



Morgan Stanley

**Due Diligence Questionnaire for
MS Ascend UCITS Fund
Managed by Ascend Capital, LLC**

Date of Completion: March 2017

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Investments in derivative instruments carry certain inherent risks such as the risk of counterparty default, and before investing you should ensure you fully understand these risks. Use of leverage may also magnify losses as well as gains to the extent that leverage is employed. These investments are designed for investors who understand and are willing to accept these risks. Performance may be volatile, and an investor could lose all or a substantial portion of his or her investment.

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Where the Shares are acquired by persons who are relevant persons specified in Section 305A of the SFA, namely:

- (a) a corporation (which is not an accredited investor (as defined in Section 4A of the SFA)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or
- (b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,

the shares, debentures and units of shares and debentures of that corporation or the beneficiaries' rights and interest (howsoever described) in that trust shall not be transferred within 6 months after that corporation or that trust has acquired the Shares pursuant to an offer made under Section 305 of the SFA except:

- (1) to an institutional investor or to a relevant person as defined in Section 305(5) of the SFA, or which arises from an offer referred to in Section 275(1A) of the SFA (in the case of that corporation) or which arises from an offer that is made on terms that such rights or interest in that trust are acquired at a consideration of not less than S\$200,000 (or its equivalent in a foreign currency) for each transaction, whether such amount is to be paid for in cash or by exchange of securities or other assets (in the case of that trust);
- (2) where no consideration is or will be given for the transfer; or
- (3) where the transfer is by operation of law;
- (4) as specified in Section 305A(5) of the SFA; or
- (5) as specified in Regulation 36 of the Securities and Futures (Offers of Investments) (Collective Investment Scheme) Regulations 2005 of Singapore.

Any offering of the Shares in Singapore would be through Morgan Stanley Asia (Singapore) Pte., an entity regulated by the Authority.

For Investors in Switzerland: The representative and paying agent of FundLogic Alternatives plc, an Irish UCITS fund, in Switzerland is BNP PARIBAS Securities Services, Paris, succursale de Zurich, Selnaustrasse 16, 8002 Zurich. The Prospectus, the supplement of the Fund and the KIIDs for Switzerland, the articles as well as the annual and semi-annual reports of FundLogic Alternatives plc may be obtained free of charge from the representative in Switzerland which is the place of jurisdiction of FundLogic Alternatives plc in Switzerland.

1. Investment Manager Information

Investment Manager Information

1.1 Contact Information

Company name:	Ascend Capital, LLC
Address:	4 Orinda Way Suite 200-C, Orinda, CA 94563 (Principal Office) 50 California Street, Suite 430, San Francisco, California 94111 (Satellite Office)
Telephone:	415-217-8300
Fax:	415-217-7697
Email:	ben@ascendcapital.com
Name of contacts:	Benjamin D. Slavet
Title of contacts:	Chief Operating Officer & Chief Financial Officer
Telephone of contacts:	415-217-8300
Email of contacts:	ben@ascendcapital.com
Internet/website:	www.ascendcapital.com

1.2 Company

Please give a brief history of the company:

Ascend Capital, LLC (“Ascend” or the “Investment Manager”) was established in 1999 by Malcolm Fairbairn, and launched its first fund on January 1, 2000. Malcolm has over 23 years of hedge fund experience through a myriad of financial crises and market cycles, delivering positive returns in 20 of the 23¹ years.

Ascend’s mission is to generate superior risk-adjusted returns that maximize gains and minimize volatility over a broad range of market environments. Ascend has been translating this philosophy into results since 2000 with consistent performance in up and down markets, very few down months and low market correlation.

Ascend Partners, a fundamental long/short opportunistic equity strategy, has grown to approximately USD2.6 Bn in assets as of December 31, 2016. Ascend has 34 full-time employees and 1 principal, of which 22 are investment professionals. The investment team includes 1 Chief Investment Officer, 6 Portfolio Managers, 1 Sector Manager, 9 Researchers, 1 Director of Analytics and 4 Traders. The investment team has three CFAs, two PhDs, five MBAs and one MD.

Type of company/entity:

Limited Liability Company

Date and place of incorporation and registered number:

The company was formed on 29-Apr-99 and is now registered in the State of Delaware.

¹ Includes the period 1994 to 1999 prior to the founding of Ascend; strategies employed were different from those employed by Ascend.

Investment Manager Information

Domicile:

State of Delaware

Branch offices or other locations, if any:

50 California Street, Suite 430, San Francisco, CA 94111

What functions are performed at these branches and locations?

The satellite office is used to host meetings where the guests cannot meet at the main office in Orinda. The San Francisco office also serves as a hot site in the case that Ascend's disaster recovery plan is activated and can accommodate up to 25 employees.

Which regulatory authority is the company registered with?

- Name(s) of regulatory bodies:
- Date of registration:
- Registration number:
- Scope of registered activities:
- List individuals also registered with the same authority in relation to the company's registration:

Ascend Capital, LLC:

- Registered as an investment adviser with the S.E.C. on: 24-Jan-06 CRD number: 118397
- Registered as a portfolio manager with the Ontario Securities Commission & Passport to Quebec on 5-Dec-14.

List any affiliations, directorships and memberships of the company and/or its principals:

Ascend Capital, LLC ("Ascend") is registered as an investment adviser with the U.S. Securities & Exchange Commission and is a Limited Liability Company organized in Delaware. Ascend Capital, LLC is currently the general partner of Ascend Capital Limited Partnership, a Delaware limited partnership which serves as the general partner and/or investment adviser to various investment vehicles, including Ascend Partners Fund I LP, Ascend Partners Fund II LP, Ascend Partners Fund I, Ltd., Ascend Partners Fund II, Ltd., and Ascend Partners Fund II BPO, Ltd.

Ascend does not have any affiliates that are broker/dealers, merchant banks or investment banks.

Specify nature of services provided by the company (discretionary investment management or advisory):

Discretionary investment management services.

Please list the total assets under management by the company across its different categories of client including the fund:

	Amount (%)
Family Offices/HNW Individuals	6
Fund of Funds	2
Employees	12
Pension Plans	54
Foundations & Endowments	3
Managed Accounts	18
Other Institutions	5

1.3 Ownership

Describe the company's ownership structure, name of its owners, their percentage ownership, and their role within the company:

Malcolm Fairbairn is the Managing Member and owns 100% of Ascend Capital, LLC.

Investment Manager Information

1.4 Organisation

How many full-time employees are there?

There are 34 full-time employees and 1 principal.

Please provide a short background of principals (education, career background, etc.): Please attach information if necessary.

Please refer to [Appendix 1](#).

How many investment professionals (portfolio managers, analysts, etc.) in the company?

22 investment professionals

Chief Investment Officer	1
Portfolio Management	6
Sector Managers	1
Research	9
Director of Analytics	1
Trading	4

What are the average years of professional experience in the company, both years as a professional as well as years in the company?

The Portfolio Managers and Sector Managers have been with the firm on average 8 years with an average of 14 years of experience in the finance industry.

Please enclose an organisation chart depicting the names of senior management in charge of the following areas and headcounts:

- Trading
- Operations
- Strategy, Research
- Risk Management
- Compliance
- IT
- Administration
- Reporting
- Marketing

Please refer to [Appendix 1](#).

How are the firm's personnel compensated?

Ascend compensates its employees with a "market level" salary, which is reviewed annually. Annual bonuses for all employees are based on the funds' performance and on individual performance. The PMs receive a certain percentage of the incentive fee earned by Ascend on the profits that they generate for their investors. Ascend's philosophy is to hire employees that will be here for the long term and to achieve that, Ascend tries to offer a compensation and benefits package that would be difficult to replicate elsewhere.

Where do the primary trading, research and portfolio management activities take place?

At the firm's office at: 4 Orinda Way Suite 200-C, Orinda, California 94563

Is the firm a member of AIMA or any other relevant trade association?

No.

Investment Manager Information

Manager Track Record

Please refer to [Appendix 7](#).

Number of portfolios/accounts managed by the company:

As of 31-Dec-16, Ascend has 17 Funds/Managed accounts.

Number of funds managed/advised by the company. Names of these funds:

Five funds

Ascend Partners Fund I LP

Ascend Partners Fund I, Ltd.

Ascend Partners Fund II LP

Ascend Partners Fund II, Ltd.

Ascend Partners Fund II BPO, Ltd.

Oldest continuously active account (start date, name and size):

January 1, 2000, Ascend Partners Fund I LP was founded. The AUM of the fund as of December 31, 2016 is \$6.9mm.

2. Investment Research

Investment Research

2.1 What outside sources are used?

Ascend uses a number of sources for their research which include: proprietary screens, SEC Filings, Wall Street Research, Independent Research Firms, Buy Side Network, Financial Press and Industry Contacts.

2.2 What proportion of research is generated internally?

100%.

3. Execution & Trading

Execution & Trading

3.1 Who is authorised to deal and what limits exist on dealing authorities?

Only the 4 members of the Trading team are authorized to execute trades.

3.2 Who makes the ultimate investment decisions?

The CIO and Portfolio Managers make the investment decisions.

3.3 What is the general business-related governance structure and procedure?

As an investment manager, Ascend is a fiduciary. It owes its clients the highest duty of care, loyalty, honesty and good faith to act in the best interest of its Clients and relies on each Supervised Person to avoid conduct that is or may be inconsistent with that duty. It is also important for Supervised Persons to avoid actions that, while they may not actually involve a conflict of interest or an abuse of a client's trust, may have the appearance of impropriety. Because Ascend serves as general partner and/or investment adviser to a number of Clients, Ascend has adopted a Code of Ethics (the Code) that sets forth policies and procedures, including the imposition of restrictions on itself and Supervised Persons, to the extent reasonably necessary to prevent certain violations of applicable law. The Code is intended to set forth those policies and procedures and to state Ascend's broader policies regarding its duty of loyalty to clients.

4. Risk Management

Risk Management

4.1 Describe members of the trade execution group, their functions and experience:

David Newhall Head Trader	David Newhall has over 21 years of Wall Street experience. Prior to joining Ascend in 2002, Mr. Newhall spent three years as an Equities Trader with MPAC Capital Partners, a wholesale market maker of listed and over-the-counter securities. Mr. Newhall received a M.B.A. from the University of Southern California with a concentration in Finance and a B.S. degree from California State University of Northridge.
John Bullis Trader	John Bullis has over 18 years of Wall Street experience. Prior to joining Ascend in 2015, Mr. Bullis was the Trader and assisted with operations at Grandmaster Capital Management. Mr. Bullis also performed trading and technology operations for 15 years at Weintraub Capital Management, a long/short equity hedge fund manager that was based in San Francisco. Mr. Bullis received a B.S. degree in Speech Communications from St. Cloud State University and is a long standing member of the San Francisco Traders Association.
Sean Dunne Trader	Sean Dunne has over 17 years of capital markets and trading experience. Prior to joining Ascend in 2015, Mr. Dunne spent six years as the Head Trader with Victoria 1522 Investments, a dedicated Emerging Markets equity manager. Before Victoria 1522 Investments, Mr. Dunne worked as an Institutional Equity Trader with Wells Capital Management in San Francisco. Mr. Dunne earned a B.S. degree in Economics from the University of Oregon.
Shane McCarty Trader	Shane McCarty has over 12 years of Wall Street experience. Prior to joining Ascend in 2010, he spent nearly two years as a Trader at Eastbourne Capital Management, LLC, a long/short equity hedge fund. Before joining Eastbourne, Mr. McCarty worked in the default mortgage space simultaneously representing Real Time Resolutions, Inc. and Resolution Capital Advisors, LLC in Dallas, TX. Mr. McCarty earned a Bachelor of Business Administration from Southern Methodist University with a concentration in Finance.

4.2 Describe your risk management process:

The MS Ascend UCITS Fund operates within the framework of the UCITS Regulations (as defined below), and as such, is constrained by the concentration and market limits provided by the legislation. The MS Ascend UCITS Fund has the following investment restrictions:

MS Ascend UCITS Fund	
UCITS limits in place:	
Maximum Position Size	Positions should generally not exceed 5% of the Fund's net assets. No position can exceed 10% of net assets. When added together, all positions over 5% may not constitute more than 40% of the Fund's net assets.
Credit Exposure	Credit exposure to a single issuer may not exceed 20% of the Fund's net assets. No Bank Loans are permitted.
Risk Exposure	The risk exposure of the Fund to a counterparty in an over-the-counter (OTC) derivative transaction may not exceed 5% of net assets or 10% when the counterparty is a credit institution or has certain other approvals.
Leverage	The absolute VaR of the Fund may not exceed 20% of the net assets of the Fund using a confidence interval of 99% and a holding period of one month.

Risk Management

Level I: Controls at the Investment Manager level

The Investment Manager is responsible for all investment decisions, risk management as well as directing the activities of the traders. The Investment Manager monitors risk on three levels: market, sector and stock. There are limits on position size, net sector exposure and net market exposure that are monitored daily. The Investment Manager takes as much stock-specific risk as possible (as the majority of the performance has come from stock selection), it limits sector risk (usually not more than 10% net long/short any sector at the portfolio level) and it tries to mitigate market risk as much as possible.

Level II: Independent controls by the Risk Manager

Morgan Stanley & Co. International Plc, performs daily monitoring on the MS Ascend UCITS Fund, through its Structured Funds division called FundLogic, the Risk Manager.

The Risk Manager performs:

- Post-trade daily monitoring of UCITS regulations and compliance reporting to the regulatory body
- Monitoring of trades, positions and NAV reconciliations provided by the administrator
- Checking FDI valuations

4.3 How do you measure minimum liquidity of positions?

Based on days to liquidity at 25% of the volume, Ascend generally does not like to have positions that represent more than two trading days volume.

The MS Ascend UCITS Fund is limited by the liquidity restraints embodied in the UCITS Regulations.

4.4 What risk system/software is used in your middle office?

The Investment Manager uses Morgan Stanley's Risk Analytics tools, EZE Castle Order Management System, Axioma and Proprietary Risk/Investment Tools.

Compliance with the UCITS Regulations, including Global Exposure limits, is monitored by the Morgan Stanley & Co. International Plc in its role of Risk Manager on a post-trade daily basis.

5. Operational Risk

Operational Risk

5.1 Please describe the operational risk management policy:

The operational risk management framework comprises two levels:

1. The Investment Manager is in charge of identifying, measuring and managing the operational risks on a day-to-day basis. These controls are met by reconciling cash, trades and positions on a daily basis. Fundlogic Alternatives plc's ("Fundlogic") board of directors is in charge of ensuring that an operational risk management method is set up and being applied, allowing to monitor and measure at any time the operational risks of the Fund.
2. Periodically, the Investment Manager and the Risk Manager have calls to report on any operational issues, notably those concerning the quality of the trading, settlement, valuation procedures and quality of service providers, to the Risk Management Committee. If any issue raised is deemed to be significant or if the Risk Manager has not been able to resolve them within a satisfactory timeframe, the issue is escalated to the board of directors.

Additional controls are performed by the Depositary (through its Trustee department) and by the Fund's auditors.

5.2 Does the board of directors approve and regularly review the operational risk management framework?

The MS Ascend UCITS Fund is a sub-fund of a self-managed Irish OEIC, "The OEIC." The OEIC is managed by the board of directors. The board of directors is vested with the broadest powers to perform all acts of administration and disposition in the Company's interests.

The board of directors is relying on the Risk Manager to monitor the operational risk management.

5.3 What due diligence process does the company perform prior to the appointment of an outsourced service provider?

For the MS Ascend UCITS Fund, the service providers have been appointed by FundLogic and are subject to both the due diligence process of the Risk Manager and approval by the Irish regulator.

5.4 Does the company perform periodic reviews of the outsourced service providers?

The functions and controls of direct service providers to the Fund are reviewed by the Risk Manager on a regular basis.

6. Compliance

Compliance

6.1 Who is responsible for compliance in the company?

The Risk Manager is responsible for post-trade compliance of the MS Ascend UCITS Fund to the UCITS Regulations and as such maintains detailed documentation on the processes which must be followed.

The Investment Manager ensures pre-trade compliance of the investment strategy is within UCITS rules. Certain applicable UCITS restrictions are built into the EZE Castle Order Management System.

6.2 Please describe any current or potential conflict of interest or any relationships which may affect its trading, trading flexibility, e.g. associated broker-dealer.

None.

6.3 Does the company have regular compliance monitoring programs? If so, please give brief details:

On a day-to-day basis, the Risk Manager monitors compliance with UCITS Regulation and investment guidelines and notifies the Investment manager of any breach.

On a monthly basis, the Depositary through its Trustee department is providing standard compliance reports to the Investment Manager.

On a quarterly basis, the Depositary through its Trustee department reports any significant or persistent breach to the Company's board of directors.

On a day-to-day basis, the Investment Manager monitors compliance with the UCITS Regulation and investment guidelines takes appropriate remedial action to cure the breach.

6.4 Has the company or its principals ever been the subject of any action or warnings from a regulatory body?

While no one in the organization has been involved in a violation of investment-related regulations or statutes, there was an administrative proceeding settled with the SEC in July 2003.

6.5 Has any application to a regulatory body on behalf of the company ever been withdrawn? If so, please give details:

No.

6.6 Has an employee of the company ever been refused authorisation or had it withdrawn? If so, please provide details:

No.

7. Legal

Legal

7.1 Are there or have there ever been any criminal, civil, regulatory or administrative proceedings against the company or any of its principals, or any similar such matters including reparations, arbitrations and negotiated settlements?

While no one in the organization has been involved in a violation of investment-related regulations or statutes, there was an administrative proceeding settled with the SEC in July 2003.

8. Anti-Money Laundering Policy

Anti-Money Laundering Policy

8.1 Confirm that the company has established Anti-Money Laundering (AML) procedures:

The MS Ascend UCITS Fund has established AML procedures. These procedures are delegated to Northern Trust International Fund Administration Services (Ireland) Limited (the “Administrator”), in its capacity as administrator and transfer agent of the Fund, prior to any subscriptions being received, during the account opening process.

9. Insurance

Insurance

9.1 Do you currently hold insurance for the following:

- Director & Officers Liability?
- Investment Manager.
- Professional Indemnity?
- Crime (Employee fidelity/third-party fraud)?
- Key Person Insurance?
- Other?

N.B.: if you are not restricted from disclosing such information under your policy(ies).

FundLogic Alternatives Plc has a USD 25MM Directors' and Officers' Insurance.

The Investment Manager carries a complete Directors and Officers/Errors and Omissions Policy, General Liability/Commercial Insurance, Fiduciary Fidelity Bond for Employee Benefit Plans, ERISA Protection Crime Coverage, Workers Compensation and Employment Practices Liability coverage.

10. Business Continuity

Business Continuity

10.1 Does the company have a formal disaster recovery plan? Please describe the basic provisions:

Both the investment manager and Morgan Stanley, have a Business Continuity Plan.

- All employees of the Investment Manager have access to Citrix and are able to work remotely if the office is inaccessible. In addition, the Investment Manager has a comprehensive Disaster Recovery Plan including full back-up procedures in the event that the office is inaccessible and/or primary hardware is inoperable.
- All Morgan Stanley employees have access to Citrix and are able to work remotely. Recovery-essential personnel are relocated to contingency facilities or can travel to alternate locations.

10.2 What contingency plans do you have in terms of:

- Computer system fault?
- Incapacitated investment decision-makers?
- Technical failure at Prime Broker's location?
- Presence of in-house computer technician?
- Backup systems?

[Please click here to see Ascend's IT overview](#)

11. Fund Information

Fund Information

11.1 Fund Identity

Fund Name:

MS Ascend UCITS Fund

Date of Inception:

13-May-11

Investment Manager:

Ascend Capital, LLC

Legal structure:

A sub-fund of FundLogic Alternatives Plc (UCITS OEIC).

Domicile:

Ireland

Is the Fund regulated?

The Fund is domiciled in Ireland, is subject to the UCITS Regulations and is regulated by the Central Bank of Ireland.

Describe the Fund's ownership structure:

The MS Ascend UCITS Fund is a sub-fund of FundLogic Alternatives Plc, an open-ended investment company with variable capital and segregated liability between portfolios established as an Umbrella Fund and authorised by the Central Bank of Ireland pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2011 (S.I. No. 352 of 2011) as amended (the "UCITS Regulations").

Morgan Stanley & Co. International Plc is the promoter of FundLogic Alternatives Plc.

The Company has delegated the investment management of the Fund (the MS Ascend UCITS Fund) and has appointed Morgan Stanley & Co. International Plc, as the Risk Manager to perform certain duties, including:

- Post-trade daily monitoring of the UCITS Regulations and compliance reporting to the regulatory body;
- Monitoring of trades, positions and NAV reconciliations provided by the administrator;
- Checking FDI valuations.

Please see [Appendix 4](#) for full legal structure.

Describe the Fund's strategy:

Equity Long/Short, opportunistic strategy that seeks to generate superior, risk-adjusted returns over a broad range of market environments.

Base currency:

USD

Fund Information

List of Share Classes/ISIN:

Class I EUR Share: IE00B53HHV28

Class I GBP Share: IE00B5NGDV16

Class I USD Share: IE00B4XD6J42

Class P EUR Share: IE00B4QLVM32

Class P GBP Share: IE00B56ZTL70

Class P USD Share: IE00B53STN13

Class A EUR Share: IE00B5ZT6644

Class A GBP Share: IE00B3K6X217

Class A USD Share: IE00B4SSY236

11.2 Fund Fees

Management fee:

Class I Share: 1.50%

Class P Share: 1.50%

Class A Share: 2.50%

Total Expense Ratio (“TER”):

Class I Share: 1.92%

Class P Share: 1.92%

Class A Share: 2.90%

Performance fee:

Class I Share: 20% of the amount by which the Net Asset Value exceeds the High Water Mark Net Asset Value as at the end of the relevant Calculation Period, plus any Performance Fee accrued in respect of any Shares which were redeemed during the Calculation Period.

Class P Share: 20% of the amount by which the Net Asset Value exceeds the High Water Mark Net Asset Value as at the end of the relevant Calculation Period, plus any Performance Fee accrued in respect of any Shares which were redeemed during the Calculation Period.

Class A Share: 20% of the amount by which the Net Asset Value exceeds the High Water Mark Net Asset Value as at the end of the relevant Calculation Period, plus any Performance Fee accrued in respect of any Shares which were redeemed during the Calculation Period.

High Water Mark Net Asset Value:

During each Calculation Period the High Water Mark Net Asset Value is increased or decreased on each Dealing Day with respect to any subscriptions or redemptions of Shares which have taken place during such Calculation Period. With regard to redemptions, by an amount equal to the percentage which such redemptions represent of the Net Asset Value on the relevant Dealing Day (i.e. if a redemption equal to 5% of the Net Asset Value is accepted, the High Water Mark Net Asset Value will be reduced by 5%). With regard to subscriptions, by an amount equal to the value of the subscription.

For each subsequent Calculation Period for a Share Class, the “High Water Mark Net Asset Value” means either (i) where a Performance Fee was payable in respect of the prior Calculation Period, the Net Asset Value per Share of the relevant Share Class at the beginning of the Calculation Period multiplied by the number of Shares of such Share Class in issue at the beginning of such Calculation Period, increased or decreased on each Dealing Day with respect to an subscriptions or redemptions of Shares which have taken place since the beginning of such Performance

Fund Information

Period; or (ii) where no Performance Fee was payable in respect of the prior Performance Period, the High Water Mark Net Asset Value of the relevant Share Class at the end of the prior Calculation Period, increased or decreased on each Dealing Day with respect to any subscriptions or redemptions of Shares which have taken place since the beginning of such Performance Period.

Subscription fee:

Class I Share: None

Class P Share: Up to 3%

Class A Share: Up to 5%

Redemption Fee:

Class I Share: None

Class P Share: None

Class A Share: None

Any other fee:

None.

11.3 Investment/Redemption Terms

Minimum initial investment:

	EUR	USD	GBP
Class I	1,000,000	1,000,000	1,000,000
Class P	250,000	250,000	250,000
Class A	10,000	10,000	10,000

Minimum subsequent Investment:

	EUR	USD	GBP
Class I	10,000	10,000	10,000
Class P	10,000	10,000	10,000
Class A	1,000	1,000	1,000

Minimum holding (number of shares)

Class I share: 1,000 shares

Class A share: None

Class P share: 250 shares

Dealing Day:

Every Friday (except legal public holidays in the United Kingdom, Ireland or the U.S. and days on which the stock markets in London or New York are closed) during which banks in Ireland, U.S and the United Kingdom are open for normal business and such other day or days as the Directors may from time to time determine and notify in advance to Shareholders, provided that in any event there shall be at least one Dealing Day per fortnight.

Dealing deadline:

12 midday Irish time three Business Days prior to the relevant Dealing Day.

Settlement Date:

Subscriptions: In the case of subscriptions, within 3 Business Days after the relevant Dealing Day.

Redemptions: In the case of repurchases, within 5 Business Days after the relevant Dealing Day.

Fund Information

11.4 Directors

Please list the number of directors, their names, the degree of relationship with company manager and service providers and the duration of the company's professional relationship with each director:

The MS Ascend UCITS Fund has been created under the umbrella of the FundLogic Alternatives Plc., an Irish OEIC. The OEIC shall be managed by the board of directors.

All members on the board of directors appointed to a UCITS are authorised and approved by the Central Bank of Ireland (the Irish regulatory authority). At least two of the directors must be Irish resident.

FundLogic Alternatives Plc has appointed three Directors:

- Kevin Molony
- Simon O'Sullivan
- David Haydon

CVs of the directors are provided in [Appendix 3](#).

FundLogic Alternatives Plc has delegated the day-to-day management and running of the Fund in accordance with policies approved by the directors to the Administrator, the Investment Manager and the Distributor and has appointed the Depositary as custodian of its assets.

Consequently, all Directors of the Fund are non-executive.

How often does the Board meet?

Quarterly.

Please provide roles and responsibilities of the directors:

FundLogic Alternatives Plc has appointed a board of directors who have the authority to delegate certain of their functions to third parties but this does not remove their liability for the delegated functions. The direct responsibilities of the board of directors include:

- That the assets of the Fund are invested in conformity with the constitutive documents and applicable legal provisions;
- That a risk management method is set up and being applied, allowing to monitor and measure at any time the risks of the positions and the contribution thereof to the general risk profile of the UCITS portfolio; and
- The monitoring of the marketing policy of the UCITS.

Fund Information

11.5 Auditor

Details:

Ernst & Young

Harcourt Centre, Harcourt Street, Dublin 2, Ireland

11.6 Prime Broker

Who is the Prime Broker for the Fund?

Northern Trust provides all custody services to the Fund, holding the Fund's physical positions.

There is no prime brokerage relationship.

Duration of the company's professional relationship with the Prime Broker?

N/A.

11.7 Fund Administrator

Who is the Administrator for the Fund?

Northern Trust International Fund Administration Services (Ireland) Limited

George's Court, 54-62 Townsend Street, Dublin 2, Ireland

11.8 Depositary

Who is the Depositary for the Fund?

Northern Trust Fiduciary Services (Ireland) Limited

George's Court, 54-62 Townsend Street, Dublin 2, Ireland

Duration of the company's professional relationship with the Depositary?

Northern Trust was appointed Depositary to the FundLogic Alternatives plc in Jun-10.

11.9 Legal Advisors

Who are the Legal Advisors for the Fund?

Matheson.

Duration of the company's professional relationship with the Legal Advisors?

Since May 2010.

11.10 Fund Promoter

Who is the company for the fund?

The FundLogic Alternatives Plc has appointed Morgan Stanley & Co. International Plc as the promoter of FundLogic Alternatives Plc.

What is the role of the promoter?

The promoter is the entity which is responsible for the establishment of the Fund in Ireland.

Who is distributing the Fund?

Morgan Stanley & Co. International Plc has been appointed Distributor of the Fund and has the authority to appoint external sub-distributors as appropriate to the marketing plan for the Fund.

The relationship for each third-party sub-distributor appointed to the Fund is governed by a distribution agreement signed by both the sub-distributor and Morgan Stanley & Co. International plc

The distribution agreement requires that the Distributor comply with all local regulations and has the necessary regulatory status to carry out their functions.

12. Investment Management Process

Investment Management Process

12.1 Strategy

Describe your strategy (in as much detail as possible):

Equity Long/Short, opportunistic strategy that seeks to generate superior, risk-adjusted returns over a broad range of market environments. To achieve this end, the Investment Manager utilizes a two-pronged strategy: 1) anticipates changes in the economic environment that will help or hinder particular sectors and industries, and 2) identifies companies through a disciplined process involving extensive bottom-up fundamental research. The approach is well matched with the goal of the investors: to both maximize gain and minimize volatility over a long time horizon.

What is your investment/trading philosophy?

Ascend's principal focus is on companies demonstrating strong or improving fundamentals at reasonable valuations, but which may be misunderstood or undervalued by the market. Investing in such securities creates a favorable risk-return ratio: if Ascend are correct and investor perceptions about a given security change favorably, the security's value appreciates significantly. However, if such a change does not occur, significant losses may be avoided since expectations are already low and valuations are more reasonable.

Ascend creates an informational advantage, and thus opportunity, by emphasizing primary research. Ascend interview management, suppliers and customers, and establish relationships across industries developed through company visits. Ascend also develop detailed sector or industry expertise through discussions with analysts, the trade, and through vigorous examination of consensus theses. Ascend often generate their best ideas by sharing information and testing hypotheses internally.

Ascend philosophy determines not only what kind of investment they consider attractive to achieve superior returns, but also how those investments are identified. Ascend's analysts perform company-specific, as well as macroeconomic and sector analysis to develop a perspective on particular regions and industries. Ascend's macroeconomic analysis is driven by tens and even hundreds of company visits. Ascend give no particular regard to index weighting; rather, Ascend focus on those companies and sectors that Ascend believe possess the greatest opportunity for growth, turnarounds or changes in investor perceptions.

Pivotal to successfully realizing Ascend's investment philosophy is a commitment to fundamental analysis and bottom-up investment decisions. Ascend's discipline hinges on identifying what Ascend consider to be cheap stocks with improving fundamentals. To do this, Ascend perform a multistep process:

1. Generating and Identifying Ideas

Opportunities often arise when market participants misunderstand, overlook or ignore critical variables, both on a broad sector or country level and on a firm-specific level. Ascend generate ideas from multiple sources - discussions with industry and firm contacts; proprietary, fundamentally based screens, trade publications, and internally through discussions about second and third derivative effects of changes in the fundamental landscape.

2. Investment Decisions

Decisions to buy or sell a stock hinge upon primary, bottom-up research conducted by their analysts. This research often includes discussions with management, crucial customers, major suppliers, and industry analysts, all of whom provide unique insight into the fundamental and macro trends affecting individual companies.

3. Valuation and Sell Discipline

Critical to each buy or sell decision is valuation. Ascend view the risk profile as important as the reward profile, and good fundamentals do not make up for unsustainably high valuations. Such discipline impacts their sell decisions as well. When traditional valuation metrics, such as price to cash flow, price to book, price to earnings, or a discounted cash flow analysis indicates historically high valuations, Ascend reevaluates business fundamentals and may trim or sell positions. Generally, if business fundamentals are fully appreciated and no longer improving or are fully discounted (e.g. Wall Street expectations are high and rising), then Ascend will make sell or trim decisions. The length of time during which Ascend hold a position is primarily determined by the change in the security's valuation and expected business conditions.

Do you believe that there are persistent structural inefficiencies in the area you invest in? Please explain:

How do you think these market inefficiencies will change over time?

Opportunities often arise when market participants misunderstand, overlook, or ignore critical variables, both on a broad sector or country level and on a firm-specific level.

Investment Management Process

Market inefficiencies can be found in certain situations like post-bankruptcies, de mutualizations, spin offs or other situations where the capital structure and/or earnings power is misunderstood or obscured. Opportunities that Ascend look for on the long and the short side include:

Longs:

- Improvements in revenue and earnings growth
- Stable and growing cash flows and/or high ROIC
- Competitive advantage (dominant industry position)
- Clean balance sheet
- High barriers to entry in the industry
- Innovative or revolutionary new products
- Potential strategic acquisition or buyout targets

Shorts:

- Deteriorating financial characteristics (especially cash flow and ROIC)
- Decelerating earnings or earnings miss candidates
- Increasing competition and/or lagging market share, regulatory overhang
- Product cycle dislocations
- Weak or unsustainable capital structure; bankruptcy candidates
- Flawed business model
- Non-strategic acquisitions; integration issues

12.2 Liquidity

What is the liquidity of the underlying assets and what is the appropriate time period to liquidate?

In general, 80% of the portfolio can be liquidated in three days at 25% of the volume. In general, the Investment Manager does not like positions to represent more than two days of a stock's trading volume.

12.3 Implementation

Discuss the implementation at the Fund level:

The Fund seeks exposure to the Ascend Strategy described above through one or more Financial Derivative Instrument (FDI).

The Fund

- invests in a basket of liquid securities
- swaps "out" the performance of this basket versus Fed Funds
- swaps "in" the performance of the Ascend Strategy versus Fed Funds

See [Appendix 5](#) for Detailed Fund Structure.

What is the nature of the securities held by the UCITS Fund?

The Fund invests in UCITS eligible securities.

How do you manage counterparty risk?

The counterparty risk is monitored by the Risk Manager and managed daily. Should the value of the swap appreciate, and in order to maintain the counterparty risk below 5% as required under UCITS regulation, the total return swaps are reset and their value reduced to zero.

An automatic reset of the swaps is set weekly.

See [Appendix 6](#) for Counterparty Risk Mitigation Mechanism.

12.4 Diversification

Discuss the depth of diversification:

The Fund operates within the framework of the UCITS Regulations, and as such, is constrained by the concentration and market limits provided by the legislation.

Investment Management Process

The portfolio characteristics of the MS Ascend UCITS Fund:

- Position Count: 300-400
- Position Size
- Longs: 0.35% to 7.50%
- Shorts: 0.20% to 3.00%
- Net Exposure: -30% to 60%
- Net Industry Exposure: \pm 15%
- Gross Exposure: 150% to 300%
- Annual Volatility: 4.5% to 7.5%

How do you calculate the correlation between each investment in the portfolio?

As the portfolio is diversified with several hundred names across all sectors, Ascend does not explicitly look at the correlation of individual names in the portfolio. Ascend does use third-party risk measures from Morgan Stanley and Factset which calculate correlations within their factor-based risk models.

12.5 External Controls

Are any third parties involved in verifying adherence to risk limits, e.g. the Fund's administrator?

The MS Ascend UCITS Fund is subject to the UCITS Regulations and risk limits and as such the parties involved in risk limit adherence are:

- The Investment Manager (Ascend Capital, LLC) The Fund's Risk Manager (Morgan Stanley through its Structured Funds division called FundLogic);
- The Fund's Depository through its Trustee department (Northern Trust Fiduciary Services (Ireland) Limited).

13. Valuation

Valuation

13.1 Who is responsible for obtaining valuations and how are any difficult-to-price assets or instruments priced?

Northern Trust International Fund Administration Services (Ireland) Limited is responsible for preparing the NAV of the Fund and obtains independent pricing for the assets and liabilities in the portfolio. Northern Trust International Fund Administration Services (Ireland) Limited performs its valuation in accordance with the guidelines in the Prospectus for the Umbrella Fund and consistent with the pricing policy.

13.2 Are any third parties involved in verifying the valuation?

Morgan Stanley & Co. International Plc, through its Structured Funds Division, called FundLogic, performs monitoring of the valuation of the Fund, in fulfilment of its role as the Risk Manager.

14. Investor Service/Reporting

Investor Service/Reporting

14.1 Can the prospectus/offering memorandum be transmitted to us electronically?

Yes, when approved by the Central Bank of Ireland.

14.2 Who calculates the NAV? What is the frequency of calculation?

The Fund Administrator, Northern Trust International Fund Administration Services (Ireland) Limited, calculates the NAV. It is computed daily.

14.3 How is NAV published?

Daily NAV is published on Bloomberg and can be sent via email by the administrator of the Fund.

14.4 Do you make any adjustments to the NAV valuation received from your source? If yes, please explain what kind in terms of:

- Liquidity
- Time zone
- Size
- Holding period
- Other
- Percentage of adjustments to total NAV
- What instruments are subject to adjustments?

No.

14.5 Can Fund performance be transmitted to us and at what periodicity?

Monthly reporting is provided to all investors and daily NAV is available on Bloomberg.

15. Appendix 1 – Key Personnel

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Key Personnel

Malcolm Fairbairn

Chief Investment Officer

Malcolm Fairbairn founded Ascend Capital in 1999. Prior to launching the fund, Mr. Fairbairn was Managing Director of Structured Equities for Citadel Investment Group, Inc. in Chicago, Illinois. Subsequently, he launched and was Portfolio Manager for Orchard Partners, L.P., for Citadel Investment Group in San Francisco. From 1994 to 1997, Mr. Fairbairn worked as Senior Analyst for Strome Susskind, L.P. and was a Portfolio Manager for Strome HedgeCap, L.P., in Santa Monica, California. In 1993, he served as an Equity Analyst for Capital Research and Management Group in Los Angeles. Mr. Fairbairn received an M.B.A. from Harvard Business School in 1994 and was awarded B.S. and M.S. degrees in Chemical Engineering from the Massachusetts Institute of Technology in 1985.

Benjamin D. Slavet

Chief Operating Officer & Chief Financial Officer

Ben Slavet has 25 years of finance, accounting, operations, and business development experience with investment companies. Mr. Slavet has been with the firm since 2001 and his responsibilities include oversight of firm operations, investor relations, and business development activities. Mr. Slavet has been a Certified Public Accountant (Massachusetts) and has been registered with the NASD as a Financial and Operations Principal. Prior to joining Ascend, Mr. Slavet served as the Controller for Scudder Weisel Capital, where he was responsible for all of the financial operations for a registered broker/dealer and investment advisor. From 1992 to 2000, Mr. Slavet worked for KPMG LLP. Mr. Slavet was a Senior Manager in KPMG's Investment Services Practice, where he provided audit, tax and consulting services to clients within the investment company industry. Mr. Slavet received a Bachelor of Business Administration degree in 1992 from the University of Massachusetts-Amherst.

Portfolio Managers

Carlo Casulo, M.D.

Portfolio Manager – Healthcare

Carlo Casulo has over 10 years of Wall Street experience. Prior to joining Ascend, Mr. Casulo was a Senior Associate at Leerink Swann covering the Medical Technology and Hospital Supplies sectors. Prior to Leerink, he served as the Director of Technical Operations at Ziopham Oncology Inc. and as a Venture Capital Therapeutics Analyst at Paramount BioSciences. Mr. Casulo received an M.D. and an M.B.A. from Harvard University and a B.A. degree in Chemistry, magna cum laude, from Hunter College.

J. Cogan, CFA

Portfolio Manager – Leisure/Media

J. Cogan has over 22 years of experience in capital markets. Prior to joining Ascend, Mr. Cogan was the Senior Equity Research Analyst for gaming and lodging at Banc of America Securities. Mr. Cogan received a B.A. degree in Communications from the University of Pennsylvania.

Peter Friedland, CFA

Portfolio Manager – Technology

Peter Friedland has over 22 years of experience in capital markets. Prior to joining Ascend, Mr. Friedland spent over four years as an Analyst covering the Technology sector at First Oak Capital and Seasons Capital. Both are San Francisco based long/short equity hedge funds. Prior to Seasons Capital, Mr. Friedland spent 13 years as a sell-side Analyst covering various areas within the Technology, Media and Telecom (TMT) sector. Mr. Friedland received a B.A. degree in English from Cornell University.

Scott L. Kintz, CFA

Portfolio Manager – Industrials/Capital Goods

Scott Kintz has over 15 years of experience on Wall Street. Prior to joining Ascend, Mr. Kintz worked in the Cash Management Division at Citadel Investment Group. Prior to Citadel, Mr. Kintz spent two years in the Investment

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Management Division at Goldman Sachs. Mr. Kintz received a B.A. degree in Business Administration from University of California at Berkeley.

Michael Napolitana

Portfolio Manager – Retail

Michael Napolitana has over 17 years of experience in capital markets. Prior to joining Ascend, Mr. Napolitana spent eight years as an Analyst and Portfolio Manager covering the Consumer sector for Weintraub Capital Management. Prior to this, Mr. Napolitana held research positions at JMP Securities and Deutsche Bank and also served as a Strategy Consultant and Auditor for KPMG LLP. Mr. Napolitana received an M.B.A. from the University of California at Berkeley and a B.S. degree in Business Administration from the University of California at Riverside.

Dirk Renick, Ph.D.

Portfolio Manager - Energy

Dirk Renick has over 11 years of Wall Street experience. Prior to rejoining Ascend in 2011, Mr. Renick was a Senior Researcher at Starmine, a Thomson Reuters company, researching fundamental and sentiment equity valuation models. Prior to Starmine he was a Quantitative Analyst at Ascend Capital. Mr. Renick received a Ph.D. in Hydrodynamics from the Massachusetts Institute of Technology and a B.S. degree in Naval Architecture, magna cum laude, from the United States Naval Academy.

Sector Manager

Kimberly Nielsen

Sector Manager - Technology

Kimberly Nielsen has over nine years of investment and research experience. Prior to joining Ascend in 2014, Ms. Nielsen was a Senior Equity Research Associate at Robert W. Baird & Co., covering companies in the Technology sector. Ms. Nielsen began her career at Lehman Brothers, as a Proprietary Trader in the Global Commodities Group. Ms. Nielsen received a B.A. degree in Public Policy Studies from Duke University.

Analysts/Associates

Adrian Barnes

Analyst

Prior to joining Ascend in 2014, Mr. Barnes practiced as an attorney specializing in labor and employment litigation for over seven years. Mr. Barnes received a J.D. from Columbia Law, a Master of Arts, Issues in Modern Culture, from University College London and a B.A. degree in Rhetoric from the University of California at Berkeley.

Paul Jones

Analyst

Paul Jones joined Ascend Capital in 2010 after graduating from Duke University, where he received a B.A. degree in International Comparative Studies and a Certificate in Markets and Management Studies. Prior to Ascend, Mr. Jones worked at American International Group and the United Nations Development Program.

Louis Krasenics

Analyst

Louis Krasenics has over nine years of capital markets and financial advisory experience. Prior to joining Ascend in 2015, Mr. Krasenics was an Investment Banking Associate at Wells Fargo Securities, covering companies in the Healthcare sector. Mr. Krasenics began his career at Goldman Sachs, where he worked in the legal and investment banking groups. Mr. Krasenics received a B.A. degree in Economics from Yale University.

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Nicholas Nguyen*Analyst*

Nick has over eight years of Wall Street experience. Prior to joining Ascend in 2012, Mr. Nguyen worked as a Trader at Nomura International on the DeltaOne trading team in Hong Kong. Mr. Nguyen received a B.S. degree in Chemical Engineering and a minor in Biology from the Massachusetts Institute of Technology.

Tomas Pieter*Analyst*

Tomas Pieter has over 13 years of investment and financial analysis experience. Mr. Pieter joined Ascend in 2012 after completing his M.B.A. with Honors at the Wharton School, where he was a Palmer Scholar. Prior to business school, Mr. Pieter was an Investment Analyst at EBF & Associates, a multi-strategy hedge fund focused on opportunistic investments across asset classes and industries. Mr. Pieter also worked as an Investment Banking Associate and Analyst at Lazard Middle Market and began his career in the headquarters and a business unit of Kraft Foods. Mr. Pieter received a B.S. and an M.S. degree in Finance from the University of Economics in Prague.

Rebecca Pinckney*Associate*

Prior to joining Ascend in 2015, Ms. Pinckney served as a Credit Analyst for TD Bank's Corporate Banking division in New York. Prior to joining TD Bank, Ms. Pinckney interned in Sales & Trading for J.P. Morgan and Barclays Capital. Ms. Pinckney received a B.S. degree in Business Administration from Fordham University, where she graduated summa cum laude from the Global Business Honors Program.

Collin Siok*Associate*

Prior to joining Ascend in 2015, Mr. Siok conducted research on hundreds of hedge funds and made recommendations to the selection committee for the BlackRock Alternative Advisors for over four years. Preceding BlackRock, he interned at Russell Investments on the multi-asset balanced funds team. Mr. Siok graduated a B.A. degree with Honors in Business Administration – Finance, summa cum laude, from the University of Washington.

Traders**David Newhall***Head Trader*

David Newhall has over 21 years of Wall Street experience. Prior to joining Ascend in 2002, Mr. Newhall spent three years as an Equities Trader with MPAC Capital Partners, a wholesale market maker of listed and over-the-counter securities. Mr. Newhall received a M.B.A. from the University of Southern California with a concentration in Finance and a B.S. degree from California State University of Northridge.

John Bullis*Trader*

John Bullis has over 18 years of Wall Street experience. Prior to joining Ascend in 2015, Mr. Bullis was the Trader and assisted with operations at Grandmaster Capital Management. Mr. Bullis also performed trading and technology operations for 15 years at Weintraub Capital Management, a long/short equity hedge fund manager that was based in San Francisco. Mr. Bullis received a B.S. degree in Speech Communications from St. Cloud State University and is a long standing member of the San Francisco Traders Association.

Sean Dunne*Trader*

Sean Dunne has over 17 years of capital markets and trading experience. Prior to joining Ascend in 2015, Mr. Dunne spent six years as the Head Trader with Victoria 1522 Investments, a dedicated Emerging Markets equity manager.

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Before Victoria 1522 Investments, Mr. Dunne worked as an Institutional Equity Trader with Wells Capital Management in San Francisco. Mr. Dunne earned a B.S. degree in Economics from the University of Oregon.

Shane McCarty

Trader

Shane McCarty has over 12 years of Wall Street experience. Prior to joining Ascend in 2010, he spent nearly two years as a Trader at Eastbourne Capital Management, LLC, a long/short equity hedge fund. Before joining Eastbourne, Mr. McCarty worked in the default mortgage space simultaneously representing Real Time Resolutions, Inc. and Resolution Capital Advisors, LLC in Dallas, TX. Mr. McCarty earned a Bachelor of Business Administration from Southern Methodist University with a concentration in Finance.

Process Management

Emily Wang

Managing Director

Emily Wang has been a member of Ascend Capital since its inception, and has over 30 years of Wall Street experience. From 1987 to 1997, Ms. Wang worked as a Vice President at Kidder-Peabody and for Merrill Lynch Private Clients Group, where she was a member of the prestigious Chairman's Club for production performance and was consistently in the top ranks of Merrill's 11,000-strong sales force. Prior to joining Merrill, Ms. Wang worked as a Project Engineer and Production Supervisor for Frito-Lay (a division of Pepsi) from 1985-1987. During that time, she also managed a portfolio of distressed residential investment real estate. Ms. Wang received a B.S. degree in Chemical Engineering from California State Polytechnic University.

Rahul K. Gandhi, Ph.D.

Director of Analytics

Rahul Gandhi joined Ascend in 2006 after spending five years in corporate strategy consulting. From 2001 to 2006, Mr. Gandhi was a Consultant at Mars & Co, a global strategy firm serving Fortune 100 clients, where he advised leading companies in the food, apparel, beverage, energy, and healthcare industries. Mr. Gandhi did his graduate studies at Stanford University, where he received a Ph.D. in Geological and Environmental Sciences and an M.S. in Civil and Environmental Engineering. Mr. Gandhi was awarded a B.S. degree in Engineering Sciences from Harvard University.

Michael Cherkassky

Quantitative Associate

Prior to joining Ascend in 2015, Mr. Cherkassky served as a Research Associate at Ellington Management Group where he researched systematic trading strategies in equity, volatility and fixed income futures markets. Mr. Cherkassky also worked as a Software Engineer for Pipewave, Inc., an online video creative and media optimization platform for marketers, agencies and publishers. Mr. Cherkassky received an A.B. degree, cum laude, in Statistics, Secondary Field in Computer Science from Harvard University.

Orlin Zhekov

Associate

Orlin Zhekov joined Ascend in 2010. Prior to joining Ascend, Mr. Zhekov worked as a project specialist at MCG Architecture in San Francisco and as a web developer at the MIT Center for International Studies in Cambridge, MA. Mr. Zhekov received a B.S. degree in Architecture from the Massachusetts Institute of Technology.

Operations

Ramona Shenoy

Director of Operations/Chief Compliance Officer

Ramona Shenoy has over 32 years of experience with banking and investment companies. From 2003 to 2006, Ms. Shenoy served as the Chief Operating Officer for Descartes Capital LLC, a convertible arbitrage hedge fund, where she was responsible for operations, finance, compliance and risk monitoring. She has also served as the Head of Compliance,

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South Asia for Deutsche Bank and Sr. Manager Risk Management for Standard Chartered Bank in India. Ms. Shenoy received a Master's degree in Economics from Bombay University.

Yedda Ho

Controller

Yedda Ho has over 11 years accounting and administration experience with hedge funds, fund of funds and private equity. Prior to joining Ascend in 2011, Ms. Ho worked as a Senior Fund Accountant at HSBC Alternative Fund Services in Hong Kong, New York and San Francisco. Ms. Ho received a B.S. degree in Accounting at Minot State University.

Yoon Chang

Assistant Controller

Yoon Chang has over 16 years of experience in fund accounting and fund administration. Prior to joining Ascend, Mr. Chang was an Account Manager at Citco Fund Services, where he directed a fund accounting team administering numerous strategies and fund structures. Prior to Citco, he worked for BNY Mellon where he held several positions in their Alternative Investment Services group. Yoon received a B.S. degree in Managerial Economics from University of California at Davis.

Darby De Venuta

Operations Associate

Darby De Venuta joined Ascend Capital in 2011 as a Research Assistant, where she provided support to several Portfolio Managers and their teams. Prior to Ascend, Ms. De Venuta was a Production Chemist at Bio-Rad Laboratories. Ms. De Venuta also worked as a Research Technician within Duke University's Gynecologic Oncology Department. Ms. De Venuta received a B.A. degree in Chemistry from Duke University.

Jeffrey Pasquini

Operations Associate

Jeffrey Pasquini has over 16 years of operations and trading experience with hedge funds and investment management firms. Prior to joining Ascend in 2016, Mr. Pasquini was the Director of Operations at Apex Capital, LLC. Prior to Apex, he served as an Equity Trader for Sterling Johnston Capital Management, LP. Mr. Pasquini received his B.A. degree in Political Science from Sonoma State University.

Melissa Abreu

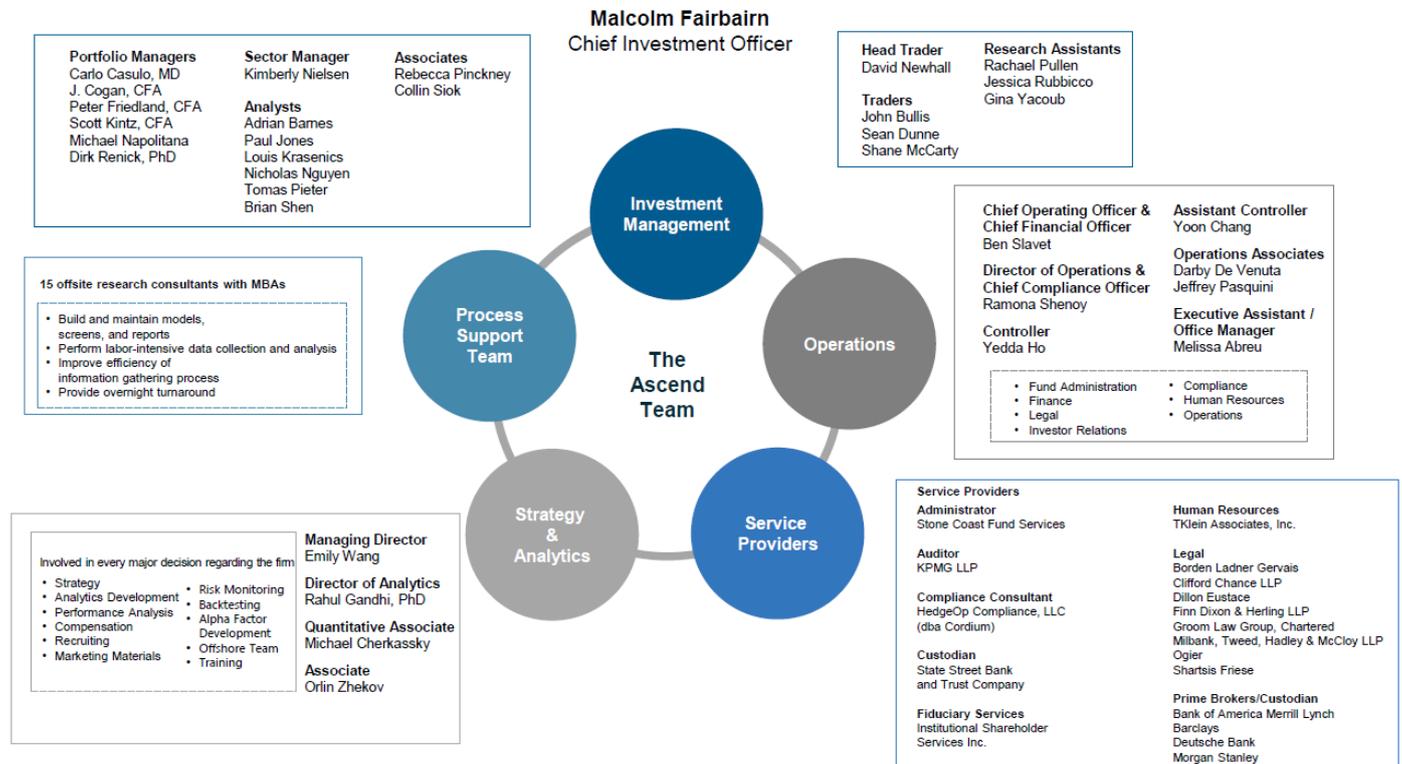
Executive Assistant / Office Manager

Melissa Abreu has over 21 years of experience in operations and administration. Prior to joining Ascend in 2016, Ms. Abreu held several positions at Equity Risk Partners, Inc., a commercial insurance brokerage focused on private equity firms and their portfolio companies. Ms. Abreu received a B.A. degree in History from Saint Mary's College of California.

16. Appendix 2 – Investment Manager Organisation Chart

Appendix 2

Investment Manager Organisation Chart



17. Appendix 3 – The OEIC’s Fund Directors

Appendix 3

The OEIC's Fund Directors

Kevin Molony provides independent directorship services to a broad array of investment funds and has extensive experience in investment management and institutional stockbroking, specialising in international equities. Mr. Molony was Managing Director of Walkers **Corporate** Services (Dublin) Limited until that business was acquired in June 2012. From 1999 to 2009, he was a Director of Citigroup Global Markets where he was instrumental in establishing and building their Irish institutional broking business. His specific area of expertise at Citigroup was US and Latin American equities. Before joining Citigroup, he was an institutional stockbroker with Deutsche Bank. Mr. Molony began his career as a UK equity fund manager with Phillips & Drew Fund Managers in London. He then joined AIB Investment Managers as a Senior Manager, specialising in US equity funds. Mr. Molony received a B.A. in Economics from University College Dublin and a Professional Diploma in Corporate Governance from Smurfit Business School, Dublin.

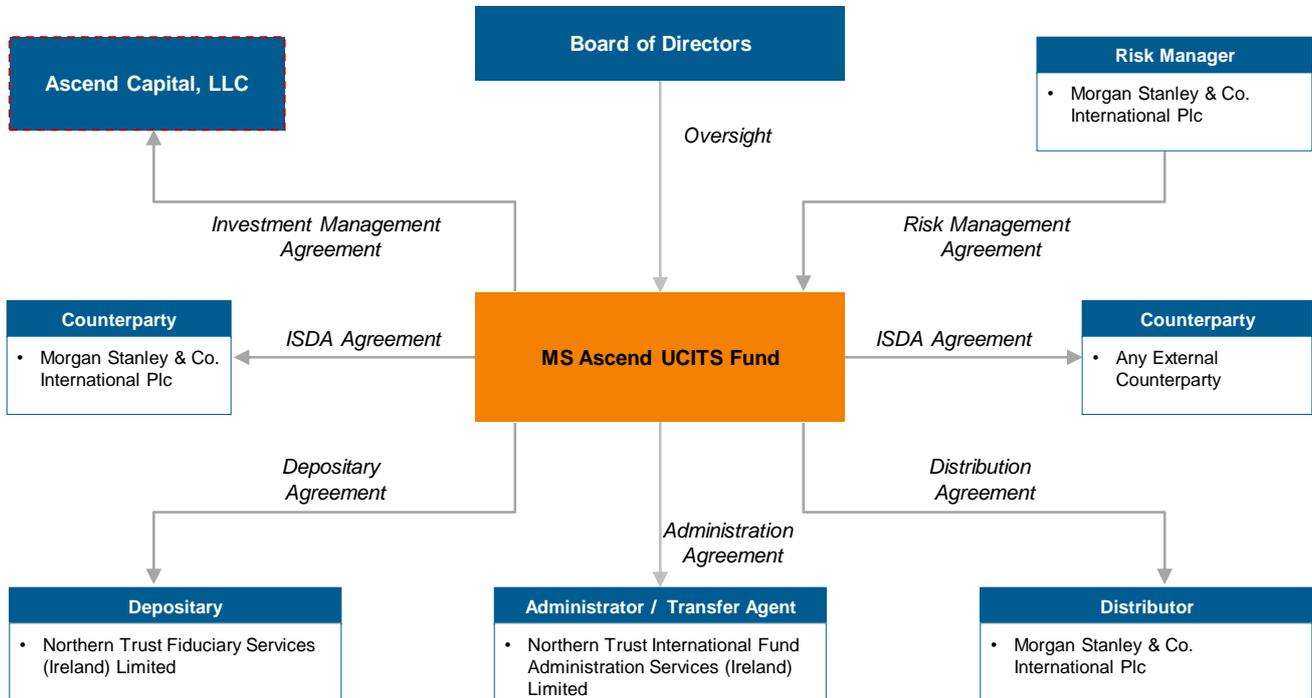
Simon O'Sullivan has worked in the investment management sector since 1993. From April 2002 to April 2006 he was employed in Dublin by Pioneer Alternative Investments as a product specialist. In May 2006 he left Pioneer to join his family company as financial controller and in May 2013 Simon became a partner in Maraging Funds Limited, trading as RiskSystem, a specialist provider of financial risk solutions to the investment funds industry. He has also worked for Fleming Investment Management as a fund manager in London, Eagle Star and Merrion Capital, both in Dublin. He holds a Bachelor of Arts in Economics and Politics, a Master of Arts in Economics, a Master of Sciences in Investment & Treasury Management and a Diploma in Corporate Governance. Mr O'Sullivan is a non-executive director of a number of investment funds.

David Haydon is a Managing Director at Morgan Stanley and Head of Complex Structures, fund and fund-linked business within the DSP sub-division in Institutional Equities. David joined Morgan Stanley in 2003 and is a certified public accountant. Prior to his current role, he worked as Chief Operating Officer and Head of Product Control for delta 1 structured products business within Morgan Stanley.

18. Appendix 4 – The Fund’s Service Providers

Appendix 4

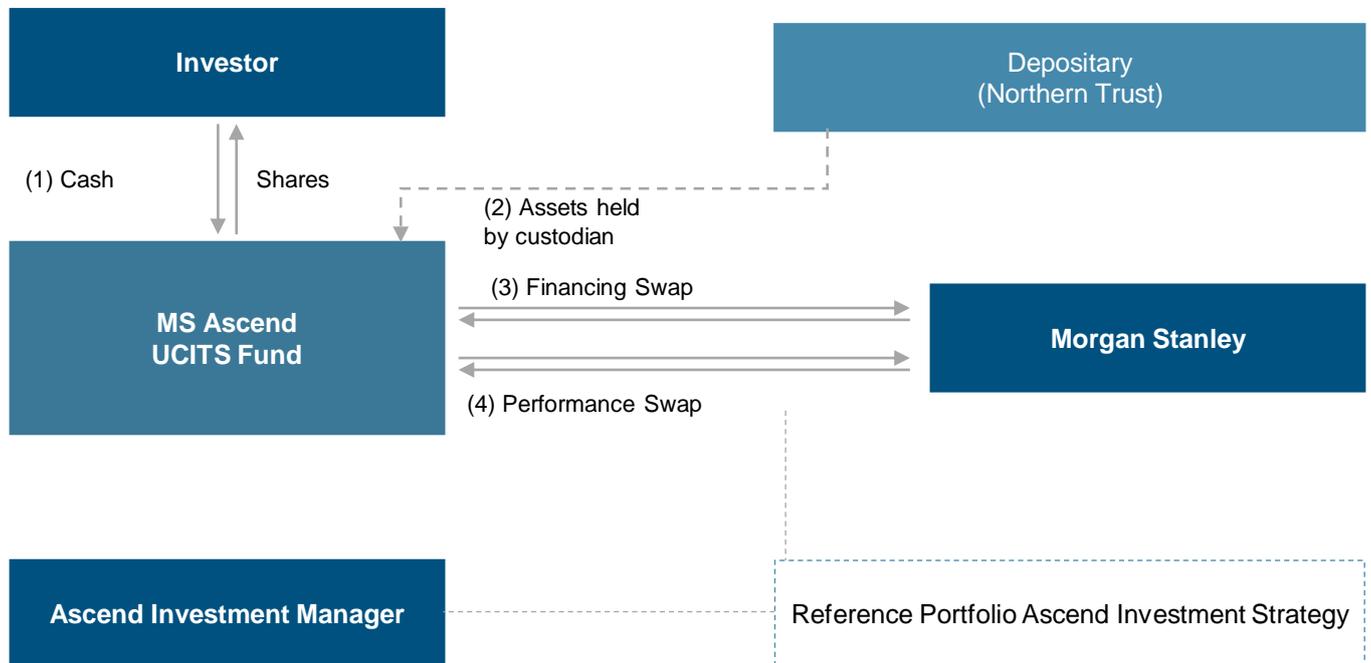
The Fund's Service Providers



19. Appendix 5 – The Fund Structure

Appendix 5

The Fund Structure



1. Investor buys shares in UCITS Fund for cash.
2. Fund buys a basket of UCITS eligible securities, held by the Fund's Depository.
3. Fund swaps out the performance of those assets in exchange for a Fed Funds Flow (Financing swap) with Morgan Stanley.
4. Fund enters into a swap (Performance swap) with Morgan Stanley under which the Fund pays Fed Funds and receives the performance of the Reference Portfolio. The Reference Portfolio is the Ascend Investment Strategy which is managed by Ascend Capital, LLC.

- Fund only exposed to Ascend Investment Strategy via Performance swap.
- Fund's counterparty exposure to Morgan Stanley is max 5% of NAV, monitored daily.
- Fund produces daily NAV, with weekly liquidity.

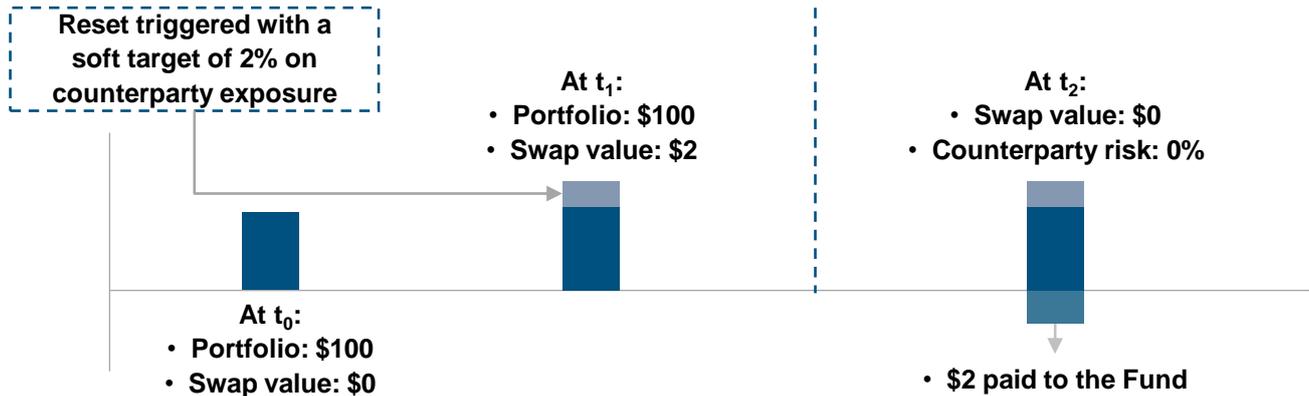
20. Appendix 6 – Counterparty Risk Mitigation Mechanism

Appendix 6

Counterparty Risk Mitigation Mechanism

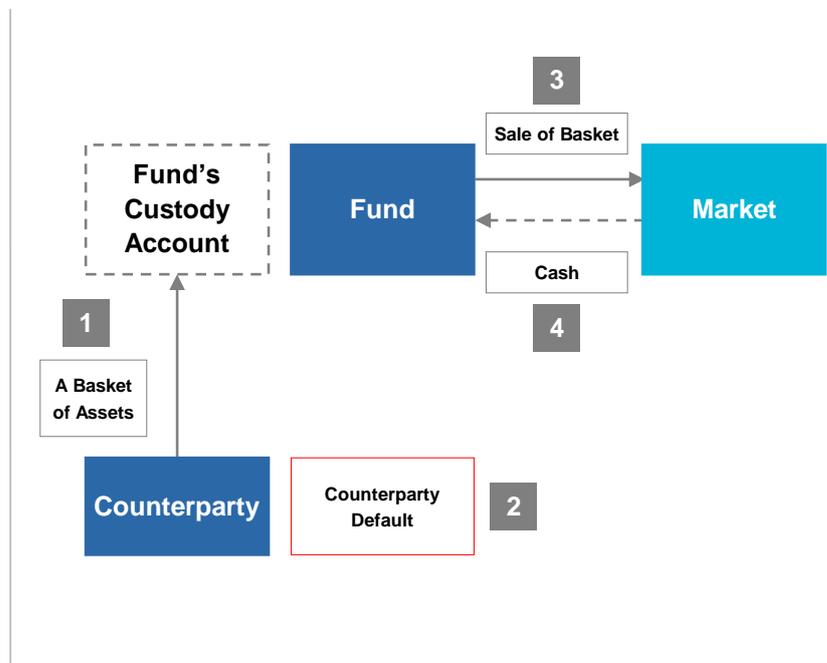
Counterparty Exposure Will Be Managed Using the Following Mechanisms:

1. The swaps will be automatically reset on a quarterly basis; and
2. Counterparty exposure will be monitored on a daily basis and the swaps will be reset by the Investment Manager upon notification from risk manager to ensure that UCITS counterparty ratios are respected.



Procedure to Be Followed in a Counterparty Default Scenario

- 1 The fund will purchase a basket of assets (“Basket”) from the swap counterparty that will be delivered to the Fund’s custody account at Northern Trust (the “Depository”).
- 2 The counterparty defaults on its obligations.
- 3 The Basket purchased by the Fund which is held in a segregated account with the Depository will be sold in the market.
- 4 The Fund will receive the cash proceeds from the sale of the Basket.



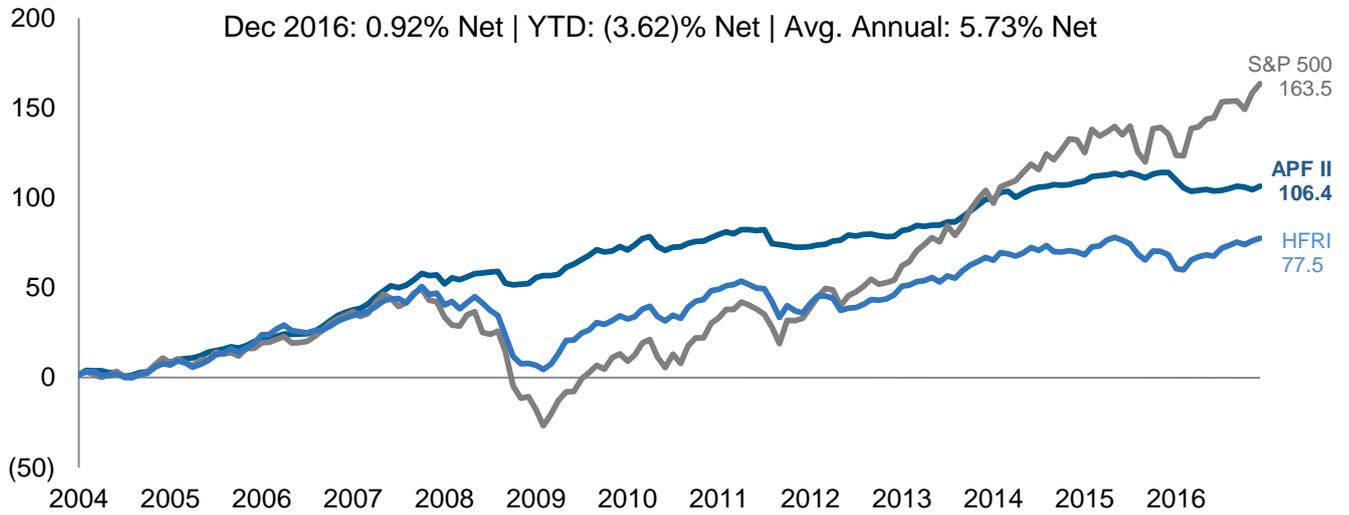
21. Appendix 7 – Manager Track Record

Appendix 7

Manager Track Record

Ascend Partners Fund II, Ltd.

01-Jan-04 - 31-Dec-16 Cumulative Return (%)



Note: APF II is Ascend Partners Fund II, Ltd. HFRI is HFR Equity Hedge Index.

Jan 2004 return is pro forma based on Jan 2004 return of Ascend Partners Fund I, Ltd.