. Michael Price is the sole owner and control person. As of December 31, 2020, PCM had \$1,003,519,089 in discretionary regulatory assets under management. PCM does not manage any assets on a non-discretionary basis.

PCM provides investment supervisory services to four (4) private funds: Price Flex Fund, Price Flex-QP Fund, Price Flex Qualified Fund, and Price Flex Qualified-QP Fund. Hereinafter, the four private funds will be referred to as the Price Funds or the Private Funds. The Private Funds were formed by Price Asset Management, LLC, the General Partner to each of the funds. Price Asset Management, LLC is owned and controlled by Michael Price.

PCM is also the sub-adviser to the OnTrack Core Fund, a registered investment company. Michael Price and Lee Harris are co-portfolio managers for this mutual fund. Advisors Preferred, LLC is the investment adviser to the OnTrack Core Fund. Advisors Preferred, LLC is not affiliated with PCM or Price Asset Management, LLC.

PCM utilizes a range of investment strategies, including investing in publicly-traded equity securities, both long and short, as well as a broad array of other securities in both private and public markets. PCM uses a flexible investment approach that emphasizes capital preservation, but allows PCM to adopt a less conservative posture and to increase emphasis on capital growth when the PCM believes the additional risk is warranted by favorable market conditions. To achieve its objective, PCM intends to invest primarily, but not necessarily exclusively, in mutual funds, exchange traded funds, individual stocks and bonds, and various derivative products.

Each of the Price Funds share a single objective and investment style. However, the Price Funds differ significantly by organizational structure and their applicability to different types of investors. Two funds (Price Flex Fund and Price Flex-QP Fund) are available for non-tax-exempt investors. Two funds (Price Flex Qualified Fund and Price Flex Qualified-QP Fund) are available for tax-exempt investors. Two funds (Price Flex-QP Fund and Price Flex Qualified-QP Fund) are available only to investors who qualify as “Qualified Purchasers”. The following diagram illustrates the form and structure of these four Funds.

	Accredited Investors	Qualified Purchasers
Taxable Accounts	Flex Section 3(c)(1) Fund Accredited Investors Taxable Accounts	Flex-QP Section 3(c)(7) Fund Qualified Purchasers Taxable Accounts
Qualified Accounts	Flex Qualified Section 3(c)(1) Fund Accredited Investors Tax-deferred Accounts	Flex Qualified-QP Section 3(c)(7) Fund Qualified Purchasers Tax-deferred Accounts

Each Private Fund is managed according to the investment objectives, strategies and guidelines outlined in each respective Fund's private placement memorandum. Investment decisions are not tailored to the individualized needs of any particular investor. Therefore, investors must consider whether the Price Funds meet their investment objectives and risk tolerance. Prior to investing, PCM will provide each investor with a private placement memorandum that provides detailed information about the Private Fund, including investment strategy, risks, fees, conflicts of interests and other required disclosures. Investors should read the private placement memorandum in its entirety before making an investment into any pooled investment vehicle.

## Item 5 – Fees and Compensation

Fees and expenses paid by Private Funds are described to investors, in detail, in each Private Fund's private placement memorandum.

PCM investors who are “qualified clients” as that term is defined in federal securities laws have the option of selection one of two fee structures: Option 1) a performance-based fee and a management fee; or Option 2) a management fee only.

Option 1) consists of (1) a monthly management fee computed at an annual rate of 0.95% of the capital account balance, calculated and payable monthly in advance; and (2) an annual performance-based profits allocation payable at the end of each year in the amount of ten percent (10%) of the annual combined net profits of the Private Fund attributable to each account, but only to the extent that such profits exceed any losses carried forward from prior years, based on a “high water mark” formula.

Option 2) consists of a higher monthly management fee at an annual rate of 2.5% of the assets under management, calculated and payable monthly in advance, and not subject to the performance-based allocation.

Even though we charge our management fee each month in advance, the investors can generally only withdraw money from a Private Fund on the last day of each month, so they are not likely to pay a management fee in excess of what they owe.

To the extent that an investor in a private fund is not a “qualified client”, such investor will be charged the fixed fee only structure at an annual rate of 2.5% of the assets under management, calculated and payable monthly in advance, and is not eligible to participate in the performance-based fee.

To the extent that PCM utilizes margin to leverage the investments in the Price Funds, margin strategies entail additional fees and expenses, as the Private Funds must pay interest on any amounts borrowed against the account. When using margin, investment advisory fees are calculated on the net account balance (rather than the total market exposure) in order to avoid any incentive for PCM to use margin to potentially increase the fee paid by the client.

All fees paid to PCM for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or in conjunction with internal expenses associated with exchange-traded funds. The client will be solely responsible, directly or indirectly, for these additional expenses. PCM does not receive any portion of these additional fees. Refer to Item 12 for a detailed discussion of brokerage practices.

The investment advisory fee covers only the portfolio management and advisory services provided by PCM and does not include brokerage commissions, redemption fees, mark-ups and mark-downs, exchange fees, dealer spreads or other costs associated with the purchase and sale of securities, custodian fees, transfer fees, wire fees, interest, taxes, or other account expenses. Other fees paid by the Price Funds are attorney's fees, audit and accounting fees, administrator fees and any other fees or expenses deemed to be an obligation of the Price Funds. Refer to each respective fund's private placement memorandum for a more detailed discussion of the fees and expenses associated with an investment in the Price Funds.

PCM pays a monthly retainer fee for legal services to Akin Gump to cover day to day questions and issues related to PCM and the Price Funds, as well as adjustments to fund offering documents that may be necessitated due to passage of time or changes made by PCM. The amount of the retainer may vary depending on the level of historic and anticipated legal needs. PCM currently pays 10% of the monthly retainer and the remainder is allocated pro rata among the Price Funds. As a result of this fixed retainer arrangement, the Price Funds bear their pro rata share of the retainer regardless of whether services are rendered specifically to each of the Funds, and the amount borne by each Fund may not be proportionate to the benefit received by that Fund. Although PCM bears 10% of the legal retainer, the amount borne by PCM may be more or less than the actual benefit to PCM. PCM annually reviews the percentage allocated between PCM and the Price Funds to determine if any adjustments should be made to the allocation.

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

PCM structures any performance or incentive fee arrangement subject to Section 205(a)(1) of the Investment Advisors Act of 1940. In calculating the performance fee, PCM includes realized and unrealized capital gains and losses. Performance based fee arrangements may create an incentive for PCM to recommend investments that are riskier or more speculative than those which would be recommended under a different fee arrangement. Such fee arrangements also create an incentive to favor higher fee paying accounts over other accounts when allocating investment opportunities among clients. To prevent this conflict from influencing PCM's portfolio management decisions and to avoid any potential to preference any account over any other, PCM's investment personnel collectively review accounts daily to ensure investment opportunities are allocated fairly across all accounts.

#### Item 7 – Types of Clients

PCM offers its investment strategy to private funds and registered investment companies. The qualifications and minimum account requirement for each Private Fund is provided below. The minimum investment for each Private Fund is current as of the date of this document. However, PCM may raise or lower the account minimums at any time at its discretion and without notice. PCM also may choose to waive any minimum investment requirement at its discretion.

<b>Fund Name</b>	<b>Qualifications</b>	<b>Minimum</b>
Price Flex Fund	Accredited Investor	\$1,000,000
Price Flex-QP Fund	Qualified Purchaser	\$1,000,000
Price Flex Qualified Fund	Accredited Investor	\$500,000
Price Flex Qualified-QP Fund	Qualified Purchaser	\$500,000

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

We use chart analysis to meet the objectives of the investment strategy with the goal of achieving above market average returns with below market average drawdown and risk. We use business cycle analysis in an attempt to avoid the steep losses associated with bear markets and to recognize particularly favorable market environments, allowing us to invest more aggressively during such periods.

The Price Funds may utilize margin to manage the market exposure of each of the respective Funds. Margin transactions involve borrowing money to make additional investments using the securities held in each Fund as collateral. Margin transactions involve significantly more risk than cash transactions in that you can lose more money than you invested. Brokerage firms require a minimum amount of capital in order to maintain margin balances. If the Price Funds do not maintain the minimum, the broker could require additional capital or force the Price Funds to sell securities in falling markets.

PCM may invest in swaps created for the purpose of increasing market exposure through a series of derivative transactions. Swaps are an agreement between the Price Funds and a counter-party (a financial institution). The parties agree to make payments to each other based on the performance of one or more securities. Swaps increase risk for two primary reasons. First, swaps permit an account to maintain a higher amount of leverage than a typical margin account will allow. And second, there is additional risk that the counterparty will not be able to fulfill its obligations in the transaction.

The following is a description of some important risks associated with each Private Fund's investment strategy. The following explanation of certain risks is not exhaustive, but rather highlights some of the more significant risks involved in our investment strategies. For a more detailed explanation of the risks involved with PCM's investment strategy, investors should also review each applicable fund's prospectus or private placement memorandum, which may contain additional explanations risks and other related details not discussed below.

*Use of Margin.* The Price Funds permit PCM to leverage those Funds' investment positions by borrowing funds from securities broker dealers, banks, or others. This type of leverage, if employed, would increase both the possibilities for profit and the risk of loss. Consequently, the effect of fluctuations in the market value of a portfolio would be amplified. Margin borrowings are usually from securities brokers and dealers and typically are secured by the borrower's securities and other assets. Under certain circumstances, a lender may demand an increase in the collateral that secures the borrower's obligations, and if the borrower were unable to provide additional collateral, the lender could liquidate assets held in the account to satisfy the borrower's obligation. If a Fund were to become subject to liquidation in that manner, it could suffer extremely adverse consequences. In addition, the amount of that Fund's borrowings, if any, and the interest rates on those borrowings, which would fluctuate, could have a significant effect on that Fund's profitability. Interest on borrowings will be a portfolio expense of that Fund and will affect the operating results of the Fund.

*Derivatives.* PCM may invest in derivative instruments, or "derivatives," including futures, options, swaps, structured securities and other instruments and contracts that are derived from, or the value of which is related to, one or more underlying securities, financial benchmarks, currencies or indices. Derivatives allow an investor to hedge or speculate upon the price movements of a particular security, financial

benchmark currency or index at a fraction of the cost of investing in the underlying asset. The value of a derivative depends largely upon price movements in the underlying asset. Therefore, many of the risks applicable to trading the underlying asset are also applicable to derivatives of the same type of asset. However, there are a number of other risks associated with derivatives trading. For example, because many derivatives are “leveraged,” and thus provide significantly more market exposure than the money paid or deposited when the transaction is entered into, a relatively small adverse market movement can not only result in the loss of the entire investment, but may also result in the possibility of a loss exceeding the original amount invested. Derivatives may also expose investors to liquidity risk, as there may not be a liquid market within which to close or dispose of outstanding derivatives contracts, and to counterparty risk. The counterparty risk lies with each party with whom a Fund contracts for the purpose of making derivative investments (the “Counterparty”). In the event of the Counterparty’s default, PCM will only rank as an unsecured creditor and risks the loss of all or a portion of the amounts it is contractually entitled to receive.

*Short Selling.* PCM may invest in mutual funds and exchange traded funds that specialize in short selling or which make short selling a significant part of their overall investment strategy. PCM may also directly engage in short selling. Short sales can, in some circumstances, substantially increase the impact of adverse price movements on an investment portfolio. A short sale is a sale of a security that the investor does not own, in hopes of a decline in the security’s price. To deliver the security to the buyer and complete the sale, the investor must borrow the security. To return the security, the investor must buy it at the market price at the time of repayment. That price may be less than the price at which the investor made its short sale, in which case the investor would have made a profit, or it may be more, in which case the investor would have suffered a loss. Short sales create the risk of a theoretically unlimited loss, in that the price of the underlying security could theoretically increase without limit. Limited use of short selling and the purchase of mutual funds and exchange traded funds that engage in short sales may be employed in an attempt to limit portfolio risk.

*Options.* PCM may invest in options. Investing in options can provide a greater potential for profit or loss than an equivalent investment in the underlying asset. The value of an option may decline because of a change in the value of the underlying asset relative to the strike price, the passage of time, changes in the market’s perception as to the future price behavior of the underlying asset, or any combination thereof. In the case of the purchase of an option, the risk of loss of an investor’s entire investment (i.e., the premium paid plus transaction charges) reflects the nature of an option as a wasting asset that may become worthless when the option expires. Where an option is written or granted (i.e., sold) uncovered, the seller may be liable to pay substantial additional margin, and the risk of loss is unlimited, as the seller will be obligated to deliver, or take delivery of, an asset at a predetermined price which may, upon exercise of the option, be significantly different from the market value. Although it is not currently the intention of PCM to invest in options (except incidentally to invest in one or more mutual funds that might invest to a limited extent in options), PCM has the authority to buy or sell options. To the extent that PCM enters into option transactions, it would most likely be part of a hedging tactic.

*Mutual Fund Trading.* PCM may invest in mutual funds, which are registered investment companies regulated by the SEC. Mutual funds carry their own inherent risks, including the risk that the managers of the mutual fund will misdiagnose the market or the risk inherent in the market. PCM will have no direct control over the management of any of the mutual funds in which they invest.

Mutual funds reserve the right to reject purchases or delay redemptions, sometimes after the purchase decision is made. These rights may affect PCM’s efforts to manage risk. In addition, it is possible



for the value of a mutual fund to fall (or to rise more slowly than the stock market as a whole) even when stock prices in general are rising. Risk is involved in fund selection as well as in the timing of trades. Most mutual fund shares can be traded only at the end of each day, potentially exacerbating losses on days of steep overall market declines.

*Limitations on Mutual Fund Exchange.* The number of mutual funds that allow for frequent and unrestricted trading is limited, and the selection of mutual funds in which PCM can invest in accordance with their trading strategies is therefore limited to that extent. Mutual funds with which PCM may trade may under-perform other mutual funds that will not permit short-term trading.

*Exchange Traded Funds and Other Similar Instruments.* PCM may invest in shares of exchange traded funds (“ETFs”) and other similar instruments. An ETF is an investment company that is registered under the Investment Company Act of 1940 (the “Investment Company Act”) that holds a portfolio of stocks or bonds designed to track the performance of a particular index.

Instruments that PCM may purchase that are similar to ETFs represent beneficial ownership interests in specific “baskets” of stocks or bonds of companies within a particular industry sector or group. These securities may also be listed on national securities exchanges and purchased and sold in the secondary market, but unlike ETFs, these securities are not registered as investment companies under the Investment Company Act.

Investments in ETFs and other instruments involve certain inherent risks generally associated with investments in a broadly-based portfolio of stocks or bonds including risks that the general level of stock or bond prices may decline, thereby adversely affecting the value of each unit of the ETF or other instrument. In addition, an ETF may not fully replicate the performance of its benchmark index because of the temporary unavailability of certain index securities in the secondary market or discrepancies between the ETF and the index with respect to the weighting of securities or number of stocks or bonds held. Because ETFs and pools that issue similar instruments bear various fees and expenses, the Funds’ investment in these instruments will involve certain indirect costs, as well as transaction costs, such as brokerage commissions. PCM considers the expenses associated with an investment in determining whether to invest in an ETF or other instrument.

The market value of ETF shares may differ from their net asset value. This difference in price may be due to the fact that, at any given point of time, the supply and demand in the market for ETF shares is not always identical to the supply and demand in the market for the underlying basket of securities. Therefore, an ETF share may trade at a premium or discount to its net asset value. PCM’s strategy of investing in ETFs could affect the timing, amount, and character of distributions to limited partners of the Funds and may affect their tax liability.

*Foreign Exposure Risks.* PCM may invest in mutual funds, ETFs and other similar instruments that invest in foreign securities. Investments in foreign securities involve certain factors not typically associated with investing in U.S. securities, such as risks relating to (i) currency exchange matters, including fluctuations in the rate of exchange between the U.S. dollar and the various foreign currencies in which investments are denominated and costs associated with conversion of investment principal and income from one currency into another; (ii) differences between the U.S. and foreign securities markets, including the absence of uniform accounting, auditing and financial reporting standards and practices and disclosure requirements, and less government supervision and regulation; (iii) political, social or economic instability; (iv) less liquidity,

greater volatility, less developed or less efficient trading markets; and (v) the extension of credit, especially in the case of sovereign debt.

*Investments in Bonds, Bond Funds, and Bond ETFs.* PCM may invest in bonds, bond funds and bond ETFs. These types of investments are subject to a number of risks, including:

(i) Credit risk: the risk that the issuers of the bonds may default (fail to pay the debt that they owe on the bonds that they have issued). This risk may be minimal for investments in insured or U.S. Government bonds.

(ii) Prepayment risk: the risk that prior to the bond maturity dates, the issuers of the bonds will prepay (call) them at a time when interest rates have declined. This risk is sometimes also known as “call risk.” Because interest rates have declined, proceeds may be reinvested in bonds with lower interest rates, which can reduce the return. Not all bonds, however, can be prepaid.

(iii) Interest rate risk: the risk that the market value of the bonds will fluctuate as interest rates go up and down. Nearly all bonds and bond funds are subject to this type of risk, but bonds with longer maturities are more subject to this risk than bonds with shorter maturities. Because of this type of risk, bond investors may suffer losses, including those investors in insured bonds or government bonds.

These risks could affect the value of a particular investment or possibly cause asset values and total return to be reduced and fluctuate more than other types of investments. In addition, PCM may invest directly, or through bond mutual funds and ETFs, in what are sometimes referred to as “junk bonds,” which are speculative investments that carry greater risks and are more susceptible to real or perceived adverse economic and competitive industry conditions than higher quality debt securities.

Research data is obtained from a variety of sources, although the primary source of information comes from Investors FastTrack, Worden Brothers Telechart, TD Ameritrade and Ceros Financial Services. These research products provide a comprehensive quantitative analysis tool, which allows PCM to analyze performance and risk measurements to aid in constructing portfolios consistent with the objectives described in the applicable private placement memorandum.

Investing in securities involves risk of loss that clients should be prepared to bear. PCM uses its best judgment and good faith efforts in providing advisory services to clients. PCM cannot warrant or guarantee any particular level of account performance, or that an account will be profitable over time. Not every investment decision or recommendation made by PCM will be profitable. Investments in securities are subject to various market, currency, inflation, economic, political and business risks. PCM attempts to minimize these risks by using technical indicators, trading strategies and hedging techniques.

## Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of PCM or the integrity of PCM’s management. PCM has no disciplinary events to disclose.

## Item 10 – Other Financial Industry Activities and Affiliations

As discussed previously, Price Asset Management, LLC created four (4) private funds, referred to in this document as the Price Funds or the Private Funds: Price Flex Fund, Price Flex-QP Fund, Price Flex Qualified Fund, and Price Flex Qualified-QP Fund. Interests in the Price Funds will only be offered to a limited number of investors who are able to bear the risk of an investment in the Price Funds and who meet the requirements set forth in each funds' respective offering documents.

PCM entered into a Supplementary Administrative Services Agreement with AtCap Partners, LLC and Ceros Financial Services, Inc. to provide certain recordkeeping, regulatory, compliance, trading and other supplementary administrative services to the Fund. AtCap Partners, LLC is an affiliate of Ceros Financial Services, Inc.

Michael Price also owns Investors OnTrack, Inc., which publishes an investment newsletter available by subscription. Michael Price and Lee Harris are responsible for writing commentary for Investors OnTrack, Inc. Investors OnTrack, Inc. provides only impersonalized advice and the advice provided is not tailored to the individual needs of specific individuals. The newsletter provides a general analysis of the stock market that may include an overview of business cycle indicators, market breadth sector performance, and suggested areas of the market for aggressive and conservative investors to focus their portfolios.

Dexter Lyons, Partner Contact for the PCM Funds, is owner of Horizon Capital Management, Inc. ("HCM"), an SEC-registered investment adviser in Lafayette, LA. Horizon Capital Management is the adviser to the Issachar Fund, a registered investment company, where Dexter serves as Portfolio Manager. While PCM and HCM employ a similar active trading and risk management style, trading decisions for each firm are made independently of each other. Clients of HCM are not solicited to invest in any PCM Funds. Likewise, investors in PCM Funds are not solicited to obtain the advisory services offered by HCM or to purchase shares of the Issachar Fund. PCM and/or Michael Price do not own or control any part of HCM; however, PCM funds may invest in the Issachar Fund.

## Item 11 – Code of Ethics

PCM requires all officers, directors, and employees to adhere to the Code of Ethics. The purpose of the Code of Ethics is to ensure that PCM conducts its business with the highest level of ethical standards and fulfills its fiduciary duties to its clients. PCM has a duty to exercise its authority and responsibility for the benefit of its clients, to place the interests of its clients first, to refrain from having outside interests that conflict with the interests of its clients, to safeguard clients' personal information, and to comply with all federal securities laws as they apply to the business of PCM. PCM and its employees must avoid any circumstances that might adversely affect or appear to affect its duty of loyalty to its clients. A complete copy of the Code of Ethics will be furnished upon request.

An investment adviser's Code of Ethics requires certain employees (Access Persons) to report their personal securities holdings within ten days of being hired and annually thereafter, and are required to report securities transactions within thirty days of the end of each calendar quarter. In addition, any investment in an IPO or limited offering must be pre-approved by the Chief Compliance Officer prior to any transaction by the employee. The Chief Compliance Officer or other designated person reviews the personal investment

activity of each employee to ensure employee-trading activity does not conflict with advice provided to clients.

Employees are permitted to invest in the same securities that are purchased and sold for client accounts, including investing in the Private Funds offered by PCM. However, to eliminate any potential conflicts of interest this may create, employees must obtain the prior written consent of the Chief Compliance Officer prior to executing a trade.

## Item 12 – Brokerage Practices

PCM primarily utilizes TD Ameritrade and Fidelity/National Financial Services as custodians for the Price Funds, and these firms as well as Ceros Financial Services, Inc. to execute transactions for the purchase and sale of securities. The reason for preferring these brokers are their discounted commission rates; availability of no-load mutual funds; electronic trading capabilities; online access to account information; dedicated service team; and familiarity with their operational procedures. PCM receives no fees or compensation as a result of the custodial or brokerage relationship.

PCM may also utilize other brokers and custodians as necessary to facilitate trading in swaps, futures, options and other derivative products. PCM enters into a contract directly with the counterparty. The contract may include a tri-party agreement for the purpose of holding collateral.

Limited Partners participating in the Private Funds through their IRA assets are required to maintain an account at TD Ameritrade. Limited Partners do not pay any additional fees to PCM or to TD Ameritrade because of this requirement.

PCM regularly assesses the services provided by brokers to determine that the reasonableness of commissions is consistent with their ability to provide quality services to PCM and its clients. PCM believes that, in consideration of all services provided by the brokers, including but not limited to commission rates and other fees, the brokers are providing overall execution quality consistent with PCM's duty to seek best execution for its clients. PCM seeks to negotiate the best overall fee available to the client considering such items including, but not limited to, cost, margin interest rates, execution quality, research, service, technology, and trade facilitation.

PCM may choose, but is not required, to aggregate orders consistent with its policy of seeking best price and execution. Accounts participating in an aggregated order participate at the average share price. Partially filled transactions will be allocated pro-rata based on each account's participation in the transaction.

PCM currently does not have any formal soft dollar arrangements, but may receive other forms of soft dollar benefits, such as proprietary research from brokers. Research may include, but is not limited to, market data; economic studies or forecasts; pricing and availability of securities; and analyses concerning specific companies, industries, or sectors. The value of any research received is not dependent on any specific amount of commissions paid to a particular broker. PCM's soft dollar practices are consistent with its fiduciary duty to seek best overall execution for client transactions and are intended to be used only for research and research-related expenses that fall within the safe harbor provided by Section 28(e) of the Securities Exchange Act of 1934.

### Item 13 – Review of Accounts

Portfolio holdings and market exposure are reviewed daily to ensure each account is positioned appropriately given the current market conditions. Michael Price is responsible for the reviews and all investment decisions for each of the Price Funds. Michael Price and Lee Harris are responsible for the reviews and all investment decisions of the OnTrack Core Fund.

Investors in the Price Funds receive a monthly report of their respective capital account that show the beginning and ending value of their investment, any deposits or withdrawals and the performance of their account. Reports for Price Fund investors are prepared by the third-party administrator. Investors will also receive an annual audit report prepared by an independent certified public accountant within 120 days of the private fund's fiscal year end.

### Item 14 – Client Referrals and Other Compensation

PCM has access to free or discounted research materials from broker-dealers and/or third-party providers in exchange for having assets custodied at TD Ameritrade and Fidelity. TD Ameritrade and/or Fidelity may provide free industry information that does not qualify as research, such as newsletter or other publications pertaining to compliance, marketing, practice management, etc. Benefits may also include attendance at sponsored events, such as workshops and conferences, at reduced cost or no cost. These benefits are not provided on the basis of client transactions. Under no circumstances do any clients pay additional fees or commissions in order for PCM to obtain these products or services.

PCM and its employees do not compensate anyone for client referrals.

### Item 15 – Custody

PCM complies with the requirements of the Custody Rule under the Investment Advisers Act of 1940 with regard to the custody of private funds, including engaging the services of an independent accountant to conduct a financial audit of the private funds each year. A copy of the audit is provided to participants in the funds within 120 days of each private fund's fiscal year-end.

### Item 16 – Investment Discretion

The advisory agreement between PCM and each client provides PCM with discretionary authority to determine, without first obtaining specific client consent, the securities to be bought or sold, the amount of the securities to be bought or sold, the broker/dealer used for execution of client transaction, and the commission rate paid by the client.

## Item 17 – Voting Client Securities

Price Asset Management, LLC (“PAM”), as general partner of the Price Funds, has been delegated the authority and right to vote proxies received by the Price Funds. Given that PAM and PCM are under common ownership and control, PCM adopted a proxy voting policy to ensure that PCM votes proxies to further the interests of each client. PCM votes in a manner that we believe reasonably furthers the best interests of our clients and is consistent with our investment philosophy. As part of the services agreement with AtCap, AtCap will vote proxies in accordance with PCM’s policies and procedures.

If a proxy vote creates a material conflict between our interests and the interests a client, we will resolve the conflict before voting the proxies. We will either disclose the conflict to the client or take other steps designed to ensure that a decision to vote the proxy was based on our determination of the client’s best interest and was not the product of the conflict.

Advisors Preferred, LLC, as investment adviser to the OnTrack Core Fund, will retain all proxy voting responsibilities with respect to the mutual fund.

Clients may obtain, free of charge, a full copy of our proxy voting policies and procedures upon request to the contact information listed on the first page of this brochure.

## Item 18 – Financial Information

Registered investment advisers are required to provide you with certain financial information or disclosures about PCM’s financial condition. PCM has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

## Brochure Supplement – Michael Price

**This Brochure Supplement provides information about Michael Price that supplements the PCM Brochure, which is attached to this document. Please contact Dexter Lyons, at 337-983-0676 or [dexter@pcm-mail.com](mailto:dexter@pcm-mail.com) if you have any questions about the contents of this supplement.**

Price Capital Management, Inc.  
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Gulf Breeze, FL 32561

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### **Educational Background and Business Experience**

Michael Price                                      Year of Birth:    1945

#### Education:

1971	BS, Applied Physics	Auburn University
1979	MS, Systems Management	University of Southern California
1991	MA, National Security and Strategic Studies	United States Naval War College

#### Business Background:

Price Asset Management, LLC	President	2000 - Present
Price Capital Management, Inc	President/Portfolio Manager	1997 – Present
Investors OnTrack, Inc.	President	1993 - Present
U.S. Navy	O-6, Captain	1963 - 1994

### **Disciplinary Information**

There are no disciplinary actions to disclose.

### **Other Business Activities**

Michael Price is President of Price Asset Management, LLC. Price Asset Management, LLC is the General Partner to the Price Flex Fund, Price Flex-QP Fund, Price Flex Qualified Fund, and Price Flex Qualified-QP Fund. These Funds are offered to clients who meet the qualifications set forth in each respective Fund's private placement memorandum.

Michael Price also owns Investors OnTrack, Inc., which publishes an investment newsletter available by subscription.

### **Additional Compensation**

Michael Price does not receive additional compensation or other economic benefit from any third party in connection with the advisory services offered to clients.

### **Supervision**

Michael Price is the President of PCM and is responsible for all supervisory functions.

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Ward Lee Harris      Year of Birth: 1952

U.S. Naval Academy, Annapolis MD  
University of North Florida, Jacksonville FL

Price Capital Management, Inc.	CCO/Co-Portfolio Manager	2012 – Present
Lee Harris Capital Management, Inc.	President	2004 – Present
U.S. Navy	O-6, Captain	1970 – 2004

There are no disciplinary actions to disclose.

Lee Harris teaches FastTrack courses to instruct students how to use the FastTrack for Windows investment software program. Courses primarily are taught on select weekends, depending upon demand, and are open to the general public. On occasion, Price Fund investors may take the FastTrack courses. FastTrack for Windows is a registered trademark of Investors FastTrack. PCM and Ward Lee Harris, Jr. are not affiliated with Investors FastTrack. Payment received for teaching this or other courses is unrelated to the PCM's business and fees. Individuals who attend the FastTrack courses may become investors of PCM Funds.

Lee Harris also works with Investors OnTrack, Inc. to publish an investment newsletter available by subscription.

Lee Harris does not receive additional compensation or other economic benefit from any third party in connection with the advisory services offered to clients.

Michael Price is the President of PCM and is responsible for all supervisory functions. He can be reached at 850-934-6300.