# **FORM ADV**

# UNIFORM APPLICATION FOR INVESTMENT ADVISER REGISTRATION AND REPORT BY EXEMPT REPORTING ADVISERS

Prin	nary Business Name: FIRS	T MANHATTAN CO		CRD Number: 184	15
Oth	er-Than-Annual Amendme	nt - All Sections		Rev. 10/202	21
1/3	1/2023 4:53:18 PM				
WA	· ·	•	-	ol of your application, revocation of your registration, or criminal ee Form ADV General Instruction 4.	
ter	m 1 Identifying Information	า			
	·	•	-	contact you. If you are filing an <i>umbrella registration</i> , the vides information to assist you with filing an <i>umbrella registration</i>	
A.	Your full legal name (if you FIRST MANHATTAN CO. I		last, first, and middle names):		
B.	(1) Name under which you FIRST MANHATTAN CO	ı primarily conduct your adv	isory business, if different from Ite	m 1.A.	
	List on Section 1.B. of Sche	edule D any additional names	s under which you conduct your advi	sory business.	
	(2) If you are using this Fo	orm ADV to register more th	nan one investment adviser under a	an $umbrella\ registration$ , check this box $\square$	
	If you check this box, comp	olete a Schedule R for each re	elying adviser.		
C.	name change is of	change in your legal name (	•	ne (Item 1.B.(1)), enter the new name and specify whether the	
D.	(2) If you report to the SE	C as an <i>exempt reporting ac</i>	nt adviser, your SEC file number: <b>\{\textit{tviser}\}</b> , your SEC file number: ers assigned by the SEC ("CIK Num		
	728083				۱
	72000				_
E.	(1) If you have a number	(" <i>CRD</i> Number") assigned b	y the <i>FINRA's CRD</i> system or by the	e IARD system, your <i>CRD</i> number: <b>1845</b>	
	If your firm does not have a	a CRD number, skip this Iten	n 1.E. Do not provide the CRD numb	er of one of your officers, employees, or affiliates.	
	(2) If you have additional	CRD Numbers, your addition	nal <i>CRD</i> numbers:		
	. , 3	J	No Information Filed		
F.	Principal Office and Place of	<sup>f</sup> Business			
	(1) Address (do not use a Number and Street 1: 399 PARK AVENUE	•	Number and Street 2:		
	City:	State:	Country:	ZIP+4/Postal Code:	
	NEW YORK	New York	United States	10022	
	If this address is a pri	vate residence, check this b	oox: 🗖		
	you are applying for re which you are applying	egistration, or are registered, I for registration or with who I the SEC as an exempt report	with one or more state securities au m you are registered. If you are appl	of business, at which you conduct investment advisory business. If uthorities, you must list all of your offices in the state or states to lying for SEC registration, if you are registered only with the SEC, or ive offices in terms of numbers of employees as of the end of your	
		Other:	s at your <i>principal office and place o</i>	f business:	
	Normal business hour 9:00 AM - 5:00 PM (3) Telephone number at				

212-756-3300

212-671-1676

(4) Facsimile number at this location, if any:

		ber of offices, other than your $\mu$ recently completed fiscal year?	orincipal office and place of bus	siness, at which you conduct investment advisory busin	ess as of
G.	Mailing address, if differen	t from your <i>principal office and p</i>	place of business address:		
О.	Number and Street 1:		Number and Street 2		
	City:	State:	Country:	ZIP+4/Postal Code:	
	•	_	eed.n.y.	ZII T I/T OSTAT GOGG.	
	If this address is a private	e residence, check this box:			
Н.	If you are a sole proprieto	r, state your full residence addr	ress, if different from your <i>pri</i>	incipal office and place of business address in Item 1.F.:	
	Number and Street 1:		Number and Street 2	2:	
	City:	State:	Country:	ZIP+4/Postal Code:	
					Yes No
1.	Do you have one or more LinkedIn)?	websites or accounts on publicly	y available social media platfo	orms (including, but not limited to, Twitter, Facebook a	and o C
	If a website address serves addresses for all of the other available social media platfo	s as a portal through which to acc er information. You may need to	cess other information you had list more than one portal addr re content. Do not provide the	publicly available social media platforms on Section 1.1. over published on the web, you may list the portal without ress. Do not provide the addresses of websites or accounts individual electronic mail (e-mail) addresses of employees	listing s on publicly
J.		_		are an <i>exempt reporting adviser</i> , you must provide the c	contact
	information for your Chief Name:	Compliance Officer, if you have	one. If not, you must comple  Other titles, if any:	te Item 1.K. below.	
	Telephone number:		Facsimile number, if	anv.	
	Number and Street 1:		Number and Street 2	-	
	City:	State:	Country:	ZIP+4/Postal Code:	
	ong.	otato.	oodmay.	Zii i i i i i i i i i i i i i i i i i i	
	(2) If your Chief Complian	npany Act of 1940 that you advi	nployed by any <i>person</i> other t	han you, a <i>related person</i> or an investment company reance officer services to you, provide the <i>person's</i> name	-
	IRS Employer Identification	n Number:			
K.	•	tact Person: If a person other t may provide that information he	•	ficer is authorized to receive information and respond	to questions
	Name:		Titles:		
	Telephone number:		Facsimile number, if a	any:	
	Number and Street 1:		Number and Street 2	:	
	City:	State:	Country:	ZIP+4/Postal Code:	
	Electronic mail (e-mail) a	ddress, if contact person has on	e:		
L.	•	all of the books and records you our <i>principal office and place of bu</i>	•	Section 204 of the Advisers Act, or similar state law,	Yes No
	If "yes," complete Section	1.L. of Schedule D.			Yes No
M.	Are you registered with a	foreign financial regulatory autho	ority?		© 0
	•	registered with a foreign financia s," complete Section 1.M. of Sche		you have an affiliate that is registered with a foreign finar	ncial
					Yes No
N.	Are you a public reporting	company under Sections 12 or	15(d) of the Securities Excha	nge Act of 1934?	0 0
					Yes No
Ο.	•	more in assets on the last day imate amount of your assets:  \$10 billion	of your most recent fiscal yea	ar?	○ ◎

C \$50 billion or more			
	"assets" refers to your total assets, alance sheet for your most recent fis	_	nage on behalf of clients. Determine your total assets usin
P. Provide your <i>Legal Entity Ident</i> 549300NNJKVSO48I3G76	<i>ifier</i> if you have one:		
A legal entity identifier is a uniq identifier.	ue number that companies use to i	dentify each other in the financ	cial marketplace. You may not have a legal entity
SECTION 1.B. Other Business Nan	nes		
	N	o Information Filed	
SECTION 1.F. Other Offices			
You must complete a separate Sch		on. If you are applying for SEC	ess, at which you conduct investment advisory business. registration, if you are registered only with the SEC, or femployees).
Number and Street 1: 80 FIELD POINT ROAD		Number and Street 2:	
City: GREENWICH	State: Connecticut	Country: United States	ZIP+4/Postal Code: 06830
If this address is a private residen	ce, check this box:		
Telephone Number: 212-756-3300	Facsimile Number, if	any:	
	ed to be registered with FINRA or a ce Registration Form (Form BR), ple	_	oranch office location for a broker-dealer or investment umber here:
How many <i>employees</i> perform inve	estment advisory functions from this	s office location?	
Are other business activities condu  (1) Broker-dealer (registered or	ucted at this office location? (check	all that apply)	
	identifiable department or division	of a bank)	
(3) Insurance broker or agent	commodity trading advisor (wheth	er registered or evemnt from r	egistration)
(5) Registered municipal advisor		or registered or exempt from	egistration)
(6) Accountant or accounting firm	m		
(7) Lawyer or law firm			
Describe any other investment-rela	ated business activities conducted fr	rom this office location:	
SECTION 1.I. Website Addresses			
			forms where you control the content (including, but no I. for each website or account on a publicly available
Address of Website/Account on Pul	blicly Available Social Media Platforr	m: HTTPS://WWW.FIRSTMANH	HATTAN.COM
Address of Website/Account on Pul	blicly Available Social Media Platforr	n: https://www.linkedin.com	/company/firstmanhattanco

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m C}$  \$10 billion to less than \$50 billion

CECTION 4.1. I and the set of Barbara and Barbara			
SECTION 1.L. Location of Books and Records			
Complete the following information for each lomust complete a separate Schedule D, Section		ur books and records, othe	r than your <i>principal office and place of business</i> . You
Name of entity where books and records are R GLOBAL RELAY	kept:		
Number and Street 1: 220 CAMBIE STREET		Number and Street 2: 2ND FLOOR	
City: VANCOUVER	State:	Country: Canada	ZIP+4/Postal Code: V6B-2M9
If this address is a private residence, check th	is box:		
Telephone Number: 8664846630	Facsimile number, 6046082941	if any:	
This is (check one):  O one of your branch offices or affiliates.			
a third-party unaffiliated recordkeeper.			
O other.			
Briefly describe the books and records kept at EMAIL ARCHIVING	this location.		
Name of entity where books and records are RIRON MOUNTAIN	kept:		
Number and Street 1: 745 ATLANTIC AVENUE		Number and Street 2	2:
City: BOSTON	State: Massachusetts	Country: United States	ZIP+4/Postal Code: 02111
If this address is a private residence, check th	is box:		
Telephone Number: 800-935-6966	Facsimile number, if any:		
This is (check one):  O one of your branch offices or affiliates.			
a third-party unaffiliated recordkeeper.			
other.			
Briefly describe the books and records kept at OFFSITE WAREHOUSING OF VARIOUS DOCUME			
SECTION 1.M. Registration with Foreign Fina	ncial Regulatory Authorities		
List the name and country, in English, of each Section 1.M. for each <i>foreign financial regulator</i>			registered. You must complete a separate Schedule D
Name of Country/Foreign Financial Regulatory A	Authority:		

Canada - Alberta Securities Commission

Other:

			ntry/Foreign Financial Regulatory Authority: ish Columbia Securities Commission
Oth	er:		
	ada		ntry/Foreign Financial Regulatory Authority: tario Securities Commission
	ada		ntry/ <i>Foreign Financial Regulatory Authority</i> : ebec, Financial Markets Authority
l tem	2 S	EC Re	egistration/Reporting
SEC	regi	strati	this Item help us (and you) determine whether you are eligible to register with the SEC. Complete this Item 2.A. only if you are applying for on or submitting an annual updating amendment to your SEC registration. If you are filing an umbrella registration, the information in Item 2 vided for the filing adviser only.
	ann prov	<i>ual up</i> ⁄ides	er (or remain registered) with the SEC, you must check <b>at least one</b> of the Items 2.A.(1) through 2.A.(12), below. If you are submitting an odating amendment to your SEC registration and you are no longer eligible to register with the SEC, check Item 2.A.(13). Part 1A Instruction 2 information to help you determine whether you may affirmatively respond to each of these items.  adviser):
	<b>V</b>	·	
	· ·	(1)	are a large advisory firm that either:
			(a) has regulatory assets under management of \$100 million (in U.S. dollars) or more; or
			(b) has regulatory assets under management of \$90 million (in U.S. dollars) or more at the time of filing its most recent annual updating amendment and is registered with the SEC;
		(2)	are a <b>mid-sized advisory firm</b> that has regulatory assets under management of \$25 million (in U.S. dollars) or more but less than \$100 million (in U.S. dollars) and you are either:
			(a) not required to be registered as an adviser with the state securities authority of the state where you maintain your principal office and place of business; or
			(b) not subject to examination by the state securities authority of the state where you maintain your principal office and place of business;
			Click <b>HERE</b> for a list of states in which an investment adviser, if registered, would not be subject to examination by the state securities authority.
		(3)	Reserved
		(4)	have your principal office and place of business outside the United States;
	V	(5)	are an investment adviser (or subadviser) to an investment company registered under the Investment Company Act of 1940;
		(6)	are an investment adviser to a company which has elected to be a business development company pursuant to section 54 of the Investment Company Act of 1940 and has not withdrawn the election, and you have at least \$25 million of regulatory assets under management;
		(7)	are a <b>pension consultant</b> with respect to assets of plans having an aggregate value of at least \$200,000,000 that qualifies for the exemption in rule 203A-2(a);
		(8)	are a <b>related adviser</b> under rule 203A-2(b) that <i>controls</i> , is <i>controlled</i> by, or is under common <i>control</i> with, an investment adviser that is registered with the SEC, and your <i>principal office and place of business</i> is the same as the registered adviser;
			If you check this box, complete Section 2.A. (8) of Schedule D.
		(9)	are an adviser relying on rule 203A-2(c) because you expect to be eligible for SEC registration within 120 days;
			If you check this box, complete Section 2.A. (9) of Schedule D.
		(10)	are a multi-state adviser that is required to register in 15 or more states and is relying on rule 203A-2(d);
			If you check this box, complete Section 2.A. (10) of Schedule D.
		(11)	are an Internet adviser relying on rule 203A-2(e);
		(12)	have received an SEC order exempting you from the prohibition against registration with the SEC;

If you check this box, complete Section 2.A. (12) of Schedule D.

	(13) are <b>no longer eligible</b> to re	emain registered with the SEC.					
Stat	State Sequenties Authority Nation Filings and State Deporting by Evenent Deporting Advisors						
C.	Under state laws, SEC-registered advisers may be required to provide to <i>state securities authorities</i> a copy of the Form ADV and any amendments they file with the SEC. These are called <i>notice filings</i> . In addition, <i>exempt reporting advisers</i> may be required to provide <i>state securities authorities</i> with a copy of reports and any amendments they file with the SEC. If this is an initial application or report, check the box(es) next to the state(s) that you would like to receive notice of this and all subsequent filings or reports you submit to the SEC. If this is an amendment to direct your <i>notice filings</i> or reports to additional state(s), check the box(es) next to the state(s) that you would like to receive notice of this and all subsequent filings or reports you submit to the SEC. If this is an amendment to your registration to stop your <i>notice filings</i> or reports from going to state(s) that currently receive them, uncheck the box(es) next to those state(s).						
	Jurisdictions						
	<b>☑</b> AL	<b>☑</b> IL	<b>☑</b> NE	<b>☑</b> SC			
	✓ AK	☑ IN	✓ NV	✓ SD			
	✓ AZ	✓ IA	☑ NH	✓ TN			
	✓ AR	₩ KS	₩ NJ	✓ TX			
	☑ CA	<b>☑</b> KY	₩ NM	₩ UT			
	☑ CO	E LA	₩ NY	₩ VT			
	☑ CT		III				
		<b>☑</b> ME	<b>☑</b> NC	□ VI			
	<b>☑</b> DE	<b>☑</b> MD	<b>☑</b> ND	<b>☑</b> VA			
	<b>☑</b> DC	<b>☑</b> MA	<b>☑</b> OH	₩ WA			
	<b>☑</b> FL	<u></u> MI	<b>☑</b> 0K	<b>☑</b> w∨			
	<b>☑</b> GA	MN	<b>☑</b> OR	<u></u> wı			
	□ GU	MS MS	<b>☑</b> PA	□ wy			
	<u></u> HI	МО МО	□ PR				
	<b>☑</b> ID	<b>☑</b> MT	<b>☑</b> RI				
SECT		for the coming year, your amendment i	must be filed before the end of the year (I	December 31).			
If yo with prov Nam	ION 2.A.(8) Related Adviser u are relying on the exemption in rul	e 203A-2(b) from the prohibition on rered with the SEC and your <i>principal o</i>		trolled by, or are under common control			
If yo with prov  Nam  CRD  SEC	ION 2.A.(8) Related Adviser  u are relying on the exemption in rul an investment adviser that is registe ide the following information:  e of Registered Investment Adviser  Number of Registered Investment Acc	e 203A-2(b) from the prohibition on rered with the SEC and your <i>principal o</i>	egistration because you <i>control</i> , are <i>con</i>	trolled by, or are under common control			
If yo with prov  Nam  CRD  SEC  -  SECT  If yo within deen  I re	ION 2.A.(8) Related Adviser  u are relying on the exemption in rul an investment adviser that is registe ide the following information:  e of Registered Investment Adviser  Number of Registered Investment Adviser  Number of Registered Investment Adviser  Number of Registered Investment Adviser  u are relying on rule 203A-2(c), the end 120 days, you are required to make the ned to have made the required representation of the segister with the SEC within 120 days	e 203A-2(b) from the prohibition on recred with the SEC and your principal of diviser  Aviser  Pecting to be Eligible for Commission exemption from the prohibition on regree certain representations about your esentations. You must make both of the registered with the SEC or a state section after the date my registration with the stration if, on the 120th day after my	egistration because you control, are confice and place of business is the same as on Registration within 120 Days istration available to an adviser that exeligibility for SEC registration. By check hese representations: surities authority and I have a reasonable SEC becomes effective.	pects to be eligible for SEC registration ting the appropriate boxes, you will be			
If yo with prov  Nam  CRD  SECT  If yo within deen  I ref I 2	ION 2.A.(8) Related Adviser  u are relying on the exemption in rul an investment adviser that is registe ide the following information:  e of Registered Investment Adviser  Number of Registered Investment Adviser  Number of Registered Investment Adviser  Number of Registered Investment Adviser  ION 2.A.(9) Investment Adviser Ex  u are relying on rule 203A-2(c), the ex  n 120 days, you are required to make ned to have made the required represam not registered or required to be egister with the SEC within 120 days  undertake to withdraw from SEC reg  03A(a) of the Advisers Act from regis	e 203A-2(b) from the prohibition on recred with the SEC and your principal of diviser  Aviser  Pecting to be Eligible for Commission exemption from the prohibition on regree certain representations about your esentations. You must make both of the registered with the SEC or a state section after the date my registration with the stration if, on the 120th day after my	egistration because you control, are confice and place of business is the same as on Registration within 120 Days istration available to an adviser that exeligibility for SEC registration. By check hese representations: surities authority and I have a reasonable SEC becomes effective.	pects to be eligible for SEC registration ling the appropriate boxes, you will be the expectation that I will be eligible to			
If yo with prov  Nam  CRD  SECT  If yo within deen  I   2  SECT  If yo	ION 2.A.(8) Related Adviser  u are relying on the exemption in rul an investment adviser that is registe ide the following information:  e of Registered Investment Adviser  Number of Registered Investment Adviser  Number of Registered Investment Adviser  Number of Registered Investment Adviser  EXAMPLE ADVISED INVESTMENT ADVISED INVES	e 203A-2(b) from the prohibition on recred with the SEC and your principal of diviser    viser	egistration because you control, are conffice and place of business is the same as on Registration within 120 Days istration available to an adviser that exeligibility for SEC registration. By check hese representations: curities authority and I have a reasonable seconds effective.	pects to be eligible for SEC registration ting the appropriate boxes, you will be expectation that I will be eligible to ective, I would be prohibited by Section equired to make certain representations			
If yo with prov  Nam  CRD  SECT  If yo within deen  I I 2  SECT  If yo about  If yo about  If yo are in	ION 2.A.(8) Related Adviser  u are relying on the exemption in rul an investment adviser that is registe ide the following information:  e of Registered Investment Adviser  Number of Registered Investment Adviser  Number of Registered Investment Adviser  Number of Registered Investment Adviser Ex u are relying on rule 203A-2(c), the ex ned to have made the required to make ned to have made the required representation and registered or required to be egister with the SEC within 120 days undertake to withdraw from SEC register with the Advisers Act from regis  ION 2.A.(10) Multi-State Adviser u are relying on rule 203A-2(d), the rule of the Adviser and the required representation and the reviewed the applicable state and the receiver with the state section of the register of	e 203A-2(b) from the prohibition on recred with the SEC and your principal of diviser  diviser  pecting to be Eligible for Commission exemption from the prohibition on regular certain representations about your esentations. You must make both of the registered with the SEC or a state sect after the date my registration with the istration if, on the 120th day after my tering with the SEC.  multi-state adviser exemption from the By checking the appropriate boxes, you and federal laws and have concluded unities authorities in those states.	egistration because you control, are confice and place of business is the same as on Registration within 120 Days istration available to an adviser that exeligibility for SEC registration. By check hese representations: curities authority and I have a reasonable SEC becomes effective.	pects to be eligible for SEC registration ting the appropriate boxes, you will be the expectation that I will be eligible to ective, I would be prohibited by Section equired to make certain representations equired representations.  Ons:  more states to register as an			

Within 90 days prior to the date of filing this amendment, I have reviewed the applicable state and federal laws and have concluded that I am requi by the laws of at least 15 states to register as an investment adviser with the <i>state securities authorities</i> in those states.	red
SECTION 2.A.(12) SEC Exemptive <i>Order</i>	
If you are relying upon an SEC <i>order</i> exempting you from the prohibition on registration, provide the following information:	
Application Number:	
803-	
Date of <i>order</i> :	
Item 3 Form of Organization	
If you are filing an umbrella registration, the information in Item 3 should be provided for the filing adviser only.	
A. How are you organized?	
O Corporation	
O Sole Proprietorship	
C Limited Liability Partnership (LLP)	
O Partnership	
C Limited Partnership (LP)	
Other (specify):	
If you are changing your response to this Item, see Part 1A Instruction 4.	
B. In what month does your fiscal year end each year?  DECEMBER	
C. Under the laws of what state or country are you organized?  State Country	
Delaware United States	
If you are a partnership, provide the name of the state or country under whose laws your partnership was formed. If you are a sole proprietor, provide the name of the state or country where you reside.	ı
If you are changing your response to this Item, see Part 1A Instruction 4.	
Item 4 Successions	
Ye	s No
A. Are you, at the time of this filing, succeeding to the business of a registered investment adviser, including, for example, a change of your structure or legal status (e.g., form of organization or state of incorporation)?	•
If "yes", complete Item 4.B. and Section 4 of Schedule D.	
B. Date of Succession: (MM/DD/YYYY)	
If you have already reported this succession on a previous Form ADV filing, do not report the succession again. Instead, check "No." See Part 1A Instructi	on 4.
SECTION 4 Successions	
No Information Filed	
Item 5 Information About Your Advisory Business - Employees, Clients, and Compensation	
Responses to this Item help us understand your business, assist us in preparing for on-site examinations, and provide us with data we use when making regulatory policy. Part 1A Instruction 5.a. provides additional guidance to newly formed advisers for completing this Item 5.	ng

#### **Employees**

If you are organized as a sole proprietorship, include yourself as an employee in your responses to Item 5.A. and Items 5.B.(1), (2), (3), (4), and (5). If an employee performs more than one function, you should count that employee in each of your responses to Items 5.B.(1), (2), (3), (4), and (5).

A. Approximately how many employees do you have? Include full- and part-time employees but do not include any clerical workers.

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- B. (1) Approximately how many of the *employees* reported in 5.A. perform investment advisory functions (including research)?
  - (2) Approximately how many of the *employees* reported in 5.A. are registered representatives of a broker-dealer? 91
  - (3) Approximately how many of the *employees* reported in 5.A. are registered with one or more *state securities authorities* as *investment adviser representatives*?

    45
  - (4) Approximately how many of the *employees* reported in 5.A. are registered with one or more *state securities authorities* as *investment adviser representatives* for an investment adviser other than you?
  - (5) Approximately how many of the *employees* reported in 5.A. are licensed agents of an insurance company or agency?

    0
  - (6) Approximately how many firms or other *persons* solicit advisory *clients* on your behalf?
    0

In your response to Item 5.B. (6), do not count any of your employees **and count a firm only once – do not count each of the firm's** employees that solicit on your behalf.

### Clients

In your responses to Items 5.C. and 5.D. do not include as "clients" the investors in a private fund you advise, unless you have a separate advisory relationship with those investors.

- C. (1) To approximately how many *clients* for whom you do not have regulatory assets under management did you provide investment advisory services during your most recently completed fiscal year?
  - (2) Approximately what percentage of your *clients* are non-*United States persons*? 2%
- D. For purposes of this Item 5.D., the category "individuals" includes trusts, estates, and 401(k) plans and IRAs of individuals and their family members, but does not include businesses organized as sole proprietorships.

The category "business development companies" consists of companies that have made an election pursuant to section 54 of the Investment Company Act of 1940. Unless you provide advisory services pursuant to an investment advisory contract to an investment company registered under the Investment Company Act of 1940, do not answer (1)(d) or (3)(d) below.

Indicate the approximate number of your *clients* and amount of your total regulatory assets under management (reported in Item 5.F. below) attributable to each of the following type of *client*. If you have fewer than 5 *clients* in a particular category (other than (d), (e), and (f)) you may check Item 5.D.(2) rather than respond to Item 5.D.(1).

The aggregate amount of regulatory assets under management reported in Item 5.D.(3) should equal the total amount of regulatory assets under management reported in Item 5.F.(2)(c) below.

If a *client* fits into more than one category, select one category that most accurately represents the *client* to avoid double counting *clients* and assets. If you advise a registered investment company, business development company, or pooled investment vehicle, report those assets in categories (d), (e), and (f) as applicable.

Type of <i>Client</i>	(1) Number of Client(s)	(2) Fewer than 5 Clients	(3) Amount of Regulatory Assets under Management
(a) Individuals (other than high net worth individuals)	1815		\$ 556,739,035
(b) High net worth individuals	3273		\$ 25,530,576,954
(c) Banking or thrift institutions			\$
(d) Investment companies	1		\$ O
(e) Business development companies			\$
(f) Pooled investment vehicles (other than investment companies and business development companies)	14		\$ 1,493,383,506
(g) Pension and profit sharing plans (but not the plan participants or government pension plans)	106		\$ 1,250,360,633

(h) Charitable organizations		99		\$ 1,022,172,924
(i) State or municipal government entitie plans)	s (including government pension			\$
(j) Other investment advisers				\$
(k) Insurance companies			₽	\$ O
(I) Sovereign wealth funds and foreign of	fficial institutions			\$
(m) Corporations or other businesses n				\$
(n) Other:				\$
Compensation Arrangements				
<ol> <li>You are compensated for your investmen</li> </ol>	t advisory services by (check all tha	it apply):		
(1) A percentage of assets under	your management			
(2) Hourly charges				
(3) Subscription fees (for a newsle (4) Fixed fees (other than subscription fees (5)	•			
(4) Fixed rees (other than subscrip	otion rees)			
(6) Performance-based fees				
(7) Other (specify):				
tem 5 Information About Your Advisory Bu	sinass - Pagulatory Assats Lindar N	//anagement		
Regulatory Assets Under Management	Siness - Regulatory Assets Officer 1	viariagement		
				Yes I
(1) Do you provide continuous and regul	ar supervisory or management serv	vices to securities	portfolios?	•
(2) If yes, what is the amount of your re	gulatory assets under managemen	t and total numbe	r of accounts?	
	U.S. Dollar Amount		Total Number	of Accounts
Discretionary:	(a) \$ 29,853,233,052		(d) 5,308	
Non-Discretionary:	(b) \$ O		(e) 0	
Total:	(c) \$ 29,853,233,052		(f) 5,308	
<ul><li>(3) What is the approximate amount of y are non-United States persons?</li><li>\$ 954,568,007</li></ul>	G ,		,,,,	,
tem 5 Information About Your Advisory Bu	siness - Advisory Activities			
Advisory Activities				
G. What type(s) of advisory services do you	provide? Check all that apply.			
☐ (1) Financial planning services ☐ (2) Portfolio management for indi	/iduals and/or small businesses			
	stment companies (as well as "bus	iness developmen	t companies" that hav	re made an election pursuant to
section 54 of the Investment (				
-	ed investment vehicles (other than nesses (other than small businesse	·		gistered investment companies and
other pooled investment vehic		3) or matitudional	chemis (other than reg	gistered investment companies and
(6) Pension consulting services				
(7) Selection of other advisers (inc (8) Publication of periodicals or ne				
<ul> <li>□ (8) Publication of periodicals or ne</li> <li>□ (9) Security ratings or pricing serv</li> </ul>				
(10) Market timing services				
(11) Educational seminars/worksho	pps			
(12) Other(specify):				
Do not check Item 5.G.(3) unless you pro Investment Company Act of 1940, includir investment companies to which you provid	ng as a subadviser. If you check Item	5.G.(3), report the	•	
H. If you provide financial planning services	, to how many <i>client</i> s did you provid	de these services o	during your last fiscal	year?
O 1 - 10				
O 11 - 25				
C 26 - 50				
o 51 - 100				

	More than 500 If more than 500, how many?		
	(round to the nearest 500)		
	In your responses to this Item 5.H., do not include as "clients" the investors in a private fund you advise, unless you have a separate advisory relat with those investors.	tionship	)
I.	(1) Do you participate in a wrap fee program?	Yes	No ⊙
	(2) If you participate in a wrap fee program, what is the amount of your regulatory assets under management attributable to acting as:		
	(a) sponsor to a wrap fee program \$		
	(b) portfolio manager for a <i>wrap fee program</i> ?		
	(c) <i>sponsor</i> to and portfolio manager for the same <i>wrap fee program</i> ?  \$		
	If you report an amount in Item 5.1.(2)(c), do not report that amount in Item 5.1.(2)(a) or Item 5.1.(2)(b).		
	If you are a portfolio manager for a wrap fee program, list the names of the programs, their sponsors and related information in Section 5.1.(2) of Sc.	hedule	D.
	If your involvement in a wrap fee program is limited to recommending wrap fee programs to your clients, or you advise a mutual fund that is offered wrap fee program, do not check Item 5.1.(1) or enter any amounts in response to Item 5.1.(2).	throug	ıh a
	(4) In many to the set (4) of Fame ADV do not be discharged in the set of the	Yes	
J.	(1) In response to Item 4.B. of Part 2A of Form ADV, do you indicate that you provide investment advice only with respect to limited types of investments?	0	•
	(2) Do you report <i>client</i> assets in Item 4.E. of Part 2A that are computed using a different method than the method used to compute your regulatory assets under management?	0	•
K.	Separately Managed Account Clients	Yes	No
	(1) Do you have regulatory assets under management attributable to <i>clients</i> other than those listed in Item 5.D.(3)(d)-(f) (separately managed account <i>clients</i> )?	•	0
	If yes, complete Section 5.K.(1) of Schedule D.		
	(2) Do you engage in borrowing transactions on behalf of any of the separately managed account clients that you advise?	0	•
	If yes, complete Section 5.K.(2) of Schedule D.		
	(3) Do you engage in derivative transactions on behalf of any of the separately managed account clients that you advise?	0	•
	If yes, complete Section 5.K.(2) of Schedule D.		
	(4) After subtracting the amounts in Item 5.D.(3)(d)-(f) above from your total regulatory assets under management, does any custodian hold ten percent or more of this remaining amount of regulatory assets under management?	•	0
	If yes, complete Section 5.K.(3) of Schedule D for each custodian.		
L.	Marketing Activities	Vaa	Nie
	(1) Do any of your advertisements include:	Yes	NO
	(a) Performance results?	0	0
	(b) A reference to specific investment advice provided by you (as that phrase is used in rule 206(4)-1(a)(5))?	0	0
	(c) Testimonials (other than those that satisfy rule 206(4)-1(b)(4)(ii))?	0	0
	(d) Endorsements (other than those that satisfy rule 206(4)-1(b)(4)(ii))?	0	0
	(e) Third-party ratings?	0	0

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(2) If you answer "yes" to L(1)(c), (d), or (e) above, do you pay or otherwise provide cash or non-cash compensation, directly or indirectly, in connection with the use of <i>testimonials</i> , <i>endorsements</i> , or <i>third-party ratings</i> ?	0	0
(3) Do any of your advertisements include hypothetical performance?	0	0
(4) Do any of your advertisements include predecessor performance?	0	0

#### SECTION 5.G.(3) Advisers to Registered Investment Companies and Business Development Companies

If you check Item 5.G.(3), what is the SEC file number (811 or 814 number) of each of the registered investment companies and business development companies to which you act as an adviser pursuant to an advisory contract? You must complete a separate Schedule D Section 5.G.(3) for each registered investment company and business development company to which you act as an adviser.

SEC File Number 811 - 23066

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series thereof) or business development company that you advise.

No Information Filed

#### SECTION 5.1.(2) Wrap Fee Programs

No Information Filed

#### **SECTION 5.K.(1) Separately Managed Accounts**

After subtracting the amounts reported in Item 5.D.(3)(d)-(f) from your total regulatory assets under management, indicate the approximate percentage of this remaining amount attributable to each of the following categories of assets. If the remaining amount is at least \$10 billion in regulatory assets under management, complete Question (a). If the remaining amount is less than \$10 billion in regulatory assets under management, complete Question (b).

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

If you are a subadviser to a separately managed account, you should only provide information with respect to the portion of the account that you subadvise.

End of year refers to the date used to calculate your regulatory assets under management for purposes of your *annual updating amendment*. Mid-year is the date six months before the end of year date. Each column should add up to 100% and numbers should be rounded to the nearest percent.

Investments in derivatives, registered investment companies, business development companies, and pooled investment vehicles should be reported in those categories. Do not report those investments based on related or underlying portfolio assets. Cash equivalents include bank deposits, certificates of deposit, bankers' acceptances and similar bank instruments.

Some assets could be classified into more than one category or require discretion about which category applies. You may use your own internal methodologies and the conventions of your service providers in determining how to categorize assets, so long as the methodologies or conventions are consistently applied and consistent with information you report internally and to current and prospective clients. However, you should not double count assets, and your responses must be consistent with any instructions or other guidance relating to this Section.

Asse	et Type	Mid-year	End of year
(i)	Exchange-Traded Equity Securities	86 %	88 %
(ii)	Non Exchange-Traded Equity Securities	0 %	0 %
(iii)	U.S. Government/Agency Bonds	0 %	0 %
(iv)	U.S. State and Local Bonds	5 %	4 %
(v)	Sovereign Bonds	0 %	0 %
(vi)	Investment Grade Corporate Bonds	1 %	1 %
(vii)	Non-Investment Grade Corporate Bonds	0 %	0 %
(viii)	Derivatives	0 %	0 %
(ix)	Securities Issued by Registered Investment Companies or Business Development Companies	1 %	1 %
(x)	Securities Issued by Pooled Investment Vehicles (other than Registered Investment Companies or Business Development Companies)	0 %	0 %
(xi)	Cash and Cash Equivalents	7 %	6 %
(xii)	Other	0 %	0 %

Asse	et Type	End of year
(i)	Exchange-Traded Equity Securities	%
(ii)	Non Exchange-Traded Equity Securities	%
(iii)	U.S. Government/Agency Bonds	%
(iv)	U.S. State and Local Bonds	%
(v)	Sovereign Bonds	%
(vi)	Investment Grade Corporate Bonds	%
(vii)	Non-Investment Grade Corporate Bonds	%
(viii)	Derivatives	%
(ix)	Securities Issued by Registered Investment Companies or Business Development Companies	%
(x)	Securities Issued by Pooled Investment Vehicles (other than Registered Investment Companies or Business Development Companies)	%
(xi)	Cash and Cash Equivalents	%
(xii)	Other	%

Generally describe any assets included in "Other"

#### SECTION 5.K.(2) Separately Managed Accounts - Use of Borrowingsand Derivatives

☑ No information is required to be reported in this Section 5.K.(2) per the instructions of this Section 5.K.(2)

If your regulatory assets under management attributable to separately managed accounts are at least \$10 billion, you should complete Question (a). If your regulatory assets under management attributable to separately managed accounts are at least \$500 million but less than \$10 billion, you should complete Question (b).

(a) In the table below, provide the following information regarding the separately managed accounts you advise. If you are a subadviser to a separately managed account, you should only provide information with respect to the portion of the account that you subadvise. End of year refers to the date used to calculate your regulatory assets under management for purposes of your *annual updating amendment*. Mid-year is the date six months before the end of year date.

In column 1, indicate the regulatory assets under management attributable to separately managed accounts associated with each level of gross notional exposure. For purposes of this table, the gross notional exposure of an account is the percentage obtained by dividing (i) the sum of (a) the dollar amount of any *borrowings* and (b) the *gross notional value* of all derivatives, by (ii) the regulatory assets under management of the account.

In column 2, provide the dollar amount of borrowings for the accounts included in column 1.

In column 3, provide aggregate *gross notional value* of derivatives divided by the aggregate regulatory assets under management of the accounts included in column 1 with respect to each category of derivatives specified in 3(a) through (f).

You may, but are not required to, complete the table with respect to any separately managed account with regulatory assets under management of less than \$10,000,000.

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

### (i) Mid-Year

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) Borrowings		(3)	Derivative E	xposures		
			(a) Interest Rate Derivative	(b) Foreign Exchange Derivative	(c) Credit Derivative	(d) Equity Derivative	(e) Commodity Derivative	(f) Other Derivative
Less than 10%	\$	\$	%	%	%	%	%	%
10-149%	\$	\$	%	%	%	%	%	%
150% or more	\$	\$	%	%	%	%	%	%

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are used in the management of the separately managed accounts that you advise.

Gross Notional (1) Regulatory Assets (2) Exposure Under Management Borrowings (3) Derivation					Derivative E	Derivative Exposures					
			(a) Interest Rate Derivative	(b) Foreign Exchange Derivative	(c) Credit Derivative	(d) Equity Derivative	(e) Commodity Derivative	(f) Other Derivative			
Less than 10%	\$	\$	%	%	%	%	%	%			
10-149%	\$	\$	%	%	%	%	%	%			
150% or more	\$	\$	%	%	%	%	%	%			

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are used in the management of the separately managed accounts that you advise.

(b) In the table below, provide the following information regarding the separately managed accounts you advise as of the date used to calculate your regulatory assets under management for purposes of your *annual updating amendment*. If you are a subadviser to a separately managed account, you should only provide information with respect to the portion of the account that you subadvise.

In column 1, indicate the regulatory assets under management attributable to separately managed accounts associated with each level of gross notional exposure. For purposes of this table, the gross notional exposure of an account is the percentage obtained by dividing (i) the sum of (a) the dollar amount of any *borrowings* and (b) the *gross notional value* of all derivatives, by (ii) the regulatory assets under management of the account.

In column 2, provide the dollar amount of borrowings for the accounts included in column 1.

You may, but are not required to, complete the table with respect to any separately managed accounts with regulatory assets under management of less than \$10,000,000.

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) Borrowings
Less than 10%	\$	\$
10-149%	\$	\$
150% or more	\$	\$

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are used in the management of the separately managed accounts that you advise.

# SECTION 5.K.(3) Custodians for Separately Managed Accounts

Complete a separate Schedule D Section 5.K.(3) for each custodian	n that holds ter	n percent or	more of y	your a	aggregate separ	ately r	managed	account
regulatory assets under management.								

(a) Legal name of custodian:

PERSHING LLC

(b) Primary business name of custodian:

PERSHING LLC

(c) The location(s) of the custodian's office(s) responsible for *custody* of the assets :

City:

State:

Country:

JERSEY CITY

New Jersey

United States

Yes No

(d) Is the custodian a *related person* of your firm?

 $\circ$ 

(e) If the custodian is a broker-dealer, provide its SEC registration number (if any)

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- (f) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its *legal entity identifier* (if any)
- (g) What amount of your regulatory assets under management attributable to separately managed accounts is held at the custodian? \$27,200,000

### Item 6 Other Business Activities

In this Item, we request information about your firm's other business activities.

A. You are actively engaged in business as a (check all that apply):

		<ul> <li>(1) broker-dealer (registered or unregistered)</li> <li>(2) registered representative of a broker-dealer</li> <li>(3) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)</li> <li>(4) futures commission merchant</li> <li>(5) real estate broker, dealer, or agent</li> <li>(6) insurance broker or agent</li> <li>(7) bank (including a separately identifiable department or division of a bank)</li> <li>(8) trust company</li> <li>(9) registered municipal advisor</li> <li>(10) registered security-based swap dealer</li> <li>(11) major security-based swap participant</li> <li>(12) accountant or accounting firm</li> <li>(13) lawyer or law firm</li> <li>(14) other financial product salesperson (specify):</li> </ul>	
	If yo	ou engage in other business using a name that is different from the names reported in Items 1.A. or 1.B.(1), complete Section 6.A. of Schedule D.	es No
B.	(1)		0 0
	(2)	If yes, is this other business your primary business?  If "yes," describe this other business on Section 6.B.(2) of Schedule D, and if you engage in this business under a different name, provide that name.	0 0
			es No
	(3)	Do you sell products or provide services other than investment advice to your advisory clients?	⊙ ⊙
		If "yes," describe this other business on Section 6.B.(3) of Schedule D, and if you engage in this business under a different name, provide that name	ne.
SEC	TION	I 6.A. Names of Your Other Businesses	
		No Information Filed	
SEC	TION	I 6.B.(2) Description of Primary Business	
		e your primary business (not your investment advisory business):  ngage in that business under a different name, provide that name:	
SEC	TION	I 6.B.(3) Description of Other Products and Services	
		e other products or services you sell to your <i>client</i> . You may omit products and services that you listed in Section 6.B.(2) above.	
If y	ou er	ngage in that business under a different name, provide that name:	
Iten	n 7 F	inancial Industry Affiliations	
		em, we request information about your financial industry affiliations and activities. This information identifies areas in which conflicts of interest tween you and your <i>clients</i> .	may
A.		s part of Item 7 requires you to provide information about you and your related persons, including foreign affiliates. Your related persons are all cisory affiliates and any person that is under common control with you.	f your
	You	have a related person that is a (check all that apply):	
		<ul> <li>(1) broker-dealer, municipal securities dealer, or government securities broker or dealer (registered or unregistered)</li> <li>(2) other investment adviser (including financial planners)</li> <li>(3) registered municipal advisor</li> <li>(4) registered security-based swap dealer</li> <li>(5) major security-based swap participant</li> <li>(6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)</li> <li>(7) futures commission merchant</li> <li>(8) banking or thrift institution</li> <li>(9) trust company</li> </ul>	
		<ul><li>(10) accountant or accounting firm</li><li>(11) lawyer or law firm</li></ul>	
		(12) insurance company or agency (13) pension consultant	
		<ul><li>(14) real estate broker or dealer</li><li>(15) sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles</li><li>(16) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles</li></ul>	

Note that Item 7.A. should not be used to disclose that some of your employees perform investment advisory functions or are registered representatives of a broker-dealer. The number of your firm's employees who perform investment advisory functions should be disclosed under Item 5.B.(1). The number of your firm's employees who are registered representatives of a broker-dealer should be disclosed under Item 5.B.(2).

Note that if you are filing an umbrella registration, you should not check Item 7.A.(2) with respect to your relying advisers, and you do not have to complete Section 7.A. in Schedule D for your relying advisers. You should complete a Schedule R for each relying adviser.

For each related person, including foreign affiliates that may not be registered or required to be registered in the United States, complete Section 7.A. of Schedule D.

You do not need to complete Section 7.A. of Schedule D for any related person if: (1) you have no business dealings with the related person in connection with advisory services you provide to your clients; (2) you do not conduct shared operations with the related person; (3) you do not refer clients or business to the related person, and the related person does not refer prospective clients or business to you; (4) you do not share supervised persons or premises with the related person; and (5) you have no reason to believe that your relationship with the related person otherwise creates a conflict of interest with your clients.

Number and Street 1:

	You must complete Section 7.A. of Schedule D for each related person acting as qualified custodian in connection with advisory services you provice clients (other than any mutual fund transfer agent pursuant to rule 206(4)-2(b)(1)), regardless of whether you have determined the related person operationally independent under rule 206(4)-2 of the Advisers Act.	9
CE.	OTION 7. A. Financial Industry Affiliations	
SEC	CTION 7.A. Financial Industry Affiliations	
Со	mplete a separate Schedule D Section 7.A. for each <i>related person</i> listed in Item 7.A.	
1.	Legal Name of <i>Related Person</i> : FM REAL ESTATE MANAGEMENT CORPORATION	
2.	Primary Business Name of <i>Related Person</i> : FM REAL ESTATE MANAGEMENT CORPORATION	
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)	
	or Other	
4.	Related Person's  (a) CRD Number (if any):	
	(b) CIK Number(s) (if any):  No Information Filed	
5.	Related Person is: (check all that apply)  (a) □ broker-dealer, municipal securities dealer, or government securities broker or dealer  (b) □ other investment adviser (including financial planners)  (c) □ registered municipal advisor  (d) □ registered security-based swap dealer  (e) □ major security-based swap participant  (f) □ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)  (g) □ futures commission merchant  (h) □ banking or thrift institution  (i) □ trust company  (j) □ accountant or accounting firm  (k) □ lawyer or law firm  (l) □ insurance company or agency  (m) □ pension consultant  (n) □ real estate broker or dealer  (o) □ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles  (p) ▼ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles	Yes N
6.	Do you control or are you controlled by the related person?	© (
7.	Are you and the related person under common control?	0 0
8.	(a) Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0 6
	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	0 0

(c) If you have answered "yes" to question 8.(a) above, provide the location of the related person's office responsible for custody of your clients' assets:

Number and Street 2:

		City: State: Country: ZIP+4/Postal Code:  If this address is a private residence, check this box:		
			es/	No
9.	(a)	If the <i>related person</i> is an investment adviser, is it exempt from registration?	0	0
	(b)	If the answer is yes, under what exemption?		
10.		Is the <i>related person</i> registered with a <i>foreign financial regulatory authority</i> ?  If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is register.	O ed.	•
11.	Do y	No Information Filed rou and the <i>related person</i> share any <i>supervised persons</i> ?	•	0
10	Dow	ou and the <i>related person</i> share the same physical location?		
12.		ou and the related person share the same physical location:	•	_
1.	_	nl Name of <i>Related Person</i> : IT MANHATTAN CO., INCORPORATED		
2.		ary Business Name of <i>Related Person</i> : T MANHATTAN CO., INCORPORATED		
3.	Relat -	ted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Othe	er		
4.		ted Person's  CRD Number (if any):		
	(b)	CIK Number(s) (if any):  No Information Filed		
5.	(a) (b) (c) (d) (e) (f) (g) (h) (i) (j) (k) (l) (m) (n) (o)	broker-dealer, municipal securities dealer, or government securities broker or dealer  other investment adviser (including financial planners)  registered municipal advisor  registered security-based swap dealer  major security-based swap participant  commodity pool operator or commodity trading advisor (whether registered or exempt from registration)  futures commission merchant  banking or thrift institution  trust company  accountant or accounting firm  lawyer or law firm  insurance company or agency  pension consultant  real estate broker or dealer  sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles	/es	No
6.	Do y		<b>⊙</b>	
7.	Are y	you and the <i>related person</i> under common <i>control</i> ?	•	
8.	(a)	Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i> ?	0	•
	(b)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients</i> ' funds or securities that are maintained at the <i>related person</i> ?	_	0
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> Number and Street 1:  City: State: Country: ZIP+4/Postal Code:	isse	ts:
		If this address is a private residence, check this box: $\square$		
9.	(a)	If the <i>related person</i> is an investment adviser, is it exempt from registration?	es.	
· .		If the answer is yes, under what exemption?	0	O

Ο.	(a)	Is the related person registered with a foreign financial regulatory authority?	0	$\odot$
	(b)	If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is register.  No Information Filed	_	~
1.	Do y	you and the related person share any supervised persons?	•	0
2.	Do y	you and the related person share the same physical location?	•	0
	_	al Name of <i>Related Person</i> : ST MANHATTAN SECURITIES LLC		
2.		nary Business Name of <i>Related Person</i> : ST MANHATTAN SECURITIES LLC		
3.	Rela -	ted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Othe			
١.		cred Person's  CRD Number (if any):		
	(b)	CIK Number(s) (if any):  No Information Filed		
<b>.</b>	(a) (b) (c) (d)	ted Person is: (check all that apply)  □ broker-dealer, municipal securities dealer, or government securities broker or dealer  □ other investment adviser (including financial planners)  □ registered municipal advisor  □ registered security-based swap dealer		
	(f) (g)	major security-based swap participant commodity pool operator or commodity trading advisor (whether registered or exempt from registration) futures commission merchant		
	(i)	<ul> <li>□ banking or thrift institution</li> <li>□ trust company</li> <li>□ accountant or accounting firm</li> </ul>		
	(l)	□ lawyer or law firm □ insurance company or agency □ approximate agency		
	` ,	pension consultant real estate broker or dealer		
	` '	sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
	Dow		Yes	
٠.	БО ў	ou control or are you controlled by the related person?	0	⊙
	Are y	you and the <i>related person</i> under common <i>control</i> ?	•	0
١.		Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	$\odot$
	(b)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	0	0
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> Number and Street 1:  City:  State:  Country:  ZIP+4/Postal Code:	asse	ets:
		If this address is a private residence, check this box:	Yes	No
١.	(a)	If the <i>related person</i> is an investment adviser, is it exempt from registration?	_	0
	(b)	If the answer is yes, under what exemption?		
0.	(a)	Is the related person registered with a foreign financial regulatory authority?	•	0
	(b)	If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is register Name of Country/English Name of <i>Foreign Financial Regulatory Authority</i>	ed.	
		Canada - Alberta Securities Commission		
		Canada - British Columbia Securities Commission		
		Canada - Ontario Securities Commission		

Canada - Quebec, F	nancial Markets Authority		
1. Do you and the <i>related pe</i>	rson share any supervised persons?	•	C
2. Do you and the <i>related pe</i>	rson share the same physical location?	•	(
m 7 <i>Private Fund</i> Reportir	g		
Are you an adviser to any $\mu$	rivate fund?	Ye ©	s N
sentence and in Instruction reporting adviser, and anoth 7.B.(1) of Schedule D of its Finstead, complete Section 7.  In either case, if you seek to	preserve the anonymity of a private fund client by maintaining its identity in your books and records in numerical or alpha pursuant to rule 204-2(d), you may identify the private fund in Section 7.B.(1) or 7.B.(2) of Schedule D using the same co	mpt in Secti You mu: abeticai	on st,
CTION 7.B.(1) <i>Private Fu</i> i	nd Reporting		
	Funds per Page: 15 💌 Total Funds: 14		
. PRIVATE FUND			
oformation About the <i>Priv</i> o	ate Fund		
. (a) Name of the <i>private</i>	fund:		
FIRST BIOMED POR	FFOLIO, L.P.		
(b) Private fund identific	ation number:		
(include the "805-"	prefix also)		
805-7084878756			
. Under the laws of what	state or country is the <i>private fund</i> organized:		
State:	Country:		
otato.	Cayman Islands		
	Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	ner, Manager, Trustee, or Director RT GOTTESMAN, ALVARO SPINOLA, DIRECTORS		
FIRST MANHATTAN CO.	CI GOTTESWAN, ALVAKO SETNOLA, DIKLOTOKS		
(b) If filing an <i>umbrella</i>	registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
The <i>private fund</i> (check	all that apply; you must check at least one):		
(1) qualifies for the	exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
$\square$ (2) qualifies for the	exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
	try, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	DS MONETARY AUTHORITY		
STILL STAINING ISLAND			
(a) Is this a "master for	nd" in a master-feeder arrangement?	Yes N	_
	nd" in a master-feeder arrangement?	•	0
	name and private fund identification number (if any) of the feeder funds investing in this private fund?  Private fund identification number		
Name of private fund FIRST BIOMED LIMITED			
LIIVII I LL	1000 0001110110		

Name o	what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? f <i>private fund</i> :		
Private i			
(include	fund identification number: e the "805-" prefix also)		
	must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Secti ter-feeder arrangement or reporting on the funds separately.	on 7.E	3.
	ling a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), funds answer the following questions:	for ea	3
ditional	Feeder Fund Information : 1 Record(s) Filed.		
•	are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.I of the feeder funds answer the following questions:	3.(1),	f
(a)	Name of the private fund:		
	FIRST BIOMED LIMITED		
(b)	Private fund identification number:		
	(include the "805-" prefix also)		
	805-8031146140		
(c)	Under the laws of what state or country is the <i>private fund</i> organized:		
(c)			
(0)	State: Country:		
(C)	State: Country: Cayman Islands		
	·		
	Cayman Islands		
	Cayman Islands  Name(s) of General Partner, Manager, Trustee or Directors (or <i>persons</i> serving in a similar capacity):		
(d) (1)	Cayman Islands  Name(s) of General Partner, Manager, Trustee or Directors (or <i>persons</i> serving in a similar capacity):  Name of General Partner, Manager, Trustee or Director	ınd:	
(d) (1) (d) (2)	Name(s) of General Partner, Manager, Trustee or Directors (or <i>persons</i> serving in a similar capacity):  Name of General Partner, Manager, Trustee or Director  ALVARO SPINOLA, ANDREW ASPEN, AND ROBERT GOTTESMAN, DIRECTORS  If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fo</i> No Information Filed	ınd:	
(d) (1)	Name(s) of General Partner, Manager, Trustee or Directors (or <i>persons</i> serving in a similar capacity):  Name of General Partner, Manager, Trustee or Director  ALVARO SPINOLA, ANDREW ASPEN, AND ROBERT GOTTESMAN, DIRECTORS  If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private for</i>		
(d) (1) (d) (2)	Name(s) of General Partner, Manager, Trustee or Directors (or <i>persons</i> serving in a similar capacity):  Name of General Partner, Manager, Trustee or Director  ALVARO SPINOLA, ANDREW ASPEN, AND ROBERT GOTTESMAN, DIRECTORS  If filling an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private for</i> No Information Filed  The <i>private fund</i> (check all that apply; you must check at least one):  (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company	ıy Act	
(d) (1) (d) (2)	Name(s) of General Partner, Manager, Trustee or Directors (or <i>persons</i> serving in a similar capacity):  Name of General Partner, Manager, Trustee or Director  ALVARO SPINOLA, ANDREW ASPEN, AND ROBERT GOTTESMAN, DIRECTORS  If filling an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private for</i> No Information Filed  The <i>private fund</i> (check all that apply; you must check at least one):  (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company (2)	ıy Act	
(d) (1) (d) (2) (e)	Name(s) of General Partner, Manager, Trustee or Directors (or <i>persons</i> serving in a similar capacity):  Name of General Partner, Manager, Trustee or Director  ALVARO SPINOLA, ANDREW ASPEN, AND ROBERT GOTTESMAN, DIRECTORS  If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private for</i> No Information Filed  The <i>private fund</i> (check all that apply; you must check at least one):  (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company 1940  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company 1940	ıy Act	

9. During your last fiscal year, did the *private fund* invest in securities issued by investment companies registered under the Investment

8.

Yes No

0 0

	Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		
10.	What type of fund is the <i>private fund</i> ?		
	• hedge fund • liquidity fund • private equity fund • real estate fund • securitized asset fund • venture capital fund • Other pr	rivate fund:	
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 91,854,094		
<u>Ow</u>	vnership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :  \$ 1,000,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in organizational documents of the fund).	the	
13.	Approximate number of the <i>private fund's</i> beneficial owners:  20		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 0%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes No	
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 29%		
<u>You</u>	ur Advisory Services	Yes No	•
17.	(a) Are you a subadviser to this <i>private fund</i> ?	0 0	
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answertion 17.(a) is "no," leave this question blank.		,
	No Information Filed		
		Yes No	)
18.		0 0	Ì
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If t to question 18.(a) is "no," leave this question blank.	he answer	
	No Information Filed		
		Yes No	כ
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	<ul><li>O</li></ul>	)
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?  1%		
Priv	vate Offering		
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes No	
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	No Information Filed		

B. SERVICE PROVIDERS

)3 (a)	) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	_	s No
. J. (a,	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	⊙ ⊙	_
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one august complete questions (b) through (f) separately for each auditing firm.	_	
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.		
	(b) Name of the auditing firm: ERNST & YOUNG LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):  City:  CRAND CAYMAN		
	GRAND CAYMAN Cayman Islands	Yes I	No
	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 42		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		Ves	s No
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	•	_
(h)	) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualifi	ed opinior	ıs?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the rep	ort is availa	able.
Prime	<u>Broker</u>	Va	. Na
24. (a`	) Does the <i>private fund</i> use one or more prime brokers?	Yes	s No
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	If the <i>priv</i>	_
	No Information Filed		
Custoo	<u>lian</u>	Yes	s No
25. (a)	) Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets?	•	
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If t fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	he <i>private</i>	
	Additional Custodian Information : 1 Record(s) Filed.		
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	the <i>privat</i>	e
	(b) Legal name of custodian: PERSHING LLC		
	(c) Primary business name of custodian:		

	PERSHING LLC			
	(d) The location of the custo	dian's office responsible for custody of	the <i>private fund's</i> assets (city, state and country):	
	City: JERSEY CITY	State: New Jersey	Country: United States	
	SERGET STIT	wew sersey	omited etates	Yes No
	(e) Is the custodian a relate	d person of your firm?		0 0
	(f) If the custodian is a brok 8 - 17574 CRD Number (if any): 7560	ker-dealer, provide its SEC registration r	number (if any):	
		broker-dealer, or is a broker-dealer bu	t does not have an SEC registration number, provide it	s legal entity
<u>Admin</u>	<u>istrator</u>			Vaa Na
26. (a	If the answer to question 26.(a	dministrator other than your firm? a) is "yes," respond to questions (b) thr nrough (f) separately for each administr	rough (f) below. If the <i>private fund</i> uses more than one rator.	Yes No  c O  administrator, you
	Additional Administrator Info	ormation : 1 Record(s) Filed.		
	11	.(a) is "yes," respond to questions (b) t aplete questions (b) through (f) separate	through (f) below. If the <i>private fund</i> uses more than o ely for each administrator.	ne
	(c) Location of administrator	· (city, state and country):		
	City:	State:	Country:	
	WINDSOR	Connecticut	United States	Yes No
	(d) Is the administrator a re	lated person of your firm?		○ ⊙
		orepare and send investor account stat vestors) © Some (provided to some bu	ements to the <i>private fund's</i> investors? t not all investors) ONO (provided to no investors)	
	investors? If investor ac INVESTORS IN OUR PRIV INTERESTS VIA ACCOUN' POSITION(S) IN OUR PRI	count statements are not sent to the (r ATE FUNDS ARE GENERALLY CLIENTS OF TS WITH THE FIRM AND RECEIVE STATE	the investor account statements to the (rest of the) <i>pr</i> est of the) <i>private fund's</i> investors, respond "not applicated for the provided from the provided	cable." ID HOLD THEIR THEIR
yo	uring your last fiscal year, what pour <i>related person</i> ? 20%	percentage of the <i>private fund's</i> assets (	by value) was valued by a <i>person</i> , such as an administ	trator, that is not
In re	clude only those assets where (i	tion used for purposes of investor subsc	procedure established for that asset, if any, including criptions, redemptions or distributions, and fee calculated	0 0
<u>Marke</u>	<u>ters</u>			
28. (a	) Does the <i>private fund</i> use the	services of someone other than you or	your <i>employees</i> for marketing purposes?	Yes No
_5. (a	You must answer "yes" wheth similar person. If the answer to	er the <i>person</i> acts as a placement agen question 28.(a) is "yes," respond to qu	t, consultant, finder, introducer, municipal advisor or ouestions (b) through (g) below for each such marketer plete questions (b) through (g) separately for each mar	the private fund

mation About the <i>Private Fund</i>		
805-5499434652		
Under the laws of what state or country is the <i>private fund</i> organized:		
State: Country: New York United States		
FIRST MANHATTAN CO.		
(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
No Information Filed		
The <i>private fund</i> (check all that apply; you must check at least one):		
(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
ist the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered		
	Ves	Nc
(a) Is this a "master fund" in a master-feeder arrangement?	_	•
(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	~	~
No Information Filed		
	Yes	
	0	⊙
(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?  Name of <i>private fund</i> :		
Private fund identification number: (include the "805-" prefix also)		
	n 7.B.(	1)
	or eac	า of
No Information Filed		
	Under the laws of what state or country is the <i>private fund</i> organized: State: Country: New York United States  (a) Name(s) of General Partner, Manager, Trustee, or Director FIRST MANHATTAN CO.  (b) If filing an unbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund No Information Filed  The private fund (check all that apply: you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(2) of the Investment Company Act of 1940  (3) Is this a "invester fund" in a master-feeder arrangement? (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund? No information Filed  (c) Is this a "feeder fund" in a master-feeder arrangement? (include the "805-" profix also)  NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	FIRST BIOMED. L.P.  (1) Private fund identification number: ((networt for 1805-1-prints also) ((networt for 1805-1-prints) ((networt for 1805

8. (a) Is this *private fund* a "fund of funds"?

Yes No

0 0

No Information Filed

	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investme vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	nt	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the private fund?		
	• hedge fund • liquidity fund • private equity fund • real estate fund • securitized asset fund • venture capital fund • Other private of the	vate fu	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 220,713,174		
<u>Ow</u>	<u>/nership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000,000		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).	he	
13.	Approximate number of the <i>private fund's</i> beneficial owners:		
	59		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 35%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	o No
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 0%		
<b>W</b> = -	Advisoms Compiles		
<u> 100</u>	ur Advisory Services	Yes	No.
17.	(a) Are you a subadviser to this <i>private fund</i> ?	0	•
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	er to	
	No Information Filed		
		Yes	No.
18.		0	⊙
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If th to question 18.(a) is "no," leave this question blank.	e answ	ver
	No Information Filed		
10	Are your eliente collected to invest in the writeste fund		No -
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?  NOTE: For purposes of this question, do not consider feeder funds of the private fund.	•	0
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?  1%		
Priv	vate Offering		
		Yes	No.
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	⊙	0

Fo	orm D file number			
02	21-41469			
SERV	ICE PROVIDERS			
udito	<u>rs</u>			
2 (2)	(1) Are the private fundly financial state			Yes No
3. (a,	(1) Are the <i>private fund's</i> financial state	•	ements prepared in accordance with U.S. GAAP?	0 0
	•	-	through (h) below. If the <i>private fund</i> uses more than one aud	<b>⊙</b> C
	you must complete questions (b) through			
	Additional Auditor Information : 1 Re	cord(s) Filed.		
	If the answer to question 23.(a)(1) is auditing firm, you must complete que		b) through (h) below. If the <i>private fund</i> uses more than one ly for each auditing firm.	
	(b) Name of the auditing firm:			
	ERNST & YOUNG LLP			
	(c) The location of the auditing firm's	office responsible for the priva	ate fund's audit (city, state and country):	
	(c) The location of the auditing firm's City:	State:	Country:	
	NEW YORK	New York	United States	
				Yes No
	(d) Is the auditing firm an independent	nt public accountant?		⊙ ೧
	(e) Is the auditing firm registered wi	th the Public Company Accoun	ting Oversight Board?	o 0
	If yes, Public Company Accountin	g Oversight Board-Assigned Nu	umber:	
	(f) If "yes" to (e) above, is the audit accordance with its rules?	ng firm subject to regular insp	pection by the Public Company Accounting Oversight Board in	<b>⊙</b> ○
				V NI
(a)	Are the private fund's audited financials	statements for the most recent	ly completed fiscal year distributed to the <i>private fund's</i>	Yes No
(9)	investors?		ny dempreted rissar year distributed to the private rand s	• 0
(h)	Do all of the reports prepared by the au	diting firm for the private fund	since your last annual updating amendment contain unqualified	l opinions?
		ed		
	If you check "Report Not Yet Received," y	ou must promptly file an amend	dment to your Form ADV to update your response when the repor	t is available
rime	<u>Broker</u>			.,
4. (a)	Does the <i>private fund</i> use one or more	orime brokers?		Yes No
	If the answer to question 24.(a) is "yes	," respond to questions (b) th	rough (e) below for each prime broker the <i>private fund</i> uses. If (b) through (e) separately for each prime broker.	-
		No Info	rmation Filed	
ustod	<u>ian</u>			
E / \	Door the private funding	o (including the main	listed should be held some an all of the areas of	Yes No
э. (a)	If the answer to question 25.(a) is "yes	" respond to questions (b) th	s listed above) to hold some or all of its assets?  rough (g) below for each custodian the <i>private fund</i> uses. If the  through (g) separately for each custodian.	<b>⊙</b> C e <i>private</i>
	Additional Custodian Information : 1	<u> </u>	2 agr. (g) copalatoly lot caon dastodian.	

22. If yes, provide the *private fund's* Form D file number (if any):

	Legal name of custodian: PERSHING LLC			
	Primary business name of co	ustodian:		
(d)	The location of the custodial	n's office responsible for <i>custody</i> of	the <i>private fund's</i> assets (city, state and country):	
	City: JERSEY CITY	State: New Jersey	Country: United States	
	JERGET GITT	new sersey	Cimical States	١
(e)	Is the custodian a related pe	erson of your firm?		(
(f)	If the custodian is a broker-	dealer, provide its SEC registration	number (if any):	
	8 - 17574			
	CRD Number (if any): 7560			
	If the custodian is not a bro identifier (if any)	oker-dealer, or is a broker-dealer bu	t does not have an SEC registration number, prov	ride its <i>legal enti</i> i
If the	answer to question 26.(a) is	ugh (f) separately for each administ	rough (f) below. If the <i>private fund</i> uses more than rator.	n one administra
Addit	answer to question 26.(a) is complete questions (b) throutional Administrator Informational Administrator Information answer to question 26.(a) ninistrator, you must complete	s "yes," respond to questions (b) thugh (f) separately for each administ nation: 1 Record(s) Filed.	rator.  Through (f) below. If the <i>private fund</i> uses more the	
Addit  If the adm  (b)	answer to question 26.(a) is complete questions (b) throutional Administrator Information answer to question 26.(a)	s "yes," respond to questions (b) thugh (f) separately for each administ nation: 1 Record(s) Filed.	rator.  Through (f) below. If the <i>private fund</i> uses more the	
Addit  If the adm  (b)	answer to question 26.(a) is complete questions (b) throutional Administrator Informational Administrator Information answer to question 26.(a) ninistrator, you must complete Name of administrator:	s "yes," respond to questions (b) thugh (f) separately for each administ mation: 1 Record(s) Filed.  is "yes," respond to questions (b) te questions (b) through (f) separate	rator.  Through (f) below. If the <i>private fund</i> uses more the	
Addit  If the adm  (b)	answer to question 26.(a) is complete questions (b) throutional Administrator Informational Administrator Information answer to question 26.(a) ninistrator, you must complete Name of administrator:  SS&C TECHNOLOGIES  Location of administrator (ci City:	s "yes," respond to questions (b) thugh (f) separately for each administ nation: 1 Record(s) Filed.  is "yes," respond to questions (b) te questions (b) through (f) separately for each administ nation: 1 Record(s) Filed.	chrough (f) below. If the <i>private fund</i> uses more thely for each administrator.  Country:	
Addit  If the adm  (b)	answer to question 26.(a) is complete questions (b) throustional Administrator Informational Administrator Information answer to question 26.(a) ninistrator, you must complete Name of administrator:  SS&C TECHNOLOGIES  Location of administrator (ci	s "yes," respond to questions (b) thugh (f) separately for each administ nation: 1 Record(s) Filed.  is "yes," respond to questions (b) te questions (b) through (f) separately for each administ nation: 1 Record(s) Filed.	rator.  Through (f) below. If the <i>private fund</i> uses more thely for each administrator.	nan one
Addit  If the adm  (b)	answer to question 26.(a) is complete questions (b) throutional Administrator Informational Administrator Information answer to question 26.(a) ninistrator, you must complete Name of administrator:  SS&C TECHNOLOGIES  Location of administrator (ci City:	s "yes," respond to questions (b) thugh (f) separately for each administ nation: 1 Record(s) Filed.  It is "yes," respond to questions (b) the questions (b) through (f) separately for each administration in the properties of the	chrough (f) below. If the <i>private fund</i> uses more thely for each administrator.  Country:	nan one
Addit  If the adm  (b)  (c)	answer to question 26.(a) is complete questions (b) throustional Administrator Informational Administrator Informational Administrator Informational Administrator Informational Administrator (a) ninistrator, you must complete Name of administrator:  SS&C TECHNOLOGIES  Location of administrator (ci City: WINDSOR  Is the administrator a relate	s "yes," respond to questions (b) thugh (f) separately for each administ nation: 1 Record(s) Filed.  is "yes," respond to questions (b) te questions (b) through (f) separately, state and country):  State: Connecticut  ed person of your firm?	chrough (f) below. If the <i>private fund</i> uses more thely for each administrator.  Country:	nan one
Addit  If the adm  (b)  (c)	answer to question 26.(a) is complete questions (b) throustional Administrator Informational Administrator Informational Administrator Informational Administrator Informational Administrator (a) in inistrator, you must complete the Administrator:  SS&C TECHNOLOGIES  Location of administrator (ci City: WINDSOR  Is the administrator a relater Does the administrator prepared.	s "yes," respond to questions (b) thugh (f) separately for each administ nation: 1 Record(s) Filed.  is "yes," respond to questions (b) te questions (b) through (f) separately for each administ nation: 1 Record(s) Filed.  ity, state and country):  State:  Connecticut  ed person of your firm?	chrough (f) below. If the <i>private fund</i> uses more the ly for each administrator.  Country: United States	nan one Ye

27. Duri your related person?

100%

Include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the valuation determined by such person.

IVIAI	arketers — — — — — — — — — — — — — — — — — — —	Ves	s No
28.	3. (a) Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	0	. 140
	You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such markete uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	other solicitor, or er the <i>private fund</i>	
	No Information Filed		
A. PR	PRIVATE FUND		
	formation About the <i>Private Fund</i>		
1.	(a) Name of the <i>private fund</i> :  FIRST HEALTH ASSOCIATES, L.P.		
	(b) Private fund identification number:  (include the "805-" prefix also)  805-1124620636		
2.	Under the laws of what state or country is the private fund organized:		
	State: Country: New York United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	FIRST MANHATTAN CO., INC., GENERAL PARTNER		
		C 1	
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private to No Information Filed	runa.	
	No mornation med		
4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company A	Act of 1940	
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company A	Act of 1940	
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	$\odot$
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	⊙
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?  Name of <i>private fund</i> :	,	
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedul for the master-feeder arrangement or reporting on the funds separately.	e D, Section 7.B.(	(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section the feeder funds answer the following questions:	n 7.B.(1), for each	h of

No Information Filed

	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantial assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund	n if it issue	
		Yes	No
8.	(a) Is this <i>private fund</i> a "fund of funds"?	0	$\odot$
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled invest vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	iment	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	. No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		•
10.	). What type of fund is the <i>private fund</i> ?		
	• hedge fund • liquidity fund • private equity fund • real estate fund • securitized asset fund • venture capital fund • Other	private fu	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	. Current gross asset value of the <i>private fund</i> : \$ 53,707,181		
<u>Ow</u>	<u>wnership</u>		
12.	<ul><li>Minimum investment commitment required of an investor in the <i>private fund</i>:</li><li>\$ 1,000,000</li></ul>		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth i organizational documents of the fund).	in the	
13.	Approximate number of the <i>private fund's</i> beneficial owners:  19		
14.	. What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 0%		
15.	<ul><li>(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:</li></ul>		
		Yes	No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients?	0	0
16.	<ul><li>What is the approximate percentage of the <i>private fund</i> beneficially owned by non-<i>United States persons</i>:</li></ul>		
<u> Υοι</u>	our Advisory Services		
17			No.
17.	<ul><li>(a) Are you a subadviser to this <i>private fund</i>?</li><li>(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the an</li></ul>	nswer to	•
	question 17.(a) is "no," leave this question blank.		
	No Information Filed		
10	(a) Do any investment advisors (ather then the investment advisors listed in Castian 7 D (1) A 2 (b)) advise the univerted was	Yes	No -
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ?	f the answ	•
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If to question 18.(a) is "no," leave this question blank.	пие апѕм	vei
	No Information Filed		
		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	•	0

NOTE: For purposes of this question, do not consider feeder funds of the private fund.

<u>Priv</u>	vate Offering	Ye	s No
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	•	0
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	No Information Filed		
B. Si	ERVICE PROVIDERS		
Aud	<u>ditors</u>		
22	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	_	es No
23.	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one aud	_	
	you must complete questions (b) through (f) separately for each auditing firm.		
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.		
	(b) Name of the auditing firm: ERNST & YOUNG LLP		
	(c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):		
	City: State: Country:  NEW YORK New York United States		
	NEW YORK New York United States	Yes	No
	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 42		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	0	0
	(g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?		es No
	(h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	opinio	ns?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the repor	t is avai	ilable.
Prin	me Broker		
24.	(a) Does the <i>private fund</i> use one or more prime brokers?	Ye	es No
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.		
	No Information Filed		

20. Approximately what percentage of your  $\emph{clients}$  has invested in the  $\emph{private fund}$ ?

	itional Custodian Informati	on : 1 Record(s) Filed.		
	•		through g) below for each custodian the <i>private ful</i> (b) through (g) separately for each custodian.	<i>nd</i> uses. If the <i>pi</i>
(b)	Legal name of custodian: PERSHING LLC			
(c)	Primary business name of openshing LLC	custodian:		
(d)		·	the <i>private fund's</i> assets (city, state and country):	
	City: JERSEY CITY	State: New Jersey	Country: United States	
				Y
(e)	Is the custodian a related p	person of your firm?		C
(f)	If the custodian is a broker	-dealer, provide its SEC registration	number (if any):	
( )	-		37	
	CRD Number (if any):			
(g)		oker-dealer, or is a broker-dealer bu	ut does not have an SEC registration number, provi	de its <i>legal entit</i> y
	identifier (if any)			
rato	_			
oes f the	the <i>private fund</i> use an admeanswer to question 26.(a)	ninistrator other than your firm? is "yes," respond to questions (b) th ough (f) separately for each administ	rough (f) below. If the <i>private fund</i> uses more than crator.	
oes f the	the <i>private fund</i> use an admeanswer to question 26.(a)	is "yes," respond to questions (b) though (f) separately for each administ	•	
oes f the nust <b>Add</b>	the <i>private fund</i> use an admeranswer to question 26.(a) complete questions (b) throughtening the answer to question 26.(a)	is "yes," respond to questions (b) though (f) separately for each administed mation: 1 Record(s) Filed.	through (f) below. If the <i>private fund</i> uses more th	one administrat
ooes f the nust Addi	the <i>private fund</i> use an admeranswer to question 26.(a) complete questions (b) throughtening the answer to question 26.(a)	is "yes," respond to questions (b) though (f) separately for each administ mation: 1 Record(s) Filed.  a) is "yes," respond to questions (b)	through (f) below. If the <i>private fund</i> uses more th	one administrat
opes f the f the f Addi	the <i>private fund</i> use an admeranswer to question 26.(a) complete questions (b) through the answer to question 26.(a) the answer to question 26.(a) ministrator, you must complete the answer of administrator:	is "yes," respond to questions (b) though (f) separately for each administ mation: 1 Record(s) Filed.  I) is "yes," respond to questions (b) ete questions (b) through (f) separate	through (f) below. If the <i>private fund</i> uses more th	one administrat
opes f the f the f Addi	the <i>private fund</i> use an admeranswer to question 26.(a) complete questions (b) throughtening the answer to question 26.(a) ministrator, you must complete the administrator.	is "yes," respond to questions (b) though (f) separately for each administ mation: 1 Record(s) Filed.  I) is "yes," respond to questions (b) ete questions (b) through (f) separate	through (f) below. If the <i>private fund</i> uses more th	one administrat
opes f the f the f Addi	the <i>private fund</i> use an admeranswer to question 26. (a) complete questions (b) throughten the answer to question 26. (a) ministrator, you must complete the answer to question 26. (a) where the answer to question 26. (b) where the answer to question 26. (c) where the answer to question 26. (c) where the answer to question 26. (d) where the answer the answer to question 26. (d) where the answer t	is "yes," respond to questions (b) though (f) separately for each administ mation: 1 Record(s) Filed.  a) is "yes," respond to questions (b) ete questions (b) through (f) separately for each administration in the content of the con	through (f) below. If the <i>private fund</i> uses more th tely for each administrator.	one administrat
Opes of the final of the first factor of the first factor of the first factor of the f	the private fund use an admer answer to question 26.(a) complete questions (b) throughtonal Administrator Informational Administrator Information answer to question 26.(aministrator, you must complete Name of administrator:  SS&C TECHNOLOGIES  Location of administrator (accepted)	is "yes," respond to questions (b) though (f) separately for each administ mation: 1 Record(s) Filed.  It is "yes," respond to questions (b) ete questions (b) through (f) separately for each administration in the context of the con	through (f) below. If the <i>private fund</i> uses more the tely for each administrator.  Country:	one administrat
Opes of the nust o	the private fund use an admer answer to question 26. (a) complete questions (b) throughtonal Administrator Informational Administrator Informational Administrator Information and the answer to question 26. (a) ministrator, you must complete the answer of administrator:  SS&C TECHNOLOGIES  Location of administrator (c) City:  WINDSOR  Is the administrator a related	is "yes," respond to questions (b) though (f) separately for each administ mation: 1 Record(s) Filed.  a) is "yes," respond to questions (b) ete questions (b) through (f) separately for each administration in the content of the con	through (f) below. If the <i>private fund</i> uses more the tely for each administrator.  Country: United States	one administrat  an one  Yes
Opes of the nust o	the private fund use an admer answer to question 26.(a) complete questions (b) throughtonal Administrator Informational Administrator Informational Administrator Informational Administrator Informational Administrator Question 26.(a) Mame of administrator:  SS&C TECHNOLOGIES  Location of administrator (c) City:  WINDSOR  Is the administrator a related Does the administrator presented to the private of the presented to the private of the presented to the present	is "yes," respond to questions (b) though (f) separately for each administ mation: 1 Record(s) Filed.  a) is "yes," respond to questions (b) ete questions (b) through (f) separately for each administ mation: 1 Record(s) Filed.  b) is "yes," respond to questions (b) ete questions (b) through (f) separately for each and country):  State:  Connecticut  b) through (f) separately for each administ filed.	through (f) below. If the <i>private fund</i> uses more the tely for each administrator.  Country:	an one Yes

27. During your last fiscal year, what percentage of the *private fund's* assets (by value) was valued by a *person*, such as an administrator, that is not

	100	)%		
	rele	lude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining an evant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includ cations) was the valuation determined by such <i>person</i> .	-	
Ma	rkete	<u>ers</u>		
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	No ©
		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	or, or	
		No Information Filed		
A. P	RIVA	TE FUND		
Info	ormat	tion About the <i>Private Fund</i>		
1.	(a)	Name of the <i>private fund</i> :		
	(b)	FIRST HEALTH LIMITED  Private fund identification number:		
	( )	(include the "805-" prefix also)		
		805-6496041731		
2.	Und	der the laws of what state or country is the <i>private fund</i> organized:		
		State: Country:		
		Cayman Islands		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
		me of General Partner, Manager, Trustee, or Director		
	AN	DREW ASPEN, ALVARO SPINOLA AND ROBERT GOTTESMAN, DIRECTORS		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4	Th			
4.	rne	private fund (check all that apply; you must check at least one):  (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		me of Country/English Name of Foreign Financial Regulatory Authority		
	Otr	ner - CAYMAN ISLANDS MONETARY AUTHORITY		
6.	(a)	Is this a "master fund" in a master-feeder arrangement?	Yes	
0.		If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	0	⊙
		No Information Filed		
	(0)	Le this a "fooder fund" in a master fooder arrangement?	Yes	
		Is this a "feeder fund" in a master-feeder arrangement?  If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	0	•
	(u)	Name of private fund:		
		Private fund identification number:		
		(include the "805-" prefix also)		

NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B.(1)

your related person?

7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of the feeder funds answer the following questions:    No Information Filed
NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of their assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issued multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  Yes No  8. (a) Is this <i>private fund</i> a "fund of funds"?  NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.  (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?  Yes No
assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issued multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  Yes No  8. (a) Is this private fund a "fund of funds"?  NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies.  (b) If yes, does the private fund invest in funds managed by you or by a related person?  Yes No  Yes No
assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issued multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  Yes No  8. (a) Is this private fund a "fund of funds"?  NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies.  (b) If yes, does the private fund invest in funds managed by you or by a related person?  Yes No  Yes No
8. (a) Is this <i>private fund</i> a "fund of funds"?  NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.  (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?  Yes No
NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.  (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?  Yes No
Yes No
Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?
10. What type of fund is the <i>private fund</i> ?
• hedge fund • liquidity fund • private equity fund • real estate fund • securitized asset fund • venture capital fund • Other private fund:
NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.
11. Current gross asset value of the <i>private fund</i> : \$ 82,135,166
<u>Ownership</u>
12. Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000,000
NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).
<ul><li>13. Approximate number of the <i>private fund's</i> beneficial owners:</li></ul>
14. What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :
1%
15. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:  0%
Yes No
(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients?
16. What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 58%
Your Advisory Services Yes No
17. (a) Are you a subadviser to this <i>private fund</i> ?
(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer to question 17.(a) is "no," leave this question blank.
No Information Filed
Yes No
18. (a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ?  (b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the answer

	to question 18.(a) is "no," leave this question blank.		
	No Information Filed		
10 4			s No
	re your <i>clients</i> solicited to invest in the <i>private fund?</i> IOTE: For purposes of this question, do not consider feeder funds of the private fund.	•	0
/\	OTE. For purposes of this question, do not consider feeder funds of the private fund.		
	pproximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? %		
<u>Priva</u>	te Offering		
21. H	as the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Ye:	s No
22. It	yes, provide the <i>private fund's</i> Form D file number (if any):		
	No Information Filed		
3. SER	VICE PROVIDERS		
<u>Audit</u>		Ye	s No
23. (	a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	œ	0
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	©	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audityou must complete questions (b) through (f) separately for each auditing firm.	iting fir	m,
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):  City:  GRAND CAYMAN  State:  Cayman Islands		
		Yes	No
	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 42		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		Ye	s No
((	g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	e	0
(1	n) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	d opinio	ns?
	⊙ Yes C No C Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report	t is avai	'lable
<u>Prime</u>	<u>e Broker</u>	v	.c. n.i
24. (a	a) Does the <i>private fund</i> use one or more prime brokers?	Ye	s No
•	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If		

fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.

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C		c	т	റ	$\sim$	п	2	r
$\sim$	ч	-	u	v	u		ч	

If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>private</i> fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.								
Additional Custodian Information : 1 Record(s) Filed.								
·		through g) below for each custodian the <i>private fund</i> u(b) through (g) separately for each custodian.	ises. If the <i>private</i>					
(b) Legal name of custodian: PERSHING LLC								
(c) Primary business name of PERSHINGLLC	custodian:							
(d) The location of the custod	lian's office responsible for <i>custody</i> of	the <i>private fund's</i> assets (city, state and country):						
City:	State:	Country:						
JERSEY CITY	New Jersey	United States	Yes N					
(e) Is the custodian a related	person of your firm?		O (					
	,							
(f) If the custodian is a broke	er-dealer, provide its SEC registration	number (if any):						
- CDD N - ('C )								
CRD Number (if any):								
101	roker-dealer, or is a broker-dealer bu	ut does not have an SEC registration number, provide i	ts <i>legal entity</i>					
(g) If the custodian is not a b identifier (if any)	roker-dealer, or is a broker-dealer bu	ut does not have an SEC registration number, provide i	ts <i>legal entity</i>					
101	roker-dealer, or is a broker-dealer bu	ut does not have an SEC registration number, provide in	ts <i>legal entity</i> Yes					
identifier (if any)	roker-dealer, or is a broker-dealer bu	ut does not have an SEC registration number, provide in						
identifier (if any)  rator  Does the private fund use an add	ministrator other than your firm?	rough (f) below. If the <i>private fund</i> uses more than one	Yes					
identifier (if any)  rator  Does the private fund use an add	ministrator other than your firm? is "yes," respond to questions (b) th ough (f) separately for each administ	rough (f) below. If the <i>private fund</i> uses more than one	Yes					
identifier (if any)  crator  Does the private fund use an addition and the answer to question 26. (a) must complete questions (b) thr	ministrator other than your firm? is "yes," respond to questions (b) th ough (f) separately for each administ	rough (f) below. If the <i>private fund</i> uses more than one	Yes					
identifier (if any)  Trator  Does the private fund use an additional Administrator Information 1 fthe answer to question 26. (a)	ministrator other than your firm? is "yes," respond to questions (b) through (f) separately for each administemation: 1 Record(s) Filed.	rough (f) below. If the <i>private fund</i> uses more than one trator.  through (f) below. If the <i>private fund</i> uses more than o	Yes • administrator, y					
identifier (if any)  Trator  Does the private fund use an additional Administrator Information 1 fthe answer to question 26. (a)	ministrator other than your firm?  is "yes," respond to questions (b) the rough (f) separately for each administed administed and the condition of the conditio	rough (f) below. If the <i>private fund</i> uses more than one trator.  through (f) below. If the <i>private fund</i> uses more than o	Yes • administrator, y					
identifier (if any)  Does the private fund use an additional Administrator Information 26. (a)  If the answer to questions (b) the Additional Administrator Information Information 26. (a)	ministrator other than your firm?  is "yes," respond to questions (b) the rough (f) separately for each administed administed and the condition of the conditio	rough (f) below. If the <i>private fund</i> uses more than one trator.  through (f) below. If the <i>private fund</i> uses more than o	Yes • administrator, y					
identifier (if any)  Does the private fund use an additional Administrator Information (b) the Additional Administrator Information (b) Name of administrator:  SS&C TECHNOLOGIES	ministrator other than your firm?  is "yes," respond to questions (b) the rough (f) separately for each administed.  rmation: 1 Record(s) Filed.  (a) is "yes," respond to questions (b) elete questions (b) through (f) separate	rough (f) below. If the <i>private fund</i> uses more than one trator.  through (f) below. If the <i>private fund</i> uses more than o	Yes • administrator, y					
identifier (if any)  Does the private fund use an additional Administrator Information (b) the Additional Administrator Information (b) Name of administrator:  SS&C TECHNOLOGIES  (c) Location of administrator	ministrator other than your firm?  is "yes," respond to questions (b) the rough (f) separately for each administed.  rmation: 1 Record(s) Filed.  (a) is "yes," respond to questions (b) elete questions (b) through (f) separate	rough (f) below. If the <i>private fund</i> uses more than one trator.  through (f) below. If the <i>private fund</i> uses more than one that the tely for each administrator.	Yes • administrator, y					
identifier (if any)  Does the private fund use an additional Administrator Information (b) the Additional Administrator Information (b) Name of administrator:  SS&C TECHNOLOGIES	ministrator other than your firm? is "yes," respond to questions (b) through (f) separately for each administemation: 1 Record(s) Filed.  (a) is "yes," respond to questions (b) elete questions (b) through (f) separately for each administemation (b) through (f) separately for each administemation (b) through (f) separately for each administration (city, state and country):	rough (f) below. If the <i>private fund</i> uses more than one trator.  through (f) below. If the <i>private fund</i> uses more than o	Yes • administrator, y					
rator  Does the private fund use an additional Administrator Information (b) the Additional Administrator Information (b) Name of administrator:  SS&C TECHNOLOGIES  (c) Location of administrator City:  WINDSOR	ministrator other than your firm?  is "yes," respond to questions (b) the rough (f) separately for each administermation: 1 Record(s) Filed.  (a) is "yes," respond to questions (b) elete questions (b) through (f) separately for each administermation: 1 Record(s) Filed.  (b) through (f) separately for each administermation: 1 Record(s) Filed.  (city, state and country):  State:  Connecticut	rough (f) below. If the <i>private fund</i> uses more than one trator.  through (f) below. If the <i>private fund</i> uses more than one tely for each administrator.  Country:	Yes • administrator, y					
identifier (if any)  Does the private fund use an additional Administrator Information (b) the Additional Administrator Information (b) Name of administrator:  SS&C TECHNOLOGIES  (c) Location of administrator City:	ministrator other than your firm?  is "yes," respond to questions (b) the rough (f) separately for each administermation: 1 Record(s) Filed.  (a) is "yes," respond to questions (b) elete questions (b) through (f) separately for each administermation: 1 Record(s) Filed.  (b) through (f) separately for each administermation: 1 Record(s) Filed.  (city, state and country):  State:  Connecticut	rough (f) below. If the <i>private fund</i> uses more than one trator.  through (f) below. If the <i>private fund</i> uses more than one tely for each administrator.  Country:	Yes  administrator, y  one					
Does the private fund use an additional Administrator Information (b) Name of administrator:  SS&C TECHNOLOGIES  (c) Location of administrator City: WINDSOR  (d) Is the administrator a relational relationship (if any).	ministrator other than your firm?  is "yes," respond to questions (b) through (f) separately for each administemation: 1 Record(s) Filed.  (a) is "yes," respond to questions (b) elete questions (b) through (f) separately for each administemation: 1 Record(s) Filed.  (city, state and country):  State:  Connecticut  exted person of your firm?	rough (f) below. If the <i>private fund</i> uses more than one trator.  through (f) below. If the <i>private fund</i> uses more than one tely for each administrator.  Country:	Yes e administrator, y					

investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable."

	INTERESTS VIA ACCOUNTS WITH THE FIRM AND RECEIVE STATEMENTS VIA OUR CLEARING BROKER WHICH INCLUDES THEIR POSITION(S) IN OUR PRIVATE FUND(S). INVESTORS MAY ALSO RECEIVE STATEMENTS SEPARATELY PREPARED BY SS&C, AND INSTANCES STATEMENTS PREPARED BY FMC AS WELL.		
27.	7. During your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator your <i>related person</i> ?	, that is no	ot
	Include only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtain relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations allocations) was the valuation determined by such <i>person</i> .		
Ma	arketers		
		Yes	s No
28.	3. (a) Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?  You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the puses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer	orivate fund	
	No Information Filed		
P	PRIVATE FUND		
nfc	formation About the <i>Private Fund</i>		
1.	(a) Name of the <i>private fund</i> :		
•	FIRST HEALTH, L.P.		
	(b) Private fund identification number:		
	(include the "805-" prefix also)		
	805-8773971554		
2	Under the laws of what state or country is the <i>private fund</i> organized:		
۷.	State: Country:		
	New York United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director FIRST MANHATTAN CO., INC.		
	(b) If filling an umbrella registration, identify the filling adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
•	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1	940	
	$\Box$ (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
,		Yes	s No
6.	· ·	0	⊙
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund?</i> No Information Filed		
		Yes	s No
	(c) Is this a "feeder fund" in a master-feeder arrangement?  (d) If you what is the name and private fund identification number (if any) of the master fund in which this private fund invests?	0	⊙
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?  Name of <i>private fund</i> :		

ı

	Private fund identification number: (include the "805-" prefix also)					
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(	(1)			
<b>7</b> .	f you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of he feeder funds answer the following questions:					
	No Information Filed					
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issue	ed			
3.	(a) Is this <i>private fund</i> a "fund of funds"?	res	No ⊙			
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investmen vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	_	•			
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0			
		Ves	. No			
).	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•			
Ο.	What type of fund is the private fund?					
	• hedge fund • liquidity fund • private equity fund • real estate fund • securitized asset fund • venture capital fund • Other private of the	ate fui	nd:			
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.					
1.	Current gross asset value of the <i>private fund</i> : \$ 313,731,336					
<u>)</u>	vnership					
2.	Minimum investment commitment required of an investor in the <i>private fund</i> :					
	\$ 1,000,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	Э				
3.	Approximate number of the <i>private fund's</i> beneficial owners: 67					
4.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 36%					
5.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%					
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ©	No O			
6.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 0%					
<u>′οι</u>	ur Advisory Services					
7.	(a) Are you a subadviser to this <i>private fund</i> ?		No ⊙			
		200	137			

(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the private fund. If the answer to

Į.	No Information Filed		
		Ye	s N
	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	С	_
	f the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the other advisers to the <i>private fund</i> . If the other advisers to the <i>private fund</i> . If the other advisers to the <i>private fund</i> . If the other advisers to the <i>private fund</i> . If the other advisers to the private fund. If the other advisers to the other advisers to the private fund. If the other advisers to the othe	he ans	wer
	No Information Filed		
		Ye	s N
	your clients solicited to invest in the private fund?	•	(
NOT	E: For purposes of this question, do not consider feeder funds of the private fund.		
. Appr	oximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
vate (	Offering		
Has	the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Ye.	s N
If ye	s, provide the <i>private fund's</i> Form D file number (if any):		
For	n D file number		
021	-1062316		
SERVIC	E PROVIDERS		
ditors			
		Υe	s N
. (a)	1) Are the <i>private fund's</i> financial statements subject to an annual audit?	19	) (
	1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	6	
		_	0
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  f the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audit	_	0
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audityou must complete questions (b) through (f) separately for each auditing firm.	_	0
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audityou must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one	_	) (
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audit you must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP	_	) (
	(2) If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audit you must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):	_	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audit you must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP	_	0
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City: State: Country:	_	m,
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City: State: Country:	ting fir	m,
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one audition must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City:  State:  Country:  New York  United States	Yes	No
	2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one audition must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City:  State:  Country:  NEW YORK  New York  United States  (d) Is the auditing firm an Independent public accountant?  (e) Is the auditing firm registered with the Public Company Accounting Oversight Board?  If yes, Public Company Accounting Oversight Board-Assigned Number:	Yes ⊙	Mo C
	2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one audition unust complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City:  State:  Country:  New York  United States  (d) Is the auditing firm an independent public accountant?  (e) Is the auditing firm registered with the Public Company Accounting Oversight Board?  If yes, Public Company Accounting Oversight Board-Assigned Number:  42  (f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in	Yes ⊙	No C
	2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  f the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one audition must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City:  State:  Country:  New YORK  New York  United States  (d) Is the auditing firm an independent public accountant?  (e) Is the auditing firm registered with the Public Company Accounting Oversight Board?  If yes, Public Company Accounting Oversight Board-Assigned Number:  42	Yes ⊙	No O
	2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one audition unust complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City:  State:  Country:  New York  United States  (d) Is the auditing firm an independent public accountant?  (e) Is the auditing firm registered with the Public Company Accounting Oversight Board?  If yes, Public Company Accounting Oversight Board-Assigned Number:  42  (f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in	Yes  •	No O O
	2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one audition unust complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City:  State:  Country:  New York  United States  (d) Is the auditing firm an independent public accountant?  (e) Is the auditing firm registered with the Public Company Accounting Oversight Board?  If yes, Public Company Accounting Oversight Board-Assigned Number:  42  (f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in	Yes  •	No O O O

If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is available.

Prime E	<u>Broker</u>			.,				
24. (a)	Does the <i>private fund</i> use one or	more prime brokers?		Yes No				
	•	f the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the <i>private fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.						
		No Inf	ormation Filed					
Custodi	ian							
0431041	ist.			Yes No				
25. (a)			rs listed above) to hold some or all of its assets? hrough (g) below for each custodian the <i>private fund</i> uses. If the <i>pr</i>	© O				
	•	•	b) through (g) separately for each custodian.	ivale				
	Additional Custodian Informat	ion : 1 Record(s) Filed.						
			through g) below for each custodian the <i>private fund</i> uses. If the $\mu$ (b) through (g) separately for each custodian.	private				
	(b) Legal name of custodian: PERSHING LLC							
	(c) Primary business name of PERSHING LLC	custodian:						
	(d) The location of the custod	ian's office responsible for <i>custody</i> o	f the <i>private fund's</i> assets (city, state and country):					
	City: JERSEY CITY	State: New Jersey	Country: United States					
	JENSET CITT	New Jersey		Yes No				
	(e) Is the custodian a related	person of your firm?	•	0 0				
	(f) If the custodian is a broke	r-dealer, provide its SEC registration	number (if any):					
	CRD Number (if any):							
	(g) If the custodian is not a b identifier (if any)	roker-dealer, or is a broker-dealer b	ut does not have an SEC registration number, provide its <i>legal entit</i>	ty				
Admini	<u>strator</u>			Yes No				
26. (a)	Does the private fund use an adr	ninistrator other than your firm?		<ul><li>O</li></ul>				
	•	is "yes," respond to questions (b) though (f) separately for each adminis	nrough (f) below. If the <i>private fund</i> uses more than one administra trator.	ator, you				
	Additional Administrator Infor	mation : 1 Record(s) Filed.						
		a) is "yes," respond to questions (b) lete questions (b) through (f) separa	through (f) below. If the <i>private fund</i> uses more than one ately for each administrator.					
	(b) Name of administrator: SS&C TECHNOLOGIES							
	(c) Location of administrator	city state and country).						
	City:	State:	Country:					
	WINDSOR	Connecticut	United States	no NI-				
	(d) Is the administrator a <i>rela</i>	ted person of your firm?		es No				

		(e) Does the administrator prepare and send investor account statements to the private fund's investors?	
		O Yes (provided to all investors) Some (provided to some but not all investors) No (provided to no investors)	
		(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." INVESTORS IN OUR PRIVATE FUNDS ARE GENERALLY CLIENTS OF FMC (AS A BROKER DEALER/INVESTMENT ADVISER) AND HOLD THE INTERESTS VIA ACCOUNTS WITH THE FIRM AND RECEIVE STATEMENTS VIA OUR CLEARING BROKER WHICH INCLUDES THEIR POSITION(S) IN OUR PRIVATE FUND(S). INVESTORS MAY ALSO RECEIVE STATEMENTS SEPARATELY PREPARED BY SS&C, AND IN SOM INSTANCES STATEMENTS PREPARED BY FMC AS WELL.	
27.		ng your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that is related person? %	s not
	relev	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining any vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includications) was the valuation determined by such <i>person</i> .	-
Ma	rkete		
28	(a) I	Does the private fund use the services of someone other than you or your employees for marketing purposes?	Yes No
20.	9	You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private t</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
		No Information Filed	
1.	(a) I (b) A	Name of the private fund:  FM CIVAN INVESTMENT II, L.P.  Private fund identification number: (include the "805-" prefix also)  805-6346030604	
2.	Unde	er the laws of what state or country is the <i>private fund</i> organized:	
		State: Country: Delaware United States	
3.		Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):  me of General Partner, Manager, Trustee, or Director	
	FM (	CIVAN INVESTMENT GP, LLC	
	(b)	If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> .  No Information Filed	
4.		private fund (check all that apply; you must check at least one):  (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940	
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.	
		No Information Filed	
			Yes No
6.	(a)	Is this a "master fund" in a master-feeder arrangement?	0 0
	(h)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	

	No Information Filed						
	(c) Is this a "feeder fund" in a master-feeder arrangement?	Yes	No ⊙				
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?  Name of <i>private fund</i> :						
	Private fund identification number: (include the "805-" prefix also)						
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(	(1)				
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	or eac	ch of				
	No Information Filed						
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially al assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it						
	multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	Yes	. No				
8.	(a) Is this private fund a "fund of funds"?	0	•				
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.						
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0				
		Yes	No				
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•				
10.	What type of fund is the <i>private fund</i> ?						
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	ate fui	nd:				
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.						
11.	Current gross asset value of the <i>private fund</i> : \$ 7,296,038						
<u>Ow</u>	<u>vnership</u>						
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 200,000						
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	е					
13.	Approximate number of the <i>private fund's</i> beneficial owners:  18						
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 0%						
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%						
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ©	No O				

16. What is the approximate percentage of the *private fund* beneficially owned by non-*United States persons*:

accordance with its rules?

Υοι	ır Ac	visory Services			
17	(2)	Are you a subadviser to this <i>private fund</i> ?		_	s No
17.		If the answer to question 17.(a) is "yes," provide the name and SEC file number, question 17.(a) is "no," leave this question blank.	if any, of the adviser of the private fund. If the ans	swer to	) ⊙
		No Information File	ed		
				Ye	s No
18.		Do any investment advisers (other than the investment advisers listed in Section		Œ	
	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, to question 18.(a) is "no," leave this question blank.	if any, of the other advisers to the <i>private fund</i> . If	the ans	swer
		Name of Other Adviser to private fund	SEC file number CRD number		
		31GROUP (O.V) LTD			
10	۸				es No
19.		your <i>clients</i> solicited to invest in the <i>private fund?</i> E: For purposes of this question, do not consider feeder funds of the private fund.		· ·	0
	NO	L. For purposes or this question, ao not consider reeder funds of the private fund.			
20.	App 1%	roximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?			
Priv	<u>/ate</u>	Offering			
				Ye	es No
21.	Has	the <i>private fund</i> ever relied on an exemption from registration of its securities un	der Regulation D of the Securities Act of 1933?	•	0
22.	If y	es, provide the <i>private fund's</i> Form D file number (if any):			
		m D file number -1821674			
Auc	ditor			V	as No
23.	(a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?		Ye	es No
	` ,	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared	pared in accordance with U.S. GAAP?	6	
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h you must complete questions (b) through (f) separately for each auditing firm.	) below. If the <i>private fund</i> uses more than one aud	diting fir	
		Additional Auditor Information : 1 Record(s) Filed.			
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through auditing firm, you must complete questions (b) through (f) separately for each	•		
		(b) Name of the auditing firm:  ERNST & YOUNG LLP			
		(c) The location of the auditing firm's office responsible for the private fund's a	udit (city, state and country):		
		City: State:  NEW YORK New York	Country: United States		
		NEW YORK New York	United States	Yes	No
		(d) Is the auditing firm an independent public accountant?		•	0
		(e) Is the auditing firm registered with the Public Company Accounting Oversig	ght Board?	•	0
		If yes, Public Company Accounting Oversight Board-Assigned Number: 42			
		(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the	he Public Company Accounting Oversight Board in		

		Yes No
(g)	(g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the investors?	e private fund's <b>©</b> C
(h)	(h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment	ent contain unqualified opinions?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your re	sponse when the report is available.
Prime	me Broker	Was No
24. (a)	(a) Does the <i>private fund</i> use one or more prime brokers?	Yes No
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime	ne <i>private fund</i> uses. If the <i>private</i>
	No Information Filed	
Custoc	<u>todian</u>	
25. <b>(</b> a)	(a) Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its a	Yes No assets?
` .	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the partial fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	private fund uses. If the private
	Additional Custodian Information : 1 Record(s) Filed.	
	fund uses more than one custodian, you must complete questions (b) through (g) separately for each custo  (b) Legal name of custodian:  PERSHING LLC	dian.
	(c) Primary business name of custodian: PERSHING LLC	
	(d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and	country):
	City: State: Country:  JERSEY CITY New Jersey United States	
	JERSET CITY New Jersey Gritted States	Yes No
	(e) Is the custodian a <i>related person</i> of your firm?	○ ⊙
	(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):  8 - 17574	
	CRD Number (if any): 7560	
	(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration num identifier (if any)	ber, provide its <i>legal entity</i>
<u>Admin</u>	<u>ninistrator</u>	Yes No
26. (a)	(a) Does the <i>private fund</i> use an administrator other than your firm?	0 @
	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses must complete questions (b) through (f) separately for each administrator.	more than one administrator, you
	No Information Filed	
27. Du	During your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such	as an administrator, that is not

your related person?

	rele	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining an evant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (included that cations) was the valuation determined by such <i>person</i> .	•
Ma	rkete	<u>ers</u>	
28	. (a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes No
		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicito similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	r, or
		No Information Filed	
A. F	PRIVAT	TE FUND	
Info	ormat	tion About the <i>Private Fund</i>	
1.	(a)	Name of the <i>private fund</i> :	
		FM CIVAN INVESTMENT, L.P.	
	(b)	Private fund identification number:	
		(include the "805-" prefix also)	
		805-6150211709	
2.	Und	ler the laws of what state or country is the <i>private fund</i> organized:	
		State: Country:	
		Delaware United States	
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	
		me of General Partner, Manager, Trustee, or Director  CIVAN INVESTMENT GP, LLC	
	TIVI	CIVAN INVESTIGIENT GF, LLC	
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.	
		No Information Filed	
4.		private fund (check all that apply; you must check at least one):	
		(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940	
	R.C.	(2) qualifies for the exclusion from the definition of investment company and a section of (5)(7) of the investment company field in 1740	
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.	
		No Information Filed	
			Yes No
6.		Is this a "master fund" in a master-feeder arrangement?	0 0
	(0)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?  No Information Filed	
		140 THIOTHIGHT FIECE	
			Yes No
	(c)	Is this a "feeder fund" in a master-feeder arrangement?	0 0
		If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	
		Name of private fund:	
		Private fund identification number: (include the "805-" prefix also)	

NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B.(1) for the master-feeder arrangement or reporting on the funds separately.

7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of the feeder funds answer the following questions:						
	No Information Filed						
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it i multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.						
		Yes	No				
8.	(a) Is this <i>private fund</i> a "fund of funds"?	0	$\odot$				
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.						
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0				
			No				
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•				
10.	What type of fund is the <i>private fund</i> ?						
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	e fui	nd:				
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.						
11.	Current gross asset value of the <i>private fund</i> : \$ 36,898,938						
<u>Ow</u>	nership						
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 200,000						
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).						
13.	Approximate number of the <i>private fund's</i> beneficial owners: 82						
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 20%						
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%						
		Yes	No				
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	0				
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 0%						
You	ur Advisory Services						
17			No				
17.	<ul><li>(a) Are you a subadviser to this <i>private fund</i>?</li><li>(b) If the answer to question 17. (a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the answer of the private fund is "yes," provide the name and SEC file number, if any, of the adviser of the private fund.</li></ul>	o to	•				
	question 17.(a) is "no," leave this question blank.  No Information Filed						
		V -					
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ?	_	No				
10.	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the a to question 18.(a) is "no," leave this question blank.	<b>⊙</b> answ	ver				
	Name of Other Adviser to <i>private fund</i> SEC file number  CRD number						

	31GROUP (O.V) LTD				
				Ye	s No
9. Aı	e your <i>clients</i> solicited to invest in the	private fund?		•	0
Ν	OTE: For purposes of this question, do n	ot consider feeder funds of the priv	rate fund.		
20. A <sub>l</sub>	oproximately what percentage of your %	clients has invested in the private	fund?		
Privat	e Offering				
01 ⊔	as the <i>private fund</i> ever relied on an ev	comption from registration of its s	ecurities under Regulation D of the Securities Act of 1933?		s No
	as the <i>private runa</i> ever relied on an ex	emption from registration of its s	ecultiles under Regulation D of the Securities Act of 1733:	0	0
	yes, provide the <i>private fund's</i> Form D	file number (if any):			
	orm D file number 21-1821621				
. SER	/ICE PROVIDERS				
Audito	<u>ors</u>				
23. (a	) (1) Are the <i>private fund's</i> financial st	atements subject to an annual aเ	ıdit?	Ye و	s No
	•	•	ements prepared in accordance with U.S. GAAP?	•	
	If the answer to question 23.(a)(1)	is "yes," respond to questions (b)	through (h) below. If the private fund uses more than one aud	_	_
	you must complete questions (b) the	ough (f) separately for each audi	ting firm.		
	Additional Auditor Information : 1	Record(s) Filed.			
	(b) Name of the auditing firm:  ERNST & YOUNG LLP		b) through (h) below. If the <i>private fund</i> uses more than one ely for each auditing firm.		
	(c) The location of the auditing fire	m's office responsible for the priv	ate fund's audit (city, state and country):		
	City:	State:	Country:		
	NEW YORK	New York	United States	Vaa	N.
	(d) Is the auditing firm an <i>indeper</i>	ndent public accountant?		Yes ©	NO
		,		٠	
	(e) Is the auditing firm registered	with the Public Company Accoun	ting Oversight Board?	•	0
	If yes, Public Company Accoun	nting Oversight Board-Assigned No	umber:		
	(f) If "yes" to (e) above, is the au accordance with its rules?	uditing firm subject to regular insp	pection by the Public Company Accounting Oversight Board in	•	0
(9	) Are the <i>private fund's</i> audited financ investors?	al statements for the most recent	tly completed fiscal year distributed to the <i>private fund's</i>	Ye ©	s No
(h	) Do all of the reports prepared by the	auditing firm for the <i>private fun</i> a	since your last <i>annual updating amendment</i> contain unqualified	d opinio	ns?
	⊙ Yes C No C Report Not Yet Red	ceived			
	If you check "Report Not Yet Received	l," you must promptly file an amen	dment to your Form ADV to update your response when the repor	rt is ava	ilable.
Orimo	Broker				
<u> </u>	<u> דין קעפו</u>			Υe	s No
24. (a	) Does the <i>private fund</i> use one or mo	re prime brokers?		С	•

If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private

fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.

_					
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	Additional Custodian Information	: 1 Record(s) Filed.		
			ugh g) below for each custodian the <i>private fund</i> uses. nrough (g) separately for each custodian.	. If the <i>private</i>
	(b) Legal name of custodian: PERSHING LLC			
	(c) Primary business name of cust PERSHING LLC	odian:		
	(d) The location of the custodian's	office responsible for <i>custody</i> of the	private fund's assets (city, state and country):	
	City:	State:	Country:	
	JERSEY CITY	New Jersey	United States	Yes No
	(e) Is the custodian a related person	on of your firm?		O O
	(,, , , , , , ,			0 0
	(f) If the custodian is a broker-dea	aler, provide its SEC registration num	per (if any):	
	CRD Number (if any): 7560			
	(g) If the custodian is not a broke identifier (if any)	r-dealer, or is a broker-dealer but do	es not have an SEC registration number, provide its <i>le</i>	egal entity
ninis	<u>trator</u>			Yes No
(a)	Does the <i>private fund</i> use an adminis	trator other than your firm?		0 0
		yes," respond to questions (b) throug n (f) separately for each administrator	h (f) below. If the <i>private fund</i> uses more than one ad	ministrator, you
		No Informa	ion Filad	
		No Informati	lon Filed	
		NO IIIIOITTIA	lon riled	
you	ng your last fiscal year, what percenter related person?		alue) was valued by a <i>person</i> , such as an administrate	or, that is not
you 0% Incl rele	related person?  ude only those assets where (i) such	tage of the <i>private fund's</i> assets (by v <i>person</i> carried out the valuation proc sed for purposes of investor subscript		aining any
you 0% Incl rele	related person?  ude only those assets where (i) such vant quotes, and (ii) the valuation use tations) was the valuation determine	tage of the <i>private fund's</i> assets (by v <i>person</i> carried out the valuation proc sed for purposes of investor subscript	alue) was valued by a <i>person</i> , such as an administrate sedure established for that asset, if any, including obta	aining any s (including
you ncl rele allo	related person?  ude only those assets where (i) such vant quotes, and (ii) the valuation us rations) was the valuation determine	tage of the <i>private fund's</i> assets (by version carried out the valuation processed for purposes of investor subscripted by such <i>person</i> .	alue) was valued by a <i>person</i> , such as an administrate edure established for that asset, if any, including obtaions, redemptions or distributions, and fee calculation	aining any s (including Yes No
you D% Incl rele allo	related person?  ude only those assets where (i) such vant quotes, and (ii) the valuation us cations) was the valuation determine  rs  Does the private fund use the service	tage of the <i>private fund's</i> assets (by version carried out the valuation processed for purposes of investor subscripted by such <i>person</i> .	alue) was valued by a <i>person</i> , such as an administrate redure established for that asset, if any, including obtaions, redemptions or distributions, and fee calculation <i>employees</i> for marketing purposes?	aining any s (including Yes No
ou % ncl ele Illo	related person?  ude only those assets where (i) such vant quotes, and (ii) the valuation us rations) was the valuation determine  TS  Does the private fund use the service You must answer "yes" whether the similar person. If the answer to quest	tage of the <i>private fund's</i> assets (by version carried out the valuation processed for purposes of investor subscripted by such <i>person</i> .  The est of someone other than you or your person acts as a placement agent, contains the contains a subscription 28.(a) is "yes," respond to question 28.(a) is "yes," respond to question 28.(a)	alue) was valued by a <i>person</i> , such as an administrate edure established for that asset, if any, including obtaions, redemptions or distributions, and fee calculation	Yes No C C r solicitor, or a private fund
ou % ncl ele Illo	related person?  ude only those assets where (i) such vant quotes, and (ii) the valuation us rations) was the valuation determine  TS  Does the private fund use the service You must answer "yes" whether the similar person. If the answer to quest	tage of the <i>private fund's</i> assets (by version carried out the valuation processed for purposes of investor subscripted by such <i>person</i> .  The est of someone other than you or your person acts as a placement agent, contains the contains a subscription 28.(a) is "yes," respond to question 28.(a) is "yes," respond to question 28.(a)	alue) was valued by a <i>person</i> , such as an administrate sedure established for that asset, if any, including obtaions, redemptions or distributions, and fee calculation <i>employees</i> for marketing purposes?  Insultant, finder, introducer, municipal advisor or other ons (b) through (g) below for each such marketer the	Yes No C C r solicitor, or a private fund

4. P	RIVATE FUND		
Info	rmation About the <i>Private Fund</i>		
1.	<ul> <li>(a) Name of the private fund:</li> <li>FM FIRST CHINA FUND, LLC</li> <li>(b) Private fund identification number: (include the "805-" prefix also)</li> <li>805-4018407646</li> </ul>		
2.	Under the laws of what state or country is the <i>private fund</i> organized:  State:  Delaware  Country:  United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
0.	Name of General Partner, Manager, Trustee, or Director		
	FIRST MANHATTAN CO., MANAGER		
	(b) If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> .  No Information Filed		
4.	The <i>private fund</i> (check all that apply; you must check at least one):  (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		_
	No Information Filed		
6.	Ye  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?  No Information Filed	s N	
	(c) Is this a "feeder fund" in a master-feeder arrangement?  (d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?  Name of <i>private fund</i> :  **Private fund identification number:	s N	Vo <b>⊙</b>
7.	(include the "805-" prefix also)  NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B for the master-feeder arrangement or reporting on the funds separately.  If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each master-feeder arrangement according to the instructions to this Section 7.B.(1), for each master-feeder arrangement according to the instructions to this Section 7.B.(1), for each master-feeder arrangement according to the instructions to this Section 7.B.(1), for each master-feeder arrangement according to the instructions to this Section 7.B.(1), for each master-feeder arrangement according to the instructions to this Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1) for each master-feeder arrangement according to the instructions to this Section 7.B.(1) for each master-feeder arrangement according to the instructions to this Section 7.B.(1) for each master-feeder arrangement according to the instructions to this Section 7.B.(1) for each master-feeder arrangement according to the instructions to this Section 7.B.(1) for each master-feeder arrangement according to the instructions to this Section 7.B.(1) for each master-feeder arrangement according to the instructions to this Section 7.B.(1) for each master-feeder arrangement according to the instructions to this Section 7.B.(1) for each master-feeder arrangement according to the instructions to this Section 7.B.(1) for each master-feeder arrangement according to the instructions to this Section 7.B.(1) for each master-feeder arrangement according to the instructions to this Section 7.B.(1) for each master-feeder arrangement according to the instructions according to the instruction according to the instr		
	the feeder funds answer the following questions:  No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issumultiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	ued	
8.	Ye  (a) Is this <i>private fund</i> a "fund of funds"?	s N	ol⁄
			100

NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment

vehicles, regardless of whether they are also *private funds* or registered investment companies.

	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i>	1?		0	0
			,	Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investme Company Act of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in Institute of 1940 (other than "money market funds," to the extent provided in I			0	•
10.	What type of fund is the <i>private fund</i> ?				
	• hedge fund • liquidity fund • private equity fund • real estate fund • securiti	zed asset fund $^{f C}$ venture capital :	fund <sup>©</sup> Other <i>private</i>	e fun	d:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions	to Part 1A.			
11.	Current gross asset value of the <i>private fund</i> : \$ 335,646,139				
<u>Ow</u>	<u>nership</u>				
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 500,000				
	NOTE: Report the amount routinely required of investors who are not your <i>related per</i> organizational documents of the fund).	sons (even if different from the am	ount set forth in the		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 178				
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and 47%	l your <i>related persons</i> :			
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the 0%	aggregate) by funds of funds:			
	(b) If the private fund qualifies for the exclusion from the definition of investment com- Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	pany under section 3(c)(1) of the		Yes O	No O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>Uni</i> 0%	ited States persons:			
You	r Advisory Services		,	Yes	No
17.	(a) Are you a subadviser to this <i>private fund</i> ?			0	•
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, question 17.(a) is "no," leave this question blank.	if any, of the adviser of the <i>private</i>	fund. If the answer t	to	
	No Information Filed	1			
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7	7 B (1) A 3 (b)) advise the <i>private t</i>		Yes	
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, to question 18.(a) is "no," leave this question blank.	•		_	<b>O</b> er
	Name of Other Adviser to private fund	SEC file number	CRD number		
	FIRST BEIJING INVESTMENT LIMITED				
10	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?			Yes	
17.	NOTE: For purposes of this question, do not consider feeder funds of the private fund.			0	•
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?  1%				
Priv	vate Offering				
			,	Yes	No
21.	Has the private fund ever relied on an exemption from registration of its securities und	ler Regulation D of the Securities A	ct of 1933?	•	0

22. If yes, provide the *private fund's* Form D file number (if any):

B. SERVI	CE PROVIDERS		
Auditor			
00 ()		Ye	s No
23. (a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	•	0
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	g firr	n,
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.		
	(b) Name of the auditing firm: ERNST & YOUNG LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):  City:  State:  Country:  NEW YORK		
	NEW YORK New York United States	Yes	No
		_	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 42		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		Ye	s No
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	•	0
(h)		oinior	าร?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is	avail	lable.
Prime E	<u>Broker</u>	Vo	s No
24. (a)	Does the <i>private fund</i> use one or more prime brokers?	re:	S 140
(5)	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	e priv	~
	No Information Filed		
Custodi	ian_		
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets?		
_0. (u)	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>p</i> fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	<b>v</b> rivat∈	) C
	Additional Custodian Information : 1 Record(s) Filed.		

If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the private fund uses. If the private

Form D file number

021-197860

	PERSHING LLC			
(c)	Primary business name PERSHING LLC	of custodian:		
(d)	The location of the custo	odian's office responsible for custody of	the <i>private fund's</i> assets (city, state and country):	
	City: JERSEY CITY	State: New Jersey	Country: United States	
	JENGET GITT	New Jersey	officed States	Ye
(e)	Is the custodian a <i>relate</i>	ed person of your firm?		0
(f)	If the custodian is a bro	ker-dealer, provide its SEC registration r	number (if any):	
	- CRD Number (if any):			
(g)	If the custodian is not a identifier (if any)	broker-dealer, or is a broker-dealer but	t does not have an SEC registration number, provide	its <i>legal entity</i>
<u>trato</u>	<u>or</u>			,
Does	s the <i>private fund</i> use an a	dministrator other than your firm?		
If the	e answer to question 26.(	a) is "yes," respond to questions (b) thr	rough (f) below. If the <i>private fund</i> uses more than or	ne administrato
If the	e answer to question 26.(	·	•	ne administrato
If the	e answer to question 26.( complete questions (b) t	a) is "yes," respond to questions (b) thr	•	ne administrato
Add	e answer to question 26.( t complete questions (b) t itional Administrator Inf the answer to question 26	a) is "yes," respond to questions (b) thr hrough (f) separately for each administr formation : 1 Record(s) Filed.	chrough (f) below. If the <i>private fund</i> uses more than	
Add  If the	e answer to question 26.( t complete questions (b) t itional Administrator Inf the answer to question 26	a) is "yes," respond to questions (b) thr hrough (f) separately for each administr formation: 1 Record(s) Filed.	chrough (f) below. If the <i>private fund</i> uses more than	
Add  If the	e answer to question 26.( t complete questions (b) t  itional Administrator Inf  the answer to question 26 ministrator, you must con	a) is "yes," respond to questions (b) thr hrough (f) separately for each administr formation: 1 Record(s) Filed.	chrough (f) below. If the <i>private fund</i> uses more than	
Add  If the must	e answer to question 26.( t complete questions (b) t  itional Administrator Inf  the answer to question 26 ministrator, you must con  Name of administrator:  SS&C TECHNOLOGIES	a) is "yes," respond to questions (b) through (f) separately for each administrement of the content of the cont	chrough (f) below. If the <i>private fund</i> uses more than	
Add  If the must	e answer to question 26.( t complete questions (b) to titional Administrator Informational Administrator Information 26 the answer to question 26 ministrator, you must com Name of administrator: SS&C TECHNOLOGIES  Location of administrator	a) is "yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed.  b. (a) is "yes," respond to questions (b) to applete questions (b) through (f) separate for (city, state and country):	chrough (f) below. If the <i>private fund</i> uses more than ely for each administrator.	
Add  If the must	e answer to question 26.( t complete questions (b) t  itional Administrator Inf  the answer to question 26 ministrator, you must con  Name of administrator:  SS&C TECHNOLOGIES	a) is "yes," respond to questions (b) through (f) separately for each administrement of the content of the cont	chrough (f) below. If the <i>private fund</i> uses more than	
Add  If the must	e answer to question 26.( t complete questions (b) t  itional Administrator Inf  the answer to question 26 ministrator, you must con  Name of administrator: SS&C TECHNOLOGIES  Location of administrato City: WINDSOR	a) is "yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed.  5. (a) is "yes," respond to questions (b) to applete questions (b) through (f) separate for (city, state and country):  State:  Connecticut	chrough (f) below. If the <i>private fund</i> uses more than ely for each administrator.  Country:	one
Add  If the must	e answer to question 26.( t complete questions (b) t  itional Administrator Inf  the answer to question 26 ministrator, you must con  Name of administrator: SS&C TECHNOLOGIES  Location of administrato City: WINDSOR	a) is "yes," respond to questions (b) thr hrough (f) separately for each administr formation: 1 Record(s) Filed.  b. (a) is "yes," respond to questions (b) the highest properties of the proper	chrough (f) below. If the <i>private fund</i> uses more than ely for each administrator.  Country:	one
Add  If the must  Add  (b)  (c)	e answer to question 26.( t complete questions (b) to titional Administrator Informational Administrator Information and the answer to question 26 ministrator, you must contain Name of administrator:  SS&C TECHNOLOGIES  Location of administrator  City: WINDSOR	a) is "yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed.  5. (a) is "yes," respond to questions (b) to applete questions (b) through (f) separate or (city, state and country):  State:  Connecticut	chrough (f) below. If the <i>private fund</i> uses more than ely for each administrator.  Country: United States	one
Add  If the must  Add  (b)  (c)	e answer to question 26.( t complete questions (b) to the complete questions (b) to the complete questions (c) to the answer to question 26 ministrator, you must complete administrator:  SS&C TECHNOLOGIES  Location of administrator City:  WINDSOR  Is the administrator a result of the complete properties of the administrator of the complete properties of the administrator of the complete properties of the administrator of the complete properties of t	a) is "yes," respond to questions (b) thr hrough (f) separately for each administr formation: 1 Record(s) Filed.  5. (a) is "yes," respond to questions (b) the highest properties of the proper	chrough (f) below. If the <i>private fund</i> uses more than ely for each administrator.  Country: United States	one

27. Duri your related person?

100%

Include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the valuation determined by such person.

28	(a) Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?  You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other sol similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>pri</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		•
	No Information Filed		
A. F	RIVATE FUND		
Info	rmation About the <i>Private Fund</i>		
1.	<ul> <li>(a) Name of the <i>private fund</i>: FM FIRST CHINA PORTFOLIO, L.P.</li> <li>(b) <i>Private fund</i> identification number: (include the "805-" prefix also)</li> <li>805-4691939479</li> </ul>		
2.	Under the laws of what state or country is the <i>private fund</i> organized:  State:  Country:  Cayman Islands		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	FIRST MANHATTAN CO. INC.		
	ROBERT GOTTESMAN, ANDREW ASPEN AND ALVARO SPINOLA, DIRECTORS		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The <i>private fund</i> (check all that apply; you must check at least one):  (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 19  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 19		
E			
5.	List the name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered.  Name of Country/English Name of <i>Foreign Financial Regulatory Authority</i>		
	Cayman Islands - Cayman Islands Monetary Authority		
6.	(a) Is this a "master fund" in a master-feeder arrangement?	Yes	_
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	•	0
	Name of <i>private fund</i> Private fund identification number		
	FM FIRST CHINA FUND LIMITED 805-3305260338		
	(c) Is this a "feeder fund" in a master-feeder arrangement?	Yes O	No ©
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?  Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Sec for the master-feeder arrangement or reporting on the funds separately.	:ion 7.B.(	1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1 the feeder funds answer the following questions:	, for each	า of

Yes No

7	-	are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(	(1), fo	r
		f the feeder funds answer the following questions:		
	(a)	Name of the <i>private fund</i> :  FM FIRST CHINA FUND LIMITED		
	(b)	Private fund identification number:  (include the "805-" prefix also)		
		805-3305260338		
	(c)	Under the laws of what state or country is the <i>private fund</i> organized:		
		State: Country:		
		Cayman Islands		
	(d) (1)	Name(s) of General Partner, Manager, Trustee or Directors (or <i>persons</i> serving in a similar capacity):		_
		Name of General Partner, Manager, Trustee or Director		
		ALVARO SPINOLA, ANDREW ASPEN, AND ROBERT GOTTESMAN, DIRECTORS		_
	(d) (2)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.  No Information Filed	d:	
	(e)	The <i>private fund</i> (check all that apply; you must check at least one):		
	(0)	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company	Act of	,
		1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company 1940	Act of	
	(f)	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		Name of Country/English Name of Foreign Financial Regulatory Authority		
		Cayman Islands - Cayman Islands Monetary Authority		
iss	ets in a	urposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially al single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it ses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issue	ed
iss nul	ets in a s Itiple clas	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it isses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issue <b>Yes</b>	ed <b>N</b> c
ss nul	ets in a s Itiple clas	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it isses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	Yes	ed <b>N</b> o
ss nul a)	ets in a solution of the state	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it isses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	Yes	ed
ass mul (a) NO <sup>-</sup> /eh	ets in a solution ets in a sol	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it isses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  **rivate fund a "fund of funds"?**  urposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment.	Yes	No ••d
ass mul (a) NO <sup>-</sup> /eh	ets in a solution ets in a sol	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it isses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  *Trivate fund* a "fund of funds"?  *Universal fund* urrows a series of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment gardless of whether they are also private funds or registered investment companies.	Yes Out	ed No ⊙
a) IO <sup>-</sup> eh b)	ets in a solution in a solutio	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it isses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  *Trivate fund* a "fund of funds"?  *Universal fund* urrows a series of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment gardless of whether they are also private funds or registered investment companies.	Yes C Yes	No O
ass mul (a) NO <sup>1</sup> /eh (b)	ets in a solution of the state	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is sees (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  **Tivate fund* a "fund of funds"?**  **urposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment gardless of whether they are also *private funds* or registered investment companies.**  **loes the *private fund* invest* in funds managed by you or by a *related person?**  **last fiscal year, did the *private fund* invest* in securities issued by investment companies registered under the Investment	Yes C Yes	No O
ass mul (a) NO <sup>1</sup> veh (b)	ets in a solution in a solutio	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it isses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  **Trivate fund* a "fund of funds"?*  **urposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment gardless of whether they are also **private funds* or registered investment companies.*  **Ideas the **private fund* invest* in funds managed by you or by a **related person?**  **Ideas fiscal year, did the **private fund* invest* in securities issued by investment companies registered under the Investment at of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	Yes O t Yes O	No
ass mul (a) NO veh (b) Dur Cor	ets in a set	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it isses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  **Tivate fund* a "fund of funds"?*  **urposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment gardless of whether they are also *private funds* or registered investment companies.  **Idea to the *private fund* invest* in funds managed by you or by a *related person?**  **Idea to the *private fund* invest* in securities issued by investment companies registered under the Investment at of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?  **If fund is the *private fund?**	Yes O t Yes O	No
ass mul (a) NO <sup>1</sup> veh (b) Dur Cor	ets in a set	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it isses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  **Invite fund** a "fund of funds"?**  **Urposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment gardless of whether they are also *private funds* or registered investment companies.**  **Illows the *private fund** invest in funds managed by you or by a *related person?**  **Illast fiscal year, did the *private fund* invest in securities issued by investment companies registered under the Investment at of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?**  **If fund is the *private fund?**  **Ind** O ** Inquidity fund* O ** Private equity fund* O ** real estate fund* O ** securitized asset fund* O ** venture capital fund* O ** Other *private* funds* of these fund types, please see *Instruction* 6 of the *Instructions* to *Part** 1A.**  **Se asset value of the *private funds**:	Yes O t Yes O	No
ass mul (a) NO veh (b) Dur Cor What o	ets in a solution of the solut	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it isses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  **Invite fund** a "fund of funds"?**  **Urposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment gardless of whether they are also *private funds* or registered investment companies.**  **Illows the *private fund** invest in funds managed by you or by a *related person?**  **Illast fiscal year, did the *private fund* invest in securities issued by investment companies registered under the Investment at of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?**  **If fund is the *private fund?**  **Ind** O ** Inquidity fund* O ** Private equity fund* O ** real estate fund* O ** securitized asset fund* O ** venture capital fund* O ** Other *private* funds* of these fund types, please see *Instruction* 6 of the *Instructions* to *Part** 1A.**  **Se asset value of the *private funds**:	Yes O t Yes O	No
ass mul (a) NO veh (b) Dur Cor NO Cur \$ 4.	ets in a sets in a sets in a sets in a set in a	single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it isses (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.  **Invite fund** a "fund of funds"?**  **Urposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment gardless of whether they are also *private funds* or registered investment companies.**  **Illows the *private fund** invest in funds managed by you or by a *related person?**  **Illast fiscal year, did the *private fund* invest in securities issued by investment companies registered under the Investment at of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?**  **If fund is the *private fund?**  **Ind** O ** Inquidity fund* O ** Private equity fund* O ** real estate fund* O ** securitized asset fund* O ** venture capital fund* O ** Other *private* funds* of these fund types, please see *Instruction* 6 of the *Instructions* to *Part** 1A.**  **Se asset value of the *private funds**:	Yes O t Yes O	No

NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the

13.	<ul><li>13. Approximate number of the <i>private fund's</i> beneficial owners:</li><li>43</li></ul>				
14.	. What is the approximate percentage of the <i>private fund</i> beneficially owned by you an 3%	d your <i>related persons</i> :			
15.	. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in th 0%	e aggregate) by funds of funds	ii		
	070			Yes No	
	(b) If the private fund qualifies for the exclusion from the definition of investment cor Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	mpany under section 3(c)(1) of	the Investment	0 0	
16.	. What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>Ui</i> 74%	nited States persons:			
You	ur Advisory Services				
4 7				Yes No	
17.	(a) Are you a subadviser to this <i>private fund</i> ?			0 0	
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, question 17.(a) is "no," leave this question blank.		ivate fund. If the ans	wer to	
18	No Information File	ed			
		(1)		Yes No	
18.	<ul><li>(a) Do any investment advisers (other than the investment advisers listed in Section</li><li>(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, to question 18.(a) is "no," leave this question blank.</li></ul>	•		• C the answer	
	Name of Other Adviser to private fund	SEC file number	CRD number	r	
	FIRST BEIJING	802-77740	164293		
	FIRST BEIJING INVESTMENT (CAYMAN) LIMITED				
				Yes No	
19.	. Are your clients solicited to invest in the private fund?			⊙ ⊙	
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.				
20.	. Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 1%				
<u>Pri</u>	ivate Offering			Voc No	
21.	. Has the <i>private fund</i> ever relied on an exemption from registration of its securities un	der Regulation D of the Securit	ies Act of 1933?	Yes No	
		der Regulation B er the education	103 7101 01 1700.	⊙ ೧	
22.	. If yes, provide the <i>private fund's</i> Form D file number (if any):				
	No Information Filed				
B. S	SERVICE PROVIDERS				
Aud	<u>ditors</u>			Yes No	
23.	. (a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?			© 0	
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared	pared in accordance with U.S. (	GAAP?	0 0	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (by you must complete questions (b) through (f) separately for each auditing firm.				
	Additional Auditor Information : 1 Record(s) Filed.				
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through auditing firm, you must complete questions (b) through (f) separately for each	•	ses more than one		
	(b) Name of the auditing firm:				

organizational documents of the fund).

ERNST & YOUNG LLP

	(c) The location of the auditing firm	s office responsible for the <i>private</i>	e fund's audit (city, state and country):		
	City:	State:	Country:		
	GRAND CAYMAN		Cayman Islands	Yes	No
	(d) Is the auditing firm an independent	nt public accountant?		•	0
	(e) Is the auditing firm registered w	ith the Public Company Accountin	g Oversight Board?	•	0
	If yes, Public Company Accountin	ng Oversight Board-Assigned Num	ber:		
	(f) If "yes" to (e) above, is the audi accordance with its rules?	ting firm subject to regular inspec	tion by the Public Company Accounting Oversight Board	in 👩	0
				Yϵ	es No
(g)	Are the <i>private fund's</i> audited financial investors?	statements for the most recently	completed fiscal year distributed to the <i>private fund's</i>	•	9 0
(h)	Do all of the reports prepared by the a  • Yes • No • Report Not Yet Receive	·	nce your last <i>annual updating amendment</i> contain unqua	lified opinio	ns?
	·		ent to your Form ADV to update your response when the r	eport is ava	nilable.
Prime E	<u>Broker</u>				
24 (a)	Doos the private fundues one or more	prima brakara?		Ye	es No
24. (a)		· s," respond to questions (b) thro	ugh (e) below for each prime broker the <i>private fund</i> use ) through (e) separately for each prime broker.	s. If the <i>pri</i>	o o ivate
		No Inform	nation Filed		
25. (a)	If the answer to question 25.(a) is "ye fund uses more than one custodian, yo	s," respond to questions (b) throu ou must complete questions (b) th	sted above) to hold some or all of its assets?  ugh (g) below for each custodian the <i>private fund</i> uses. Inrough (g) separately for each custodian.	•	es No o te
	Additional Custodian Information : 1	Record(s) Filed.			
		•	rough g) below for each custodian the <i>private fund</i> uses. through (g) separately for each custodian.	If the <i>priva</i>	ate
	(c) Primary business name of custoo PERSHING LLC	Jian:			
	(d) The location of the custodian's o City: JERSEY CITY	ffice responsible for <i>custody</i> of th State: New Jersey	e <i>private fund's</i> assets (city, state and country):  Country:  United States		
	(e) Is the custodian a related person	of your firm?		Yes O	No ⊙
	(f) If the custodian is a broker-deale 8 - 17574 CRD Number (if any): 7560	भ, provide its SEC registration nu	mber (if any):		
	(g) If the custodian is not a broker-of	dealer, or is a broker-dealer but c	loes not have an SEC registration number, provide its <i>le</i>	gal entity	

26 (5)	Doos the private fundues on adm	ainistrator other than your firm?		Yes No
26. (a)	Does the <i>private fund</i> use an adn	·	nrough (f) below. If the <i>private fund</i> uses more than o	• O
	•	ough (f) separately for each adminis	•	ine administrator, you
	Additional Administrator Infor	mation : 1 Record(s) Filed.		
		a) is "yes," respond to questions (b) ete questions (b) through (f) separa	through (f) below. If the <i>private fund</i> uses more than tely for each administrator.	n one
	(b) Name of administrator: SS&C TECHNOLOGIES			
	(c) Location of administrator (	city, state and country):		
	City:	State:	Country:	
	WINDSOR	Connecticut	United States	
				Yes No
	(d) Is the administrator a <i>rela</i>	ted person of your firm?		0 0
	(e) Does the administrator pro	epare and send investor account sta	atements to the <i>private fund's</i> investors?	
	· · ·		ut not all investors) No (provided to no investors)	
	POSITION(S) IN OUR PRIVA		EMENTS VIA OUR CLEARING BROKER WHICH INCLUDES RECEIVE STATEMENTS SEPARATELY PREPARED BY SS&	
yo 10 Ind rel	ur <i>related person</i> ? 0% clude only those assets where (i) s	such <i>person</i> carried out the valuation on used for purposes of investor subs	(by value) was valued by a <i>person</i> , such as an admin n procedure established for that asset, if any, includin scriptions, redemptions or distributions, and fee calcu	ng obtaining any
<u>Market</u>	<u>sers</u>			Yes N
28. (a)	Does the <i>private fund</i> use the ser	rvices of someone other than you or	your <i>employees</i> for marketing purposes?	0 6
	similar person. If the answer to q	uestion 28.(a) is "yes," respond to d	nt, consultant, finder, introducer, municipal advisor or questions (b) through (g) below for each such market plete questions (b) through (g) separately for each m	r other solicitor, or ter the <i>private fund</i>
		No Info	ormation Filed	
		No Inf	ormation Filed	

identifier (if any)

Information About the Private Fund

1. (a) Name of the *private fund*:

805-2813379435

FM LAUREL ASSOCIATES, LP

(b) Private fund identification number: (include the "805-" prefix also)

2.	Under the laws of what state or country is the private fund organized:		
	State: Country:		
	Maryland United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	FIRST MANHATTAN REAL ESTATE MANAGEMENT CORP.		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The <i>private fund</i> (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
	No miornation rilea	Yes	. No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	_	
0.		О	⊙
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	$\circ$	$\odot$
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?  Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(	(1)
	for the master reeder arrangement of reporting on the rands separately.		
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), fo the feeder funds answer the following questions:	r eac	h of
	the recuer runus answer the ronowing questions.		
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it		
	multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issue	;u
0		Yes	
8.	(a) Is this <i>private fund</i> a "fund of funds"?	_	⊙
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	τ	
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	. What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other <i>priva</i> SINGLE PURPOSE PVTE INVESTMENT VEHICLE FORMED TO INVEST IN CORRIDOR MARKETPLACE LLC IN LAUREL, MD	te fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		

11.		rent gross asset value of the <i>private fund</i> : 1,696		
Ow	nersl	<u>hip</u>		
12.	\$ 10 NOT	imum investment commitment required of an investor in the <i>private fund</i> :  0,000  TE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the anizational documents of the fund).		
13.	Appı 21	roximate number of the <i>private fund's</i> beneficial owners:		
14.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
15.	(a) 0%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
		If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ©	No O
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
You	ır Ad	Ivisory Services	Yes	No
17.	(a)	Are you a subadviser to this <i>private fund</i> ?	O	
		If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	_	
		No Information Filed		
			Yes	No
18.	(b)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ? If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the atto question 18.(a) is "no," leave this question blank.	C answe	<b>⊙</b> er
		No Information Filed		
			Yes	No
19.	Are	your clients solicited to invest in the private fund?	•	0
	NOT	TE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Аррі 1%	roximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
<u>Pri\</u>	vate (	Offering		
21.	Has	the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	No O
22.	If y∈	es, provide the <i>private fund's</i> Form D file number (if any):		
		No Information Filed		
B. SI	ERVIC	CE PROVIDERS		
Auc	litors		v	
23	(a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes	_
20.		(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	⊙ ○
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.		_

		Yes	No
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	0	0
(h)	) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualific	ed opinions	s?
	O Yes O No O Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the repo	ort is availa	ble.
Prime E	<u>Broker</u>		
24. (a)	) Does the <i>private fund</i> use one or more prime brokers?	Yes	No •
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	If the <i>priva</i>	te
	No Information Filed		
<u>Custodi</u>	<u>lian</u>	Yes	No
25. (a)	Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets?	⊙	0
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If t <i>fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	he <i>private</i>	
	Additional Custodian Information : 1 Record(s) Filed.		
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.  (b) Legal name of custodian:  PERSHING LLC	the private	,
	(c) Primary business name of custodian: PERSHING LLC		
	(d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country):		
	City: State: Country:  JERSEY CITY New Jersey United States		
		Yes N	lo
	(e) Is the custodian a <i>related person</i> of your firm?	0 6	•
	(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):		
	- CRD Number (if any):		
	(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal identifier (if any)	! entity	
Adminis	<u>istrator</u>	Vos	No
26. (a)	) Does the <i>private fund</i> use an administrator other than your firm?	Yes	(O
	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one admin must complete questions (b) through (f) separately for each administrator.	_	_
	No Information Filed		

No Information Filed

27.		ring your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that ir related person?	is not	
	Inc rele	lude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining and evant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (included acations) was the valuation determined by such <i>person</i> .	-	
Ma	rkete	<u>ers</u>		
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	No ©
		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	or, or	
		No Information Filed		
A. P	RIVA	TE FUND		
Info	<u>orma</u>	tion About the <i>Private Fund</i>		
1.	(a)	Name of the <i>private fund</i> :		
		FMC RESEARCH FUND, L.P.		
	(b)	Private fund identification number:  (include the "805-" prefix also)		
		805-1479258278		
2.	Und	der the laws of what state or country is the <i>private fund</i> organized:		
		State: Country:		
		New York United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
		me of General Partner, Manager, Trustee, or Director		
	FIF	RST MANHATTAN CO., GENERAL PARTNER		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.		e private fund (check all that apply; you must check at least one):		
		(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed	Yes	No.
6.	(a)	Is this a "master fund" in a master-feeder arrangement?		<b>⊙</b>
	(b)	If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		
			Yes	No
	(c)	Is this a "feeder fund" in a master-feeder arrangement?		<b>⊙</b>
	(d)	If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?	~	~
		Name of private fund:		
		Private fund identification number:		
		(include the "805-" prefix also)		

7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	r eacl	h of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially al assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issue	ed
0	(a) La dalla matricata 6 mad a 116 mad a 6 6 mad a 110		No
8.	(a) Is this <i>private fund</i> a "fund of funds"?	. 0	⊙
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	ι	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	. No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private INVESTMENT VEHICLE FOCUSED ON INVESTMENT IN PUBLICLY TRADED EQUITY SECURITIES.	te fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> :		
	\$ 85,840,453		
<u>Ow</u>	<u>nership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 100,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	<del>)</del>	
13.	Approximate number of the <i>private fund's</i> beneficial owners:  30		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 100%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ©	No O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 0%		
Υοι	ur Advisory Services		
17	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	
	<ul><li>(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the answer question 17.(a) is "no," leave this question blank.</li></ul>	o to	•
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	•

		the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If to question 18.(a) is "no," leave this question blank.	he an	swer	-
		No Information Filed			
			Y	es N	О
19.		our <i>clients</i> solicited to invest in the <i>private fund</i> ?	6	0	)
	NOTE:	: For purposes of this question, do not consider feeder funds of the private fund.			
20.	Appro	eximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?			
Priv	vate O	ffering			
21.	Has th	he private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Y	es N	
22.	If yes	, provide the <i>private fund's</i> Form D file number (if any):			
		No Information Filed			
B. SI	ERVICE	E PROVIDERS			
Aud	<u>litors</u>		Y	es N	lo
23.	(a) (1	1) Are the private fund's financial statements subject to an annual audit?	(	•	0
	(2	2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	1	•	0
		the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audiou must complete questions (b) through (f) separately for each auditing firm.	ting fi	rm,	
	4	Additional Auditor Information : 1 Record(s) Filed.			
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP			
		(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):			
		City: State: Country:			
		NEW YORK New York United States	V	NI-	
		(d) Is the auditing firm an independent public accountant?	ves ©	No O	
			~	~	
		(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0	
		If yes, Public Company Accounting Oversight Board-Assigned Number: 42			
		(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0	
			V	N	la.
	_	re the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> avestors?		es N	
	(h) D	o all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	opini	ons?	
	0	Yes O No O Report Not Yet Received			
	If	you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report	is ava	ailabl	е.
<u>Prir</u>	ne Bro	<u>oker</u>			
24	(a) D	oes the private fund use one or more prime brokers?		es N	
∠ → .	(u) D	600 the private rand abound of more prime brokers:		0 (	)

If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the *private fund* uses. If the *private* 

	No Info	ormation Filed	
<u>an</u>			
Doos the private funduce or	ny custodians (including the prime broker	s listed above) to hold some or all of its assets?	Ye
If the answer to question 25	5.(a) is "yes," respond to questions (b) the	rough (g) below for each custodian the <i>private i</i> through (g) separately for each custodian.	•
Additional Custodian Info	rmation : 1 Record(s) Filed.		
III		through g) below for each custodian the <i>private</i> (b) through (g) separately for each custodian.	fund uses. If the <i>priva</i>
(b) Legal name of custod	ian:		
(c) Primary business nam PERSHING LLC	ne of custodian:		
(d) The location of the cu	ustodian's office responsible for custody of	the private fund's assets (city, state and country	<b>/</b> ):
City: JERSEY CITY	State: New Jersey	Country: United States	
			Yes
(e) Is the custodian a rela	lated person of your firm?		0
8 - 17574 CRD Number (if any):	proker-dealer, provide its SEC registration	number (if any):	
8 - 17574 CRD Number (if any): 7560		number (if any): It does not have an SEC registration number, pr	ovide its <i>legal entity</i>
8 - 17574  CRD Number (if any): 7560  (g) If the custodian is not			ovide its <i>legal entity</i>
8 - 17574 CRD Number (if any): 7560  (g) If the custodian is not identifier (if any)	t a broker-dealer, or is a broker-dealer bu		
8 - 17574 CRD Number (if any): 7560  (g) If the custodian is not identifier (if any)  strator  Does the private fund use ar	t a broker-dealer, or is a broker-dealer bu	it does not have an SEC registration number, pr	Ye
8 - 17574 CRD Number (if any): 7560  (g) If the custodian is not identifier (if any)  Strator  Does the private fund use are If the answer to question 26	t a broker-dealer, or is a broker-dealer bu	it does not have an SEC registration number, pr	Y
8 - 17574 CRD Number (if any): 7560  (g) If the custodian is not identifier (if any)  Strator  Does the private fund use ar If the answer to question 26 must complete questions (b	t a broker-dealer, or is a broker-dealer but a	it does not have an SEC registration number, pr	Ye
8 - 17574 CRD Number (if any): 7560  (g) If the custodian is not identifier (if any)  Strator  Does the private fund use ar If the answer to question 26 must complete questions (b  Additional Administrator I	t a broker-dealer, or is a broker-dealer but a dministrator other than your firm?  6.(a) is "yes," respond to questions (b) the object of the through (f) separately for each administration: 1 Record(s) Filed.	rough (f) below. If the <i>private fund</i> uses more thrator.	Ye onan one administrator,
8 - 17574 CRD Number (if any): 7560  (g) If the custodian is not identifier (if any)  Strator  Does the private fund use ar If the answer to question 26 must complete questions (b  Additional Administrator I	t a broker-dealer, or is a broker-dealer be administrator other than your firm?  6. (a) is "yes," respond to questions (b) the other than your firm?  Information: 1 Record(s) Filed.  26. (a) is "yes," respond to questions (b) complete questions (b) through (f) separately for each administration.	rough (f) below. If the <i>private fund</i> uses more thrator.	Ye onan one administrator,
8 - 17574 CRD Number (if any): 7560  (g) If the custodian is not identifier (if any)  Strator  Does the private fund use ar If the answer to question 26 must complete questions (b)  Additional Administrator I  If the answer to question administrator, you must complete question administrator, you must complete question administrator.	t a broker-dealer, or is a broker-dealer be administrator other than your firm?  6. (a) is "yes," respond to questions (b) the other than your firm?  Information: 1 Record(s) Filed.  26. (a) is "yes," respond to questions (b) complete questions (b) through (f) separately for each administration.	rough (f) below. If the <i>private fund</i> uses more thrator.	Ye onan one administrator,
8 - 17574 CRD Number (if any): 7560  (g) If the custodian is not identifier (if any)  Strator  Does the private fund use ar If the answer to question 26 must complete questions (b)  Additional Administrator I  If the answer to question administrator, you must complete question administrator question administrator question administrator question of administrator question of administrator question administrator question administrator question administrator question question administrator question administrator question administrator question question administrator question question administrator question administrator question que que que	t a broker-dealer, or is a broker-dealer be administrator other than your firm?  6. (a) is "yes," respond to questions (b) the other than your firm?  Information: 1 Record(s) Filed.  26. (a) is "yes," respond to questions (b) complete questions (b) through (f) separately for each administration in the properties of t	rough (f) below. If the <i>private fund</i> uses more thrator.  through (f) below. If the <i>private fund</i> uses more thrator.  Country:	Ye onan one administrator,
8 - 17574 CRD Number (if any): 7560  (g) If the custodian is not identifier (if any)  Strator  Does the private fund use ar If the answer to question 26 must complete questions (b  Additional Administrator I  If the answer to question administrator, you must complete to question administrator of the complete to question administrator of administrator of SS&C TECHNOLOGIES  (c) Location of administrator	t a broker-dealer, or is a broker-dealer but a dministrator other than your firm? 6.(a) is "yes," respond to questions (b) though (f) separately for each administration: 1 Record(s) Filed. 26.(a) is "yes," respond to questions (b) complete questions (b) through (f) separater: 6. ator (city, state and country):	rough (f) below. If the <i>private fund</i> uses more thrator.  through (f) below. If the <i>private fund</i> uses more thrator.	Ye an one administrator, than one
8 - 17574 CRD Number (if any): 7560  (g) If the custodian is not identifier (if any)  Strator  Does the private fund use ar If the answer to question 26 must complete questions (b)  Additional Administrator I  If the answer to question administrator, you must complete to the complete of the complete o	t a broker-dealer, or is a broker-dealer be administrator other than your firm?  6. (a) is "yes," respond to questions (b) the other than your firm?  Information: 1 Record(s) Filed.  26. (a) is "yes," respond to questions (b) complete questions (b) through (f) separately for each administration in the properties of t	rough (f) below. If the <i>private fund</i> uses more thrator.  through (f) below. If the <i>private fund</i> uses more thrator.  Country:	Ye onan one administrator,

		(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." INVESTORS IN OUR PRIVATE FUNDS ARE GENERALLY CLIENTS OF FMC (AS A BROKER DEALER/INVESTMENT ADVISER) AND HOLD THEIR INTERESTS VIA ACCOUNTS WITH THE FIRM AND RECEIVE STATEMENTS VIA OUR CLEARING BROKER WHICH INCLUDES THEIR POSITION(S) IN OUR PRIVATE FUND(S). INVESTORS MAY ALSO RECEIVE STATEMENTS SEPARATELY PREPARED BY SS&C, AND IN SOME INSTANCES STATEMENTS PREPARED BY FMC AS WELL.		
27.		ring your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that is ur related person?	not	
	rele	OW.  Ilude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining any evant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including ocations) was the valuation determined by such <i>person</i> .		
Maı	rket		_	
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	es O	INO €
		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fu</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	or	
		No Information Filed		
A. PI	RIVA	TE FUND		
Info	<u>rma</u>	tion About the <i>Private Fund</i>		
1.	(a)	Name of the <i>private fund</i> :		
		FMZ VENTURES FUND, L.P.		
	(b)	Private fund identification number: (include the "805-" prefix also) 805-9632686560		
2.	Und	der the laws of what state or country is the <i>private fund</i> organized:  State:  Country:		
		Delaware United States		
3.		Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		_
		nme of General Partner, Manager, Trustee, or Director RST MANHATTAN CO., MANAGER		
		IZ VENTURES, LLC, GENERAL PARTNER		
	(h)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.	The	e private fund (check all that apply; you must check at least one):  (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	t the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
6	(2)	Is this a "master fund" in a master feeder arrangement?	es	
6.		If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	0	⊙
	(6)	No Information Filed		
			0.5	NI-

	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?  Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	.B.( <sup>^</sup>	1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	ı of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		<b>/</b> es	No
8.	(a) Is this <i>private fund</i> a "fund of funds"?  NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	0	•
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
9.		res O	No ⊙
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	: fun	ıd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 138,615,804		
<u>Ow</u>	nership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 250,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners:  155		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 22%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:  0%		
		res O	No O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 9%		

0 0

(c) Is this a "feeder fund" in a master-feeder arrangement?

Your Advisory Services

	question 17.(a) is "no," leave this question bl					
		No Informa	ation Filed			
- \			C 7 D (1) A 2 (b)	a mark sata fi man	Ye	es
	Do any investment advisers (other than the in If the answer to question 18.(a) is "yes," provided by the state of the stat			·	ebo one	
0)	to question 18.(a) is "no," leave this question		number, ir any, or the other advis	ers to the <i>private runa.</i> In t	ile alis	5 7 7 7
	Name of Other Adviser to private fund		SEC file number	CRD number		
	2020HL LLC					
<u>.</u>	a vour alianta caliaitad ta invast in the private fu	undD			Ye	
	e your <i>clients</i> solicited to invest in the <i>private full</i> TE: For purposes of this question, do not conside		fund		•	9
_	72. Tel parpeses el timo questieni, de net conside	r reeder r <mark>a</mark> nds er ine private	rana.			
ф	proximately what percentage of your <i>clients</i> has	s invested in the private fur	nd?			
%						
te	e Offering					
	<u></u>				Ye	es
а	s the <i>private fund</i> ever relied on an exemption f	from registration of its secu	rities under Regulation D of the S	ecurities Act of 1933?	Œ	9
_	yes, provide the <i>private fund's</i> Form D file number	er (if any):				
	rm D file number 21-1801468					
۲V	ICE PROVIDERS					
۲V	ICE PROVIDERS					
2V						
					Υ€	es
OI	(1) Are the <i>private fund's</i> financial statements	-			Y e	
OI	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes	s," are the financial stateme	ents prepared in accordance with l		6	•
<u>Ol</u>	(1) Are the <i>private fund's</i> financial statements	s," are the financial statemerespond to questions (b) the	ents prepared in accordance with loough (h) below. If the private fun		6	•
OI	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes" If the answer to question 23.(a)(1) is "yes," r	s," are the financial statemerespond to questions (b) the separately for each auditing	ents prepared in accordance with longh (h) below. If the private fun		6	•
OI	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f) s	s," are the financial statemerespond to questions (b) the separately for each auditing  s) Filed.  " respond to questions (b)	ents prepared in accordance with to rough (h) below. If the <i>private fun</i> firm. through (h) below. If the <i>private fa</i>	d uses more than one audi	6	•
OI	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f):  Additional Auditor Information: 1 Record(state)  If the answer to question 23.(a)(1) is "yes," auditing firm, you must complete questions	s," are the financial statemerespond to questions (b) the separately for each auditing  s) Filed.  " respond to questions (b)	ents prepared in accordance with to rough (h) below. If the <i>private fun</i> firm. through (h) below. If the <i>private fa</i>	d uses more than one audi	6	•
<u>Ol</u>	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f) s  Additional Auditor Information: 1 Record(s)  If the answer to question 23.(a)(1) is "yes," auditing firm, you must complete questions  (b) Name of the auditing firm:	s," are the financial statemerespond to questions (b) the separately for each auditing  s) Filed.  " respond to questions (b)	ents prepared in accordance with to rough (h) below. If the <i>private fun</i> firm. through (h) below. If the <i>private fa</i>	d uses more than one audi	6	•
וכ	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f):  Additional Auditor Information: 1 Record(state)  If the answer to question 23.(a)(1) is "yes," auditing firm, you must complete questions	s," are the financial statemerespond to questions (b) the separately for each auditing  s) Filed.  " respond to questions (b)	ents prepared in accordance with to rough (h) below. If the <i>private fun</i> firm. through (h) below. If the <i>private fa</i>	d uses more than one audi	6	•
<u>)</u>	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f) s  Additional Auditor Information: 1 Record(s)  If the answer to question 23.(a)(1) is "yes," auditing firm, you must complete questions  (b) Name of the auditing firm:	s," are the financial statements," are the financial statements," respond to questions (b) the separately for each auditing s) Filed.  " respond to questions (b) to through (f) separately for each auditing separately fo	ents prepared in accordance with to rough (h) below. If the <i>private fun</i> firm.  through (h) below. If the <i>private fun</i> for each auditing firm.	d uses more than one audi	6	•
וכ	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," regou must complete questions (b) through (f) standard Auditor Information: 1 Record(standard Information 23.(a)(1) is "yes," auditing firm, you must complete questions  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office City:	respond to questions (b) the separately for each auditing s) Filed.  "respond to questions (b) to questions (b) to questions (b) to through (f) separately for exponsible for the private state:	ents prepared in accordance with to cough (h) below. If the private function.  Through (h) below. If the private for each auditing firm.  Fund's audit (city, state and counting Country:	d uses more than one audi	6	•
<u>DI</u>	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f) standard Auditor Information: 1 Record(standard Auditor Information: 1 Record(standard Auditor Information: 1 Record(standard Auditing firm, you must complete questions  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office	respond to questions (b) the separately for each auditing  s) Filed.  "respond to questions (b) to questions (b) to questions (b) to through (f) separately for the private	ents prepared in accordance with tough (h) below. If the <i>private fun</i> firm.  Through (h) below. If the <i>private function</i> and the private for each auditing firm.	d uses more than one audi	6	• rm
<u> I</u>	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," regou must complete questions (b) through (f) standard Auditor Information: 1 Record(standard Information 23.(a)(1) is "yes," auditing firm, you must complete questions  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office City:	s," are the financial statements," are the financial statements," are the financial statements, are spond to questions (b) the separately for each auditing s) Filed.  " respond to questions (b) the grade of the private of the private of the state:  New York	ents prepared in accordance with to cough (h) below. If the private function.  Through (h) below. If the private for each auditing firm.  Fund's audit (city, state and counting Country:	d uses more than one audi	ting fir	• rn
<u>II</u>	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f):  Additional Auditor Information: 1 Record(state)  If the answer to question 23.(a)(1) is "yes," auditing firm, you must complete questions  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office City:  NEW YORK  (d) Is the auditing firm an <i>independent publication</i>	s," are the financial statements," are the financial statements," are the financial statements," separately for each auditing s) Filed.  " respond to questions (b) to the grade of the private of the private of the grade of the	ents prepared in accordance with the private function.  Shrough (h) below. If the private function is through (h) below. If the private for each auditing firm.  Fund's audit (city, state and counting Country:  United States	d uses more than one audi	ting fir	• rm
וכ	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f):  Additional Auditor Information: 1 Record(state)  If the answer to question 23.(a)(1) is "yes," auditing firm, you must complete questions  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office City:  NEW YORK	s," are the financial statements," are the financial statements," are the financial statements," separately for each auditing s) Filed.  " respond to questions (b) to the grade of the private of the private of the grade of the	ents prepared in accordance with the private function.  Shrough (h) below. If the private function is through (h) below. If the private for each auditing firm.  Fund's audit (city, state and counting Country:  United States	d uses more than one audi	ting fir	e rm
<u>)</u>	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f) standard Auditor Information: 1 Record(standard Informati	s," are the financial statements," are the financial statements," are the financial statements," are separately for each auditing s) Filed.  " respond to questions (b) to through (f) separately for the private state:  New York  Vic accountant?  Public Company Accounting	ents prepared in accordance with the private function.  It the private function in the private function (h) below. If the private function each auditing firm.	d uses more than one audi	ting fir	o rm
OI	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes." If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f):  Additional Auditor Information: 1 Record(state)  If the answer to question 23.(a)(1) is "yes," auditing firm, you must complete questions  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office City:  NEW YORK  (d) Is the auditing firm an <i>independent publication</i> and independent publications.	s," are the financial statements," are the financial statements," are the financial statements," are separately for each auditing s) Filed.  " respond to questions (b) to through (f) separately for the private state:  New York  Vic accountant?  Public Company Accounting	ents prepared in accordance with the private function.  It the private function in the private function (h) below. If the private function each auditing firm.	d uses more than one audi	ting fir	e rm
OI	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f):  Additional Auditor Information: 1 Record(state)  If the answer to question 23.(a)(1) is "yes," auditing firm, you must complete questions  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office City:  NEW YORK  (d) Is the auditing firm an <i>independent publication</i> (e) Is the auditing firm registered with the If yes, Public Company Accounting Over	s," are the financial statements," are the financial statements," are the financial statements," are separately for each auditing s) Filed.  " respond to questions (b) to through (f) separately for the private state:  New York  Vic accountant?  Public Company Accounting	ents prepared in accordance with the private function.  It the private function in the private function (h) below. If the private function each auditing firm.	d uses more than one audi	ting fir	• rm
<u>Ol</u>	(1) Are the <i>private fund's</i> financial statements (2) If the answer to question 23.(a)(1) is "yes," ryou must complete questions (b) through (f):  Additional Auditor Information: 1 Record(state)  If the answer to question 23.(a)(1) is "yes," auditing firm, you must complete questions  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office City:  NEW YORK  (d) Is the auditing firm an <i>independent publication</i> (e) Is the auditing firm registered with the If yes, Public Company Accounting Over	s," are the financial statement of the separately for each auditing separately for each auditing s) Filed.  " respond to questions (b) to (b) through (f) separately for the private state:  New York  Public Company Accounting resignt Board-Assigned Numbers	ents prepared in accordance with the private function.  It is through (h) below. If the private for each auditing firm.  If the private for each auditing firm.	und uses more than one audi	ting fir	e rm

<u>e Broker</u>			V N
a) Does the <i>private fund</i> use one or m	ore prime brokers?		Yes No
If the answer to question 24.(a) is	"yes," respond to questions (b) thro	ugh (e) below for each prime broker the <i>private fund</i> uses. If to through (e) separately for each prime broker.	
	No Inform	nation Filed	
odian_			
			Yes No
If the answer to question 25.(a) is	"yes," respond to questions (b) thro	sted above) to hold some or all of its assets?  ugh (g) below for each custodian the <i>private fund</i> uses. If the hrough (g) separately for each custodian.	<b>⊙</b> O private
Additional Custodian Information	n : 1 Record(s) Filed.		
		rough g) below for each custodian the <i>private fund</i> uses. If the through (g) separately for each custodian.	e <i>private</i>
(b) Legal name of custodian: PERSHING LLC			
(c) Primary business name of cu PERSHING LLC	stodian:		
(d) The location of the custodian	's office responsible for <i>custody</i> of th	e <i>private fund's</i> assets (city, state and country):	
City: JERSEY CITY	State: New Jersey	Country: United States	
JENSET GITT	ivew Jersey	Officed States	Yes No
(e) Is the custodian a related pe	rson of your firm?		0 0
	ealer, provide its SEC registration nu	mber (if any):	
8 - 17574 CRD Number (if any): 7560			
(g) If the custodian is not a brok identifier (if any)	er-dealer, or is a broker-dealer but	does not have an SEC registration number, provide its legal er	ntity
<u>nistrator</u>			Yes No
a) Does the <i>private fund</i> use an admir	istrator other than your firm?		<ul><li>0</li></ul>
•	"yes," respond to questions (b) thro gh (f) separately for each administra	ugh (f) below. If the <i>private fund</i> uses more than one administ tor.	trator, you
Additional Administrator Informa	ation : 1 Record(s) Filed.		
If the anguan to question 27 (c)	is "use " recognish to quantians (b) th	cough (f) below If the private fund upon more than and	
	e questions (b) through (f) separatel	rough (f) below. If the <i>private fund</i> uses more than one y for each administrator.	
TT.			

SS&C TECHNOLOGIES

(c) Location of administrator (city, state and country):

(h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opinions?

	City: WINDSOR	State: Connecticut	Country: United States	
				Yes No
	(d) Is the administrato	r a <i>related person</i> of your firm?		○ ●
		ator prepare and send investor account st	·	
	O Yes (provided to	all investors) Some (provided to some I	but not all investors) ${}_{\hbox{\scriptsize f C}}$ No (provided to no inv	estors)
	investors? If invest INVESTORS IN OUR INTERESTS VIA ACC POSITION(S) IN OU	or account statements are not sent to the PRIVATE FUNDS ARE GENERALLY CLIENTS (COUNTS WITH THE FIRM AND RECEIVE STATE)	Is the investor account statements to the (rest of the) <i>private fund's</i> investors, respond OF FMC (AS A BROKER DEALER/INVESTMENT ADTEMENTS VIA OUR CLEARING BROKER WHICH IN RECEIVE STATEMENTS SEPARATELY PREPARED	"not applicable."  DVISER) AND HOLD THEIR  NCLUDES THEIR
27.	During your last fiscal year, wyour <i>related person</i> ?	hat percentage of the <i>private fund's</i> assets	s (by value) was valued by a <i>person</i> , such as a	n administrator, that is not
	•	valuation used for purposes of investor sub	on procedure established for that asset, if any, oscriptions, redemptions or distributions, and fo	
Mar	<u>rketers</u>			Yes No
28.	(a) Does the private fund use	the services of someone other than you c	or your <i>employees</i> for marketing purposes?	0 0
	similar <i>person</i> . If the answ	ver to question 28.(a) is "yes," respond to	ent, consultant, finder, introducer, municipal acquestions (b) through (g) below for each such mplete questions (b) through (g) separately for	n marketer the <i>private fund</i>
		No In	formation Filed	
ı. PF	RIVATE FUND			
nfo	rmation About the Private Fu	<u>ınd</u>		
1.	(a) Name of the private fund:			
	GREENLEAF PARTNERS FU	ND, LP		
	(b) Private fund identification (include the "805-" prefix			
	805-1643570268			
2.	Under the laws of what state	or country is the <i>private fund</i> organized:		
	State: Delaware	Country: United Sta	ites	
3.	(a) Name(s) of General Partn	er, Manager, Trustee, or Directors (or <i>pers</i>	sons serving in a similar capacity):	
		lanager, Trustee, or Director		
	GREENLEAF PARTNERS FUND	GP, LLC		
	(b) If filing an umbrella registi	ration, identify the filing adviser and/or relyi	ing adviser(s) that sponsor(s) or manage(s) this	s <i>private fund</i> .
	Ţ Ţ	No Infor	rmation Filed	
4	The private fund (check all that	it apply; you must check at least one):		
т.	(1) qualifies for the exclusion	sion from the definition of investment comp	pany under section 3(c)(1) of the Investment Co	
	(2) qualifies for the exclus	ion from the definition of investment comp	pany under section 3(c)(7) of the Investment Co	ompany Act of 1940

List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.

No Information Filed

		Yes	No
).	<ul><li>(a) Is this a "master fund" in a master-feeder arrangement?</li><li>(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i>?</li></ul>	0	•
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(	[1)
	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	or eac	h of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially al	II of th	noir
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issue	ed
	(a) Is this <i>private fund</i> a "fund of funds"?	Yes	
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	it O	•
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
0.	What type of fund is the <i>private fund</i> ?		
	• hedge fund • liquidity fund • private equity fund • real estate fund • securitized asset fund • venture capital fund • Other private equity	ate fui	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
1.	Current gross asset value of the <i>private fund</i> : \$ 11,249,203		
)w	nership		
2.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 500,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	9	
3.	Approximate number of the <i>private fund's</i> beneficial owners:  19		
4.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 35%		
5.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		

		Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	•	•	0
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :			
You	ır Ad	visory Services			
17	(0)	Are you a subadviser to this <i>private fund</i> ?		es	
17.	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answ question 17.(a) is "no," leave this question blank.	er to		•
		No Information Filed			
			Ye	es	No
18.	(b)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund?</i> If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> .	ne ans		⊙ r
		to question 18.(a) is "no," leave this question blank.			
		No Information Filed			
19.	Are	your <i>clients</i> solicited to invest in the <i>private fund</i> ?	Ye	es	O
		E: For purposes of this question, do not consider feeder funds of the private fund.		9	
20.	Аррі 1%	roximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?			
	1 70				
<u>Priv</u>	/ate	<u>Offering</u>			
21.	Has	the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Ye	es	No
22.		es, provide the <i>private fund's</i> Form D file number (if any):			
		m D file number 1-359094			
	02.				
B. S	ERVIC	CE PROVIDERS			
Aud	litors				
22	(-)		Y	es	No
23.		<ul><li>(1) Are the <i>private fund's</i> financial statements subject to an annual audit?</li><li>(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?</li></ul>		•	0
				• rm	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audit you must complete questions (b) through (f) separately for each auditing firm.	ing m	1111,	
		Additional Auditor Information : 1 Record(s) Filed.			
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one			
		auditing firm, you must complete questions (b) through (f) separately for each auditing firm.			
		(b) Name of the auditing firm:			
		BBD, LLP			
		(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):			
		City: State: Country:			
		PHILADELPHIA Pennsylvania United States	Yes	N	
		(d) Is the auditing firm an independent public accountant?	• • • • • • • • • • • • • • • • • • •	C	
			~	-	
		(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	C	ı
					1.1
		If yes, Public Company Accounting Oversight Board-Assigned Number:			

				Yes
	the <i>private fund's</i> audited financial state	ments for the most recently complete	ed fiscal year distributed to the private fund's	•
Do a	all of the reports prepared by the auditin	g firm for the <i>private fund</i> since your	last annual updating amendment contain unqual	ified opinions
<b>⊙</b> Y	es C No C Report Not Yet Received			
If yc	ou check "Report Not Yet Received," you n	nust promptly file an amendment to yo	our Form ADV to update your response when the re	eport is availa
roke	er_			Vac
Doe	s the <i>private fund</i> use one or more prime	e brokers?		Yes
	ne answer to question 24.(a) is "yes," re If uses more than one prime broker, you		pelow for each prime broker the <i>private fund</i> uses h (e) separately for each prime broker.	
		No Information File	ed	
<u>an</u>				
Doo	s the private funduse any custodians (in	actuding the prime brokers listed abo	vo) to hold some or all of its assets?	Yes
	s the <i>private fund</i> use any custodians (in		pelow for each custodian the <i>private fund</i> uses. It	f the private
	•		•	i the private
. 4110	uses more than one custodian, you mu	ıst complete questions (b) through (ç	g) separately for each custodian.	
	duses more than one custodian, you mu		g) separately for each custodian.	
	-		g) separately for each custodian.	
<b>Add</b>	ditional Custodian Information : 1 Reco	ord(s) Filed. respond to questions (b) through g)	below for each custodian the <i>private fund</i> uses.	If the <i>private</i>
<b>Add</b>	ditional Custodian Information : 1 Reco	ord(s) Filed. respond to questions (b) through g)	below for each custodian the <i>private fund</i> uses.	If the <i>private</i>
Add:	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:	ord(s) Filed. respond to questions (b) through g)	below for each custodian the <i>private fund</i> uses.	If the <i>private</i>
Add:	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n	ord(s) Filed. respond to questions (b) through g)	below for each custodian the <i>private fund</i> uses.	If the <i>private</i>
Add	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC	ord(s) Filed. respond to questions (b) through g)	below for each custodian the <i>private fund</i> uses.	If the <i>private</i>
Add:	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC	ord(s) Filed. respond to questions (b) through g)	below for each custodian the <i>private fund</i> uses.	If the <i>private</i>
Add If full (b)	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC	respond to questions (b) through g) nust complete questions (b) through	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.	If the <i>private</i>
Add If full (b)	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC  The location of the custodian's office r	respond to questions (b) through g) nust complete questions (b) through	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.  fund's assets (city, state and country):	If the <i>private</i>
Add If full (b)	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC	respond to questions (b) through g) nust complete questions (b) through	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.	If the <i>private</i>
If full (b) (c) (d)	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC  The location of the custodian's office r  City:  JERSEY CITY	respond to questions (b) through g) nust complete questions (b) through responsible for custody of the private State: New Jersey	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.  fund's assets (city, state and country):  Country:	If the <i>private</i>
If full (b) (c) (d)	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC  The location of the custodian's office r  City:	respond to questions (b) through g) nust complete questions (b) through responsible for custody of the private State: New Jersey	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.  fund's assets (city, state and country):  Country:	
If full (b) (c) (d)	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC  The location of the custodian's office r  City:  JERSEY CITY  Is the custodian a related person of you	respond to questions (b) through g) nust complete questions (b) through responsible for custody of the private State: New Jersey our firm?	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.  fund's assets (city, state and country):  Country: United States	Yes N
If full (b) (c) (d)	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC  The location of the custodian's office r  City:  JERSEY CITY  Is the custodian a related person of you	respond to questions (b) through g) nust complete questions (b) through responsible for custody of the private State: New Jersey our firm?	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.  fund's assets (city, state and country):  Country: United States	Yes N
If full (b) (c) (d)	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC  The location of the custodian's office r  City:  JERSEY CITY  Is the custodian a related person of you  If the custodian is a broker-dealer, pro 8 - 17574  CRD Number (if any):	respond to questions (b) through g) nust complete questions (b) through responsible for custody of the private State: New Jersey our firm?	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.  fund's assets (city, state and country):  Country: United States	Yes N
If full (b) (c) (d)	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC  The location of the custodian's office r  City:  JERSEY CITY  Is the custodian a related person of you  If the custodian is a broker-dealer, pro  8 - 17574	respond to questions (b) through g) nust complete questions (b) through responsible for custody of the private State: New Jersey our firm?	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.  fund's assets (city, state and country):  Country: United States	Yes N
If full (b) (c) (d)	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC  The location of the custodian's office r  City:  JERSEY CITY  Is the custodian a related person of you  If the custodian is a broker-dealer, pro 8 - 17574  CRD Number (if any): 7560	respond to questions (b) through g) nust complete questions (b) through responsible for custody of the private State: New Jersey our firm? ovide its SEC registration number (if	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.  fund's assets (city, state and country):  Country: United States	Yes N
If full (b) (c) (d)	the answer to question 25.(a) is "yes,"  nd uses more than one custodian, you n  Legal name of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC  The location of the custodian's office n  City:  JERSEY CITY  Is the custodian a related person of you  If the custodian is a broker-dealer, pro  8 - 17574  CRD Number (if any):  7560  If the custodian is not a broker-dealer	respond to questions (b) through g) nust complete questions (b) through responsible for custody of the private State: New Jersey our firm? ovide its SEC registration number (if	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.  fund's assets (city, state and country):  Country: United States  any):	Yes N
If full (b) (c) (d)	the answer to question 25.(a) is "yes," and uses more than one custodian, you not be used in the custodian of custodian:  PERSHING LLC  Primary business name of custodian:  PERSHING LLC  The location of the custodian's office in City:  JERSEY CITY  Is the custodian a related person of your of the custodian is a broker-dealer, proceeding in the custodian is a broker-dealer, proceeding in the custodian is not a broker-dealer identifier (if any)	respond to questions (b) through g) nust complete questions (b) through responsible for custody of the private State: New Jersey our firm? ovide its SEC registration number (if	below for each custodian the <i>private fund</i> uses.  (g) separately for each custodian.  fund's assets (city, state and country):  Country: United States  any):	Yes N

Additional Administrator Information : 1 Record(s) Filed.

		'	elete questions (b) through (f) separat	0 .,	and uses more than one	
	(b)	Name of administrator: SS&C TECHNOLOGIES				
	(a)	Location of administrator	(situate and sountm.)			
	(C)	Location of administrator City:	(city, state and country): State:	Country:		
		WINDSOR	Connecticut	United States		
	(d)	Is the administrator a rela	nted person of your firm?		Yes	s No ©
	(e)	·	repare and send investor account starestors)  Some (provided to some bu	·		
	(f)	investors? If investor accounts investors in our prival interests via accounts position(s) in our prival	26.(e) is "no" or "some," who sends bunt statements are not sent to the (in the funds are generally clients of the funds are fund and receive state are fund(s). Investors may also prepared by FMC as well.	rest of the) <i>private fund's</i> investor F FMC (AS A BROKER DEALER/INVI MENTS VIA OUR CLEARING BROKE	rs, respond "not applicable." ESTMENT ADVISER) AND HOLD THE ER WHICH INCLUDES THEIR	
y 1 II re	our <i>relat</i> 00% nclude o	nly those assets where (i)	ercentage of the <i>private fund's</i> assets of such <i>person</i> carried out the valuation on used for purposes of investor substined by such <i>person</i> .	procedure established for that as	sset, if any, including obtaining an	ny
Mark	eters					Yes No
28. (	a) Does	the private fund use the se	ervices of someone other than you or	your <i>employees</i> for marketing pu	rposes?	• 0
	simila	ar <i>person</i> . If the answer to	r the <i>person</i> acts as a placement ager question 28.(a) is "yes," respond to q ore than one marketer you must comp	uestions (b) through (g) below fo	or each such marketer the <i>private</i>	
	Add	itional Marketer Informat	ion : 2 Record(s) Filed.			
	or s	similar <i>person</i> . If the answe	ner the <i>person</i> acts as a placement ag r to question 28.(a) is "yes," respond uses more than one marketer, you mu	I to questions (b) through (g) bel	ow for each such marketer the <i>pri</i>	ivate
					Yes	s No
	(b)	Is the marketer a related	person of your firm?		О	•
	(c)	Name of the marketer: HOLLISTER ASSOCIATES,	LLC			
	(d)	If the marketer is register 8 - 69538 and CRD Number (if any): 173366	ed with the SEC, its file number (e.g.,	801-, 8-, or 866-):		
		.,,				
	(e)		s office used principally by the <i>private</i> State:		r.	
		City: MOUNT PLEASANT	State: South Carolina	Country United		
	(f)	Does the marketer marke	t the <i>private fund</i> through one or mor	re websites?	Yes O	s No
		If the answer to question	28.(f) is "yes," list the website addre	ωςς(Δς)·		
	(9)	the answer to question		formation Filed		

(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other sol or similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>fund</i> uses. If the <i>private fund</i> uses more than one marketer, you must complete questions (b) through (g) separately for each marketer.	private	
(d) If the marketer is registered with the SEC, its file number (e.g., 801-, 8-, or 866-):  and GR0 Number (if any):  (d) Location of the marketer's office used principally by the private fund (city, state and country).  (d) Location of the marketer's office used principally by the private fund (city, state and country).  (d) State  (2) Does the marketer market the private fund through one or more websites?  (g) If the answer to question 28 (f) is "yes," list the website address(es).  No Information Filed  **PRIVATE LINES**  **PRIVATE LINE				lo
Livido IURST INVISTMENT FARTHERS, LLC		(b) Is the marketer a <i>related person</i> of your firm?	0 0	•
and CRD Number (if any):  (ii) Location of the marketer's office used principally by the provee fund (city, state and country):  City: State: Downtry  RIGHMOND Wrights United States  (iii) Does the marketer market the private fund through one or more websites?  (iii) Does the marketer market the private fund through one or more websites?  (iii) If the ancever to question 2B.(f) is "yes," likt the waterin address (iii)  No Information Filed  PROVATE FUND  Information About the Private Fund  (iii) Animal of the private fund  SECOND RIST DE NOVO L.D.  (iii) Animal dentification number: (Include the 1885-* prefix also)  Bios-18812293157  2. Under the twee of what state or country is the private fund organized: State: Country: New York United States  (iii) Animal(s) or General Partner, Manager, Trustee, or United States  (iii) If filling un ornbreitz registration, identify the filling subview undher relying advisor(s) that sponsor(s) or munage(s) this private fund  (iii) If filling un ornbreitz registration, identify the filling subview undher relying advisor(s) that sponsor(s) or munage(s) this private fund  (iii) If filling un ornbreitz registration, identify the filling subview undher relying advisor(s) that sponsor(s) or munage(s) this private fund  (iii) If filling un ornbreitz registration, identify the filling subview undher relying advisor(s) or munage(s) this private fund  (iii) Qualities for the exclusion from the destination of investment company under section 3(a)(1) or the Investment Company Act or 1940  (iv) qualities for the exclusion from the destination of investment company under section 3(a)(1) or the Investment Company Act or 1940  (iii) United States  No Information Filed  Yes No  (iii) If the name and country, in English, of code Stronge forented regulatory with which the private fund is no state fund?				
(c) Location of the marketer's office used principally by the <i>private fund</i> (city, state and country): City: State: Country: RICHAROND Virginia United States  Yes No  (g) Does the marketer market the <i>private fund</i> through one or more websites?  (g) If the unswer to question 28 (f) is "yes," list the website address(cs).  No information Liliad  No information About the <i>Private Fund</i> 1. (a) Name of the <i>private Fund</i> 51: ODD FIRST DE NOVO, LP  (b) Private fund identification number: (include the 1905-1) profits also) 800-7853229857  2. Under the laws of what state or country is the <i>private fund</i> apparated. State: Country: United States.  Country: United State		(d) If the marketer is registered with the SEC, its file number (e.g., 801-, 8-, or 866-):		
Country: RICHMONID Virginia United States  Ves. No.  (3) Does the marketer market the private rund through one or more websites?  (4) If the answer to question 28.(f) is "yes." list the website address(es): No Information Filed  PRIVALL LUNID  Information About the Private Fund  1. (a) Name of the private Fund  1. (a) Name of the private Fund  2. Under the lews of what state or country is the private fund organized: State: New York  (b) Private Rund identification number: (include the "505" prilis also) 806-7863229367  2. Under the lews of what state or country is the private fund organized: State: New York  (b) Runne(s) of Ceneral Partner, Manager, Trustee, or Directors First MANNATTAN CO. CENERAL DATTNER  (c) It filing an umbrate registration, identify the rileng advisor and for relying advisor(s) that sponsor(s) or manage(s) this private rund  1. This private fund (check all that apply you must check at least one):  (c) (1) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940  (d) (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940  (e) List the name and country. In English, of each Reveign financial regulatory autherity with which the private fund is registered  No Information I lied  Ves. No. (a) Is this a "muster-fund" in a muster-feeder arrangement?  (b) If yes, what is the name and private rund identification number (it any) of the feeder funds investing in this private runds.		and CRD Number (if any):		
RICHMONID Virginia United States    Park   No		(e) Location of the marketer's office used principally by the <i>private fund</i> (city, state and country):		
Discrimination Part   Discrimination				
PRIVATE PUNID  PRIVATE PUNID  1. (a) Name of the private fund. SECOND FIRST DE NOVO, L.P. (b) Private fund identification number: (include the laws of what state or country is the private fund organized: State: State: No Information About the Private Fund  2. Under the laws of what state or country is the private fund organized: State: New York United States  4. (a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Invited Partner, M			′es N	Ю
PRIVATE FUND  Information About the Private Fund  1. (a) Name of the private fund: SECOND FIRST DE NOVO, L.P. (b) Private fund identification number: (include the '805-" prefix also) 805-7853229357  2. Under the laws of what state or country is the private fund organized: State: New York  United States  3. (a) Name(s) of Ceneral Partner, Manager, Trustee, or Directors FIRST MANHATTAN CO. CENERAL PARTNER  (b) If filling an umbroilla registration, identify the filing advisor and/or registing advisor(s) that sponsor(s) or manage(s) this private fund.  No Information Filed  4. The private fund (check all that apply: you must check at least one):  (c) (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the investment Company Act of 1940  (d) 2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the investment Company Act of 1940  List the name and country. In English, of each foreign financial regulatory authority with which the private fund is registered.  No Information Filed  Yes No (6) Is this a "master fund" in a master-feeder arrangement?  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		(f) Does the marketer market the <i>private fund</i> through one or more websites?	0 6	•
PRIVATE FUND				
1. (a) Name of the private fund: SECOND FIRST DE NOVO, L.P. (b) Private fund identification number: (Include the "80.5"- 'prefix sisn') 805-7853229357  2. Under the laws of what state or country is the private fund organized: State: Country: New York United States  3. (a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): Name of General Partner, Manager, Trustee, or Director FIRST MANHATTAN CO., CENERAL PARTNER  (b) If filling an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.  No Information Filed  4. The private fund (check all that apply: you must check at least one):  7 (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  (c) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940  List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.  No Information Filed  Yes No (d) Is this a "master fund" in a master-feeder arrangement?  (e) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?				
State: New York United States  3. (a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Director FIRST MANHATTAN CO., GENERAL PARTNER  (b) If filling an umbrella registration, identify the filling adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.  No Information Filed  4. The private fund (check all that apply; you must check at least one):  (c) (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940  List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.  No Information Filed  Yes No  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		SECOND FIRST DE NOVO, L.P.  (b) Private fund identification number:  (include the "805-" prefix also)		
New York  United States  (a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):  Name of General Partner, Manager, Trustee, or Director  FIRST MANHATTAN CO., GENERAL PARTNER  (b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.  No Information Filed  4. The private fund (check all that apply: you must check at least one):  (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940  List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.  No Information Filed  Yes N  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?	2.			
Name of General Partner, Manager, Trustee, or Director FIRST MANHATTAN CO., GENERAL PARTNER  (b) If filling an umbrella registration, identify the filling adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.  No Information Filed  4. The private fund (check all that apply: you must check at least one):  (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940  List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.  No Information Filed  Yes N  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?				
EIRST MANHATTAN CO., GENERAL PARTNER  (b) If filling an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.  No Information Filed  4. The private fund (check all that apply: you must check at least one):  ✓ (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  ✓ (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940  Elist the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.  No Information Filed  Yes No.  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?	3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.  No Information Filed  4. The private fund (check all that apply; you must check at least one):  ✓ (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  ✓ (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940  List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.  No Information Filed  Yes No.  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?	ľ	<u> </u>		
No Information Filed  4. The private fund (check all that apply; you must check at least one):  (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940  List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.  No Information Filed  Yes No.  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		FIRST MANHATTAN CO., GENERAL PARTNER		
(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940  List the name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered.  No Information Filed  Yes No.  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?				
(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940  (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940  List the name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered.  No Information Filed  Yes No.  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?				
List the name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered.  No Information Filed  Yes No.  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	_		ı	
No Information Filed  Yes No.  (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?				
Yes No. (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	5. I	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
6. (a) Is this a "master fund" in a master-feeder arrangement?  (b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		No Information Filed		
(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?				
	6.		Ye	s No
No Information Filed			_	s No

	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	⊙
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?  Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(	1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	r each	h of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially al assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No
8.	(a) Is this private fund a "fund of funds"?	0	⊙
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investmen vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	į	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private INVESTMENT VEHICLE VOCUSED ON DE NOVO BANKS	te fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 52,925,875		
<u>Ov</u>	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :  \$ 1,000,000		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).	;	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 23		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 43%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%	V	
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No O
16.	What is the approximate percentage of the private fund beneficially owned by non-United States persons:		

0%

Yes No

our A	Advisory Services	Ye	s N
7. (a)	) Are you a subadviser to this <i>private fund</i> ?	C	
(b)	) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	er to	
	No Information Filed		
		Ye	s N
	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ?	С	_
(b)	) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	e ans	wer
	No Information Filed		
		Ye	s N
9. Are	re your clients solicited to invest in the private fund?	•	(
NC	OTE: For purposes of this question, do not consider feeder funds of the private fund.		
D. Ap	oproximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
rivate	e Offering		
		Ye	s N
1. Ha	as the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	•	(
2. If <b>'</b>	yes, provide the <i>private fund's</i> Form D file number (if any):		
	No Information Filed		
udito			
udito		Ye @	) (
udito	ors ) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	•	6
udito	(2) If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing	•	) (
udito	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?  (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	•	
udito	(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one	•	) (
udito	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:	•	) (
udito	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City: State: Country:	•	) (
udito	(2) If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City:  State:  Country:  New YORK  New York  United States	ng fir	) (
udito	(2) If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City:  State:  Country:  New YORK  New York  United States	•	) ; m,
udito	(2) If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm.  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City:  State:  Country:  New York  United States	ng fir	No
udito	(2) If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing you must complete questions:  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing you must complete questions:  Additional Auditor Information: 1 Record(s) Filed.  If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.  (b) Name of the auditing firm:  ERNST & YOUNG LLP  (c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):  City:  NEW YORK  New York  United States  (d) Is the auditing firm an Independent public accountant?	Yes	No C

(g) Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's

investors?

 $\odot$   $\circ$ 

<u>Broke</u>	<u>er</u>			Ye
Does	s the <i>private fund</i> use one or I	more prime brokers?		0
		, , , , , , , , , , , , , , , , , , , ,	ugh (e) below for each prime broker the <i>private fo</i> ) through (e) separately for each prime broker.	<i>und</i> uses. If the <i>pri</i> v
		No Inform	ation Filed	
<u>ian</u>				
				Ye
If th	e answer to question 25.(a) i	s "yes," respond to questions (b) thro	sted above) to hold some or all of its assets?  ugh (g) below for each custodian the <i>private fund</i> urough (g) separately for each custodian.	uses. If the <i>private</i>
Add	ditional Custodian Informatio	on : 1 Record(s) Filed.		
	•	•	rough g) below for each custodian the <i>private fun</i> through (g) separately for each custodian.	d uses. If the <i>priva</i>
(b)	) Legal name of custodian: PERSHING LLC			
(c)	) Primary business name of o PERSHING LLC	ustodian:		
(d)	) The location of the custodia	n's office responsible for <i>custody</i> of th	e private fund's assets (city, state and country):	
	City:	State:	Country:	
	JERSEY CITY	New Jersey	United States	Yes
(e)	) Is the custodian a <i>related p</i>	erson of your firm?		0
(f)	If the custodian is a broker-8 - 17574	dealer, provide its SEC registration nu	mber (if any):	
	CRD Number (if any): 7560			
(g)	) If the custodian is not a bro identifier (if any)	oker-dealer, or is a broker-dealer but o	oes not have an SEC registration number, provid	le its <i>legal entity</i>
strato	<u>or</u>			
Doos	s the private funduse an adm	inistrator other than your firm?		Ye
If th	e answer to question 26.(a) i		igh (f) below. If the <i>private fund</i> uses more than or.	O one administrator,
11103				

(h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opinions?

Include only those assets where (i) such *person* carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including

	allocations) was the valuation determined by such <i>person</i> .	
Ma	arketers	
1110		Yes No
28	3. (a) Does the private fund use the services of someone other than you or your employees for marketing purposes?	0 0
	You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	No Information Filed	
	Funds per Page: 15 Total Funds: 14	
SECT	TION 7.B.(2) <i>Private Fund</i> Reporting  No Information Filed	
tem	8 Participation or Interest in <i>Client</i> Transactions	
confli	nis Item, we request information about your participation and interest in your <i>clients</i> ' transactions. This information identifies additional areas in licts of interest may occur between you and your <i>clients</i> . Newly-formed advisers should base responses to these questions on the types of par interest that you expect to engage in during the next year.	
Like	Item 7, Item 8 requires you to provide information about you and your related persons, including foreign affiliates.	
Prop	orietary Interest in <i>Client</i> Transactions	
Α.	Do you or any related person:	Yes No
	(1) buy securities for yourself from advisory <i>clients</i> , or sell securities you own to advisory <i>clients</i> (principal transactions)?	⊙ ○
	(2) buy or sell for yourself securities (other than shares of mutual funds) that you also recommend to advisory clients?	<ul><li>O</li></ul>
	(3) recommend securities (or other investment products) to advisory <i>clients</i> in which you or any <i>related person</i> has some other proprietary	<ul><li>0</li><li>0</li></ul>

(1) as a broker-dealer or registered representative of a broker-dealer, execute securities trades for brokerage customers in which advisory

(2) recommend to advisory *clients*, or act as a purchaser representative for advisory *clients* with respect to, the purchase of securities for

(1) Do you or any related person receive research or other products or services other than execution from a broker-dealer or a third party

H. (1) Do you or any related person, directly or indirectly, compensate any person that is not an employee for client referrals?

(2) If "yes" to G.(1) above, are all the "soft dollar benefits" you or any related persons receive eligible "research or brokerage services" under

(2) Do you or any related person, directly or indirectly, provide any employee compensation that is specifically related to obtaining clients for

(3) recommend purchase or sale of securities to advisory clients for which you or any related person has any other sales interest (other than

Yes No

Yes No

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0

 $\circ$ 

0

 $\circ$ 

 $\circ$ 

0

0

⊙

⊚

⊚

(3)

⊚

(3)

 $\circ$ 

 $\circ$ 

⊙

(ownership) interest (other than those mentioned in Items 8.A.(1) or (2))?

C. Do you or any *related person* have *discretionary authority* to determine the:

(2) amount of securities to be bought or sold for a client's account?

Do you or any related person recommend brokers or dealers to clients?

section 28(e) of the Securities Exchange Act of 1934?

(1) securities to be bought or sold for a client's account?

client securities are sold to or bought from the brokerage customer (agency cross transactions)?

the receipt of sales commissions as a broker or registered representative of a broker-dealer)?

which you or any related person serves as underwriter or general or managing partner?

(3) broker or dealer to be used for a purchase or sale of securities for a client's account?

(4) commission rates to be paid to a broker or dealer for a client's securities transactions?

If you answer "yes" to C.(3) above, are any of the brokers or dealers related persons?

If you answer "yes" to E. above, are any of the brokers or dealers related persons?

("soft dollar benefits") in connection with *client* securities transactions?

the firm (cash or non-cash compensation in addition to the employee's regular salary)?

Sales Interest in *Client* Transactions

B. Do you or any *related person*:

**Investment or Brokerage Discretion** 

Ι.	_	you or any <i>related person</i> , including son) for <i>client</i> referrals?	g any <i>employee</i> , directly or indirectly, receive compensation from any <i>person</i> (other than you or any <i>related</i>	0	•	
	In y	our response to Item 8.I., do not in	clude the regular salary you pay to an employee.			
In responding to Items 8.H. and 8.I., consider all cash and non-cash compensation that you or a related person gave to (in answering Item 8.H.) or from (in answering Item 8.I.) any person in exchange for client referrals, including any bonus that is based, at least in part, on the number or amou referrals.						
•	0.0	· · · · · · · · · · · · · · · · · · ·				
In th	nis It		related person has custody of client (other than clients that are investment companies registered under the and about your custodial practices.	าe		
Α.	(1)	Do you have <i>custody</i> of any advis	sory <i>clients'</i> :	Yes	No	
		(a) cash or bank accounts?		•	0	
		(b) securities?		•	0	
	dired	ctly from your clients' accounts, or (	the SEC, answer "No" to Item 9.A.(1)(a) and (b) if you have custody solely because (i) you deduct your advise (ii) a related person has custody of client assets in connection with advisory services you provide to clients, but you are not operationally independent (pursuant to Advisers Act rule 206(4)-2(d)(5)) from the related person.	_	!S	
	(2)	If you checked "yes" to Item 9.A. you have <i>custody</i> :	(1)(a) or (b), what is the approximate amount of client funds and securities and total number of clients for	r which	ר	
		U.S. Dollar Amount	Total Number of Clients			
		(a) \$ 27,250,501,974	(b) 5,232			
	inclu conr Inste	ude the amount of those assets and nection with advisory services you p ead, include that information in you		sets in 9.A.(2)	).	
B.	(1)	(a) cash or bank accounts?	ces you provide to <i>clients</i> , do any of your <i>related persons</i> have <i>custody</i> of any of your advisory <i>clients'</i> :	Yes O	No ©	
		(b) securities?		0	•	
	You	are required to answer this item reg	gardless of how you answered Item 9.A.(1)(a) or (b).			
	(2)	If you checked "yes" to Item 9.B. your <i>related persons</i> have <i>custody</i>	(1)(a) or (b), what is the approximate amount of <i>client</i> funds and securities and total number of <i>clients</i> for y:	r whicł	า	
		U.S. Dollar Amount	Total Number of Clients			
		(a) \$	(b)			
C.	•	ou or your <i>related persons</i> have <i>cus</i> apply:	stody of client funds or securities in connection with advisory services you provide to clients, check all the	follow	ing	
			count statements at least quarterly to the investors in the pooled investment vehicle(s) you manage.			
	(2)	An independent public accountant are distributed to the investors in	audits annually the pooled investment vehicle(s) that you manage and the audited financial statements in the pools.	V		
	(3)	An independent public accountant	conducts an annual surprise examination of client funds and securities.	V		
	(4)	An independent public accountant are qualified custodians for client	prepares an internal control report with respect to custodial services when you or your <i>related persons</i> funds and securities.			
	an ir	nternal control report. (If you check	(4), list in Section 9.C. of Schedule D the accountants that are engaged to perform the audit or examination or ed Item 9.C.(2), you do not have to list auditor information in Section 9.C. of Schedule D if you already provide funds you advise in Section 7.B.(1) of Schedule D).		re	
D.	Do y	you or your <i>related person(s)</i> act as	s qualified custodians for your clients in connection with advisory services you provide to clients?	Yes	No	
	(1)	you act as a qualified custodian		0	•	
	(2)	your related person(s) act as qual	ified custodian(s)	0	•	
	206(		Il related persons that act as qualified custodians (other than any mutual fund transfer agent pursuant to rule ection 7.A. of Schedule D, regardless of whether you have determined the related person to be operationally in t.		dent	

If you are filing your annual updating amendment and you were subject to a surprise examination by an independent public accountant during your last fiscal year, provide the date (MM/YYYY) the examination commenced: F. If you or your related persons have custody of client funds or securities, how many persons, including, but not limited to, you and your related persons, act as qualified custodians for your clients in connection with advisory services you provide to clients? 24 SECTION 9.C. Independent Public Accountant You must complete the following information for each independent public accountant engaged to perform a surprise examination, perform an audit of a pooled investment vehicle that you manage, or prepare an internal control report. You must complete a separate Schedule D Section 9.C. for each independent public accountant. (1) Name of the independent public accountant: **ERNST & YOUNG LLP** (2) The location of the independent public accountant's office responsible for the services provided: Number and Street 1: Number and Street 2: **5 TIMES SQUARE** City: State: Country: ZIP+4/Postal Code: **NEW YORK** New York **United States** 10036 Yes No (3) Is the independent public accountant registered with the Public Company Accounting Oversight Board? **②**  $\circ$ If "yes," Public Company Accounting Oversight Board-Assigned Number: 42 (4) If "yes" to (3) above, is the independent public accountant subject to regular inspection by the Public Company Accounting Oversight Board in  $\circ$ accordance with its rules? (5) The independent public accountant is engaged to: A. 

audit a pooled investment vehicle B. Perform a surprise examination of *clients'* assets C.  $\square$  prepare an internal control report (6) Since your last annual updating amendment, did all of the reports prepared by the independent public accountant that audited the pooled investment vehicle or that examined internal controls contain unqualified opinions? Yes O No C Report Not Yet Received If you check "Report Not Yet Received", you must promptly file an amendment to your Form ADV to update your response when the accountant's report is available. **Item 10 Control Persons** In this Item, we ask you to identify every person that, directly or indirectly, controls you. If you are filing an umbrella registration, the information in Item 10 should be provided for the filing adviser only. If you are submitting an initial application or report, you must complete Schedule A and Schedule B. Schedule A asks for information about your direct owners and executive officers. Schedule B asks for information about your indirect owners. If this is an amendment and you are updating information you reported on either Schedule A or Schedule B (or both) that you filed with your initial application or report, you must complete Schedule C. Yes No Does any person not named in Item 1.A. or Schedules A, B, or C, directly or indirectly, control your management or policies?  $\odot$  $\circ$ If yes, complete Section 10.A. of Schedule D. If any person named in Schedules A, B, or C or in Section 10.A. of Schedule D is a public reporting company under Sections 12 or 15(d) of the Securities Exchange Act of 1934, please complete Section 10.B. of Schedule D. SECTION 10.A. Control Persons

No Information Filed

SECTION 10.B.	Control Person	Public Reporting	Companie

No Information Filed

#### Item 11 Disclosure Information

In this Item, we ask for information about your disciplinary history and the disciplinary history of all your advisory affiliates. We use this information to determine whether to grant your application for registration, to decide whether to revoke your registration or to place limitations on your activities as an investment adviser, and to identify potential problem areas to focus on during our on-site examinations. One event may result in "yes" answers to more than one of the questions below. In accordance with General Instruction 5 to Form ADV, "you" and "your" include the filing adviser and all relying advisers under an umbrella registration.

Your advisory affiliates are: (1) all of your current employees (other than employees performing only clerical, administrative, support or similar functions); (2) all of your officers, partners, or directors (or any person performing similar functions); and (3) all persons directly or indirectly controlling you or controlled by you. If you are a "separately identifiable department or division" (SID) of a bank, see the Glossary of Terms to determine who your advisory affiliates are.

If you are registered or registering with the SEC or if you are an exempt reporting adviser, you may limit your disclosure of any event listed in Item 11 to ten years following the date of the event. If you are registered or registering with a state, you must respond to the questions as posed; you may, therefore, limit your disclosure to ten years following the date of an event only in responding to Items 11.A.(1), 11.B.(2), 11.B.(2), 11.D.(4), and 11.H.(1)(a). For purposes of calculating this ten-year period, the date of an event is the date the final order, judgment, or decree was entered, or the date any rights of appeal from preliminary orders, judgments, or decrees lapsed.

You	must complete the appropriate Disclosure Reporting Page ("DRP") for "yes" answers to the questions in this Item 11.		
		Yes	Nc
Do	any of the events below involve you or any of your supervised persons?	0	•
For	"yes" answers to the following questions, complete a Criminal Action DRP:		
A.	In the past ten years, have you or any advisory affiliate:	Yes	Nc
	(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to any felony?	0	•
	(2) been charged with any felony?	0	•
	If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 11.A.(2) charges that are currently pending.	to	
B.	In the past ten years, have you or any advisory affiliate:		
	(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to a <i>misdemeanor</i> involving: investments or an <i>investment-related</i> business, or any fraud, false statements, or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses?	0	•
	(2) been <i>charged</i> with a <i>misdemeanor</i> listed in Item 11.B.(1)?	0	•
	If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 11.B.(2) charges that are currently pending.	to	
For	"yes" answers to the following questions, complete a Regulatory Action DRP:		
C.	Has the SEC or the Commodity Futures Trading Commission (CFTC) ever:	Yes	No
	(1) found you or any advisory affiliate to have made a false statement or omission?	0	•
	(2) found you or any advisory affiliate to have been involved in a violation of SEC or CFTC regulations or statutes?	0	•
	(3) found you or any advisory affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted?	0	•
	(4) entered an order against you or any advisory affiliate in connection with investment-related activity?	0	•
	(5) imposed a civil money penalty on you or any advisory affiliate, or ordered you or any advisory affiliate to cease and desist from any activity?	0	•
D.	Has any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority:		
	(1) ever found you or any advisory affiliate to have made a false statement or omission, or been dishonest, unfair, or unethical?	0	$\odot$
	(2) ever found you or any advisory affiliate to have been involved in a violation of investment-related regulations or statutes?	$\odot$	0
	(3) ever found you or any advisory affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted?	0	•
	(4) in the past ten years, entered an order against you or any advisory affiliate in connection with an investment-related activity?	$\odot$	0
	(5) ever denied, suspended, or revoked your or any advisory affiliate's registration or license, or otherwise prevented you or any advisory affiliate, by order, from associating with an investment-related business or restricted your or any advisory affiliate's activity?	0	•
E.	Has any self-regulatory organization or commodities exchange ever:		
	(1) found you or any advisory affiliate to have made a false statement or omission?	0	•

(2) found you or any advisory affiliate to have been involved in a violation of its rules (other than a violation designated as a "minor rule

 $\odot$ 

	(3) found you or any advisory affiliate to have been the cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted?	0	•
	(4) disciplined you or any advisory affiliate by expelling or suspending you or the advisory affiliate from membership, barring or suspending you or the advisory affiliate from association with other members, or otherwise restricting your or the advisory affiliate's activities?	0	•
F.	Has an authorization to act as an attorney, accountant, or federal contractor granted to you or any advisory affiliate ever been revoked or suspended?	0	•
G.	Are you or any <i>advisory affiliate</i> now the subject of any regulatory <i>proceeding</i> that could result in a "yes" answer to any part of Item 11.C., 11.D., or 11.E.?	0	•
For	"yes" answers to the following questions, complete a Civil Judicial Action DRP:		
Н.			s No
	(a) in the past ten years, enjoined you or any advisory affiliate in connection with any investment-related activity?  (b) ever found that you or any advisory affiliate were involved in a violation of investment related statutes or regulations?	0	•
	(b) ever found that you or any advisory affiliate were involved in a violation of investment-related statutes or regulations?  (c) ever dismissed, pursuant to a settlement agreement, an investment-related civil action brought against you or any advisory affiliate by	0	⊙ ⊙
	a state or foreign financial regulatory authority?  (2) Are you or any advisory affiliate now the subject of any civil proceeding that could result in a "yes" answer to any part of Item 11.H.(1)?	0	•
Iter	m 12 Small Businesses		
	e SEC is required by the Regulatory Flexibility Act to consider the effect of its regulations on small entities. In order to do this, we need to determ ether you meet the definition of "small business" or "small organization" under rule 0-7.	ine	
und	swer this Item 12 only if you are registered or registering with the SEC <b>and</b> you indicated in response to Item 5.F.(2)(c) that you have regulatory der management of less than \$25 million. You are not required to answer this Item 12 if you are filing for initial registration as a state adviser, and rent state registration, or switching from SEC to state registration.		
For	purposes of this Item 12 only:		
	<ul> <li>Total Assets refers to the total assets of a firm, rather than the assets managed on behalf of <i>clients</i>. In determining your or another <i>person's</i> assets, you may use the total assets shown on a current balance sheet (but use total assets reported on a consolidated balance sheet with subsidiaries included, if that amount is larger).</li> <li><i>Control</i> means the power to direct or cause the direction of the management or policies of a <i>person</i>, whether through ownership of securities, contract, or otherwise. Any <i>person</i> that directly or indirectly has the right to vote 25 percent or more of the voting securities, or is entitled to 2 or more of the profits, of another <i>person</i> is presumed to <i>control</i> the other <i>person</i>.</li> </ul>	by	
		Yes	s No
A.	Did you have total assets of \$5 million or more on the last day of your most recent fiscal year?	0	0
If "	yes," you do not need to answer Items 12.B. and 12.C.		
B.	Do you:		
	(1) control another investment adviser that had regulatory assets under management (calculated in response to Item 5.F.(2)(c) of Form ADV) of \$25 million or more on the last day of its most recent fiscal year?	0	0
	(2) control another person (other than a natural person) that had total assets of \$5 million or more on the last day of its most recent fiscal year?	0	0
C.	Are you:		
	(1) controlled by or under common control with another investment adviser that had regulatory assets under management (calculated in response to Item 5.F.(2)(c) of Form ADV) of \$25 million or more on the last day of its most recent fiscal year?	0	0
	(2) controlled by or under common control with another person (other than a natural person) that had total assets of \$5 million or more on the last day of its most recent fiscal year?	0	0
C-!	adula A		
	edule A ect Owners and Executive Officers		
1. (	Complete Schedule A only if you are submitting an initial application or report. Schedule A asks for information about your direct owners and exec officers. Use Schedule C to amend this information.	utive	
2. [	Direct Owners and Executive Officers. List below the names of: (a) each Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, Chief Legal Officer, Chief Compliance Officer(Chief Compliance Off		s
	required if you are registered or applying for registration and cannot be more than one individual), director, and any other individuals with sir	nılar	

(b) if you are organized as a corporation, each shareholder that is a direct owner of 5% or more of a class of your voting securities, unless you are a

class of your voting securities. For purposes of this Schedule, a person beneficially owns any securities: (i) owned by his/her child, stepchild,

Direct owners include any person that owns, beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 5% or more of a

grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-

public reporting company (a company subject to Section 12 or 15(d) of the Exchange Act);

violation" under a plan approved by the SEC)?

- law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.
- (c) if you are organized as a partnership, <u>all</u> general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 5% or more of your capital;
- (d) in the case of a trust that directly owns 5% or more of a class of your voting securities, or that has the right to receive upon dissolution, or has contributed, 5% or more of your capital, the trust and each trustee; and
- (e) if you are organized as a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 5% or more of your capital, and (ii) if managed by elected managers, all elected managers.
- 3. Do you have any indirect owners to be reported on Schedule B? Yes O No
- 4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "I" if the owner or executive officer is an individual.
- 5. Complete the Title or Status column by entering board/management titles; status as partner, trustee, sole proprietor, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).
- 6. Ownership codes are: NA less than 5% B 10% but less than 25% D 50% but less than 75%
  - A 5% but less than 10% C 25% but less than 50% E 75% or more
- 7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the *person* does not have *control*. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control persons*.
  - (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
  - (c) Complete each column.

FULL LEGAL NAME	DE/FE/I	Title or Status	Date Title or	Ownership	Control	PR	CRD No. If None: S.S.
(Individuals: Last Name, First			Status Acquired	Code	Person		No. and Date of Birth,
Name, Middle Name)			MM/YYYY				IRS Tax No. or
							Employer I D No.
GOTTESMAN, ROBERT WILLIAM	I	EXECUTIVE CHAIRMAN	01/2006	С	Υ	N	825179
FIRST MANHATTAN LLC	DE	GENERAL PARTNER	07/2002	В	Υ	N	
GROVEMAN, BERNARD	1	LIMITED PARTNER	01/2003	В	Υ	N	1185182
CHARLES							
GREEN, TODD WILLIAM	1	LIMITED PARTNER	01/2016	A	Υ	N	1040777
WYDRA, ZACHARY A	I	CHIEF EXECUTIVE OFFICER	09/2016	А	Υ	N	2937857
PINTO, ALVARO SPINOLA	I	CHIEF FINANCIAL OFFICER	05/2017	NA	Υ	N	6367887
ASPEN, ANDREW JOSEPH	I	CHIEF LEGAL OFFICER	05/2020	NA	Υ	N	5282749
KENNEDY, THOMAS GORDON	I	CHIEF COMPLIANCE OFFICER (FOR PURPOSES OF	11/2020	NA	N	N	2760150
		THE INVESTMENT ADVISERS ACT RULE 206(4)-7(C)					
		AND FINRA RULE 3130)					
SAMMARCO, JOSEPH ANTHONY	I	CO-DIRECTOR OF OPERATIONS; HEAD OF	03/2022	NA	N	N	2982052
		SUPERVISION					
TAMBARO, ARTHUR MICHAEL	1	CO-DIRECTOR OF OPERATIONS	03/2022	NA	N	N	2672756
JR.							
COLIN, SAMUEL FLUG	I	LIMITED PARTNER	01/2020	А	Υ	N	2590468
FREEDBERG, ANDREW	I	LIMITED PARTNER	01/2020	А	Υ	N	4245843
MICHAEL							
MUCCIA, TIMOTHY CARROL	I	LIMITED PARTNER	01/2021	А	Υ	N	2184973
VARON, JACK HARRY	I	LIMITED PARTNER	01/2020	Α	Υ	N	1230320

## Schedule B

#### **Indirect Owners**

- 1. Complete Schedule B only if you are submitting an initial application or report. Schedule B asks for information about your indirect owners; you must first complete Schedule A, which asks for information about your direct owners. Use Schedule C to amend this information.
- 2. Indirect Owners. With respect to each owner listed on Schedule A (except individual owners), list below:
  - (a) in the case of an owner that is a corporation, each of its shareholders that beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 25% or more of a class of a voting security of that corporation;
    - For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.
  - (b) in the case of an owner that is a partnership, <u>all</u> general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 25% or more of the partnership's capital;
  - (c) in the case of an owner that is a trust, the trust and each trustee; and
  - (d) in the case of an owner that is a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 25% or more of the LLC's capital, and (ii) if managed by elected managers, all elected managers.
- 3. Continue up the chain of ownership listing all 25% owners at each level. Once a public reporting company (a company subject to Sections 12 or 15(d) of the Exchange Act) is reached, no further ownership information need be given.
- 4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "I" if the owner is an individual.
- 5. Complete the Status column by entering the owner's status as partner, trustee, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).
- 6. Ownership codes are: C 25% but less than 50% E 75% or more

- D 50% but less than 75% F Other (general partner, trustee, or elected manager)
- 7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the *person* does not have *control*. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control persons*.
  - (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
  - (c) Complete each column.

FULL LEGAL NAME (Individuals: Last Name, First Name, Middle	DE/FE/I	Entity in Which	Status	Date Status Acquired	Ownership Code	Control Person	PR <i>CRD</i> No. If None: S.S. No. and Date of Birth, IRS Tax
Name)		Interest is Owned		MM/YYYY			No. or Employer ID No.
COLIN, SAMUEL FLUG	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	07/2002	F	Υ	N 2590468
GOTTESMAN, ROBERT WILLIAM	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	07/2002	С	Υ	N 825179
GREEN, TODD WILLIAM	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	07/2002	F	Y	N 1040777
GROVEMAN, BERNARD CHARLES	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	07/2002	F	Y	N 1185182
VARON, JACK HARRY	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	07/2002	F	Y	N 1230320
VODOFSKY, JAY LAWRENCE	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	07/2002	F	Y	N 1997130
MUCCIA, TIMOTHY CARROL	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	01/2008	F	Υ	N 2184973
FREEDBERG, ANDREW MICHAEL	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	01/2010	F	Y	N 4245843
SCHWARTZ, ADAM HARRIS	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	01/2014	F	Y	N 3072155
WYDRA, ZACHARY A	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	09/2016	F	Y	N 2937857
BERMAN, LEONARD CHARLES	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	07/2017	F	Y	N 2057134
PINTO, ALVARO SPINOLA	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER"	01/2020	F	Y	N 6367887
ASPEN, ANDREW JOSEPH	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER" = "MEMBER")	01/2022	F	Y	N 5282749
PURI, HIMAYANI	I	FIRST MANHATTAN LLC	MANAGING MEMBER (FOR 5F BELOW "GENERAL PARTNER"="MEMBER")	01/2020	F	Υ	N 4452629

#### Schedule D - Miscellaneous

You may use the space below to explain a response to an Item or to provide any other information.

To meet the 30 day deadline, the Form CRS is being filed for both First Manhattan Co LLC and First Manhattan Securities LLC in anticipation of FINRA/SEC approving our filing to separate the registration of our investment advisor from that of our broker dealer into two separate registrations. First Manhattan will amend all filings as necessary when the separation has been approved.

# Schedule R

No Information Filed

DRP Pages							
CRIMINAL DISC	LOSURE REPORTING PAGE (ADV)						
No Information Fi	iled						
REGULATORY AC	CTION DISCLOSURE REPORTING	PAGE (ADV)					
This Disclosure P	Paparting Page (DPP ADV) is an 🚗 I	GENERAL INSTRUC		irmative responses to Itams 11 C 11 D			
	i.G. of Form ADV.	OR OR MILITAL DIESPOIT	se used to report details for air	irmative responses to Items 11.C., 11.D.			
Check item(s) be	eing responded to:	Regulatory Ac	tion				
□ 11.C(1)	□ 11.C(2)	□ 11.C(3)	□ 11.C(4)	☐ 11.C(5)			
□ 11.D(1)	□ 11.D(2)	□ 11.D(3)	□ 11.D(4)	□ 11.D(5)			
□ 11.E(1)	<b>☑</b> 11.E(2)	□ 11.E(3)	□ 11.E(4)				
□ 11.F.	□ 11.G.						
with a completed	d Execution Page.	answer to Items 11.C., 11.D., 1	I.E., 11.F. or 11.G. Use only on	ne <i>person</i> or entity using one DRP. File e DRP to report details related to the			
PART I  A. The persons	(s) or entity(ies) for whom this DRP	is being filed is (are):					
•	e advisory firm)	is being med is (die).					
~							
	one or more of your advisory affilia	tes					
O One of 1	more of your advisory affiliates						
If the <i>adviso</i>	is being filed for an <i>advisory affiliate,</i> ory affiliate has a <i>CRD</i> number, prov  ADVISORY AFFILIATE	3		, Last name, First name, Middle name). he appropriate box.			
		No Informatio	on Filed				
☐ This DRP should be removed from the ADV record because the <i>advisory affiliate(s)</i> is no longer associated with the adviser. ☐ This DRP should be removed from the ADV record because: (1) the event or <i>proceeding</i> occurred more than ten years ago or (2) the adviser is registered or applying for registration with the SEC or reporting as an <i>exempt reporting adviser</i> with the SEC and the event was resolved in the adviser's or <i>advisory affiliate's</i> favor.  If you are registered or registering with a <i>state securities authority</i> , you may remove a DRP for an event you reported only in response to Item 11.D(4), and only if that event occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 that occurred more than ten years ago. ☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain the circumstances:							
	CRD for the event? If the answer is		•	d a DRP (with Form ADV, BD or U-4) to			
	completion of this form does not rel	ieve the <i>advisory affiliate</i> of its o	bligation to update its IARD or	CRD records.			
		-					
PART II	Action initiated by:						
	Action initiated by: Other Federal State SRO	<b>∩</b> Foreign					
	of regulator, foreign financial regulat		SRO)				
NASD	g galat	J , ,	,				
<ol><li>Principal Sa</li><li>Censure</li></ol>	inction:						
Other Sanc	tions:						

	FINE \$300.00				
3.	Date Initiated (MM/DD/YYYY):				
	11/14/1968 © Exact © Explanat	ion			
	If not exact, provide explanation:				
4.	Docket/Case Number: A-NY-SC 46				
5.	Advisory Affiliate Employing Firm whe	n activity occurred whic	h led to the regulator:	v action (if applicable):	
			eu te tile regulater	, action (ii apprication).	
6.	Principal Product Type: Other				
	Other Product Types:				
	VIOLATION OF THE NASD'S STATEME INVOLVING THE SALE OF 200 SHARE:			NG AND WITHHOLDING" IN	CONNECTION WITH A TRANSACTION
7.	Describe the allegations related to the	nis regulatory action (yo	our response must fit	within the space provided)	:
	VIOLATION OF THE NASD'S STATEME INVOLVING THE SALE OF 200 SHARES			NG AND WITHHOLDING" IN	CONNECTION WITH A TRANSACTION
8.	Current Status? C Pending C	On Appeal 🏼 🌀 Fin	al		
9.	If on appeal, regulatory action appea	aled to (SEC, <i>SRO</i> , Fede	ral or State Court) ar	d Date Appeal Filed:	
If F	inal or On Appeal, complete all items i	below. For Pending Action	ons, complete Item 13	s only.	
10.	How was matter resolved: Settled				
11.	Resolution Date (MM/DD/YYYY):				
	12/01/1968 © Exact © Explanat	ion			
	If not exact, provide explanation:				
12.	Resolution Detail:				
	A. Were any of the following Sanc	tions <i>Ordered</i> (check all	appropriate items)?		
	✓ Monetary/Fine Amount: \$ 3				
	Revocation/Expulsion/Denia	al		Disgorgement/Restitution	
	☑ Censure ☑ Bar			Cease and Desist/Injunction Suspension	on
	B. Other Sanctions <i>Ordered:</i>			Эизреплоп	
	Financial Operations Principal, e requalify/retrain, type of exam	etc.). If requalification be required and whether conpensation, provide total	y exam/retraining was ondition has been sat	s a condition of the sanctio isfied. If disposition resulte	affected (General Securities Principal, n, provide length of time given to ed in a fine, penalty, restitution, cory affiliate, date paid and if any portion
13.	must fit within the space provided).				ns, conditions and dates (your response
	VIOLATION OF THE NASD'S STATEME INVOLVING THE SALE OF 200 SHARES			NG AND WITHHOLDING" IN	CONNECTION WITH A TRANSACTION
This	Disclosure Reporting Page (DRP ADV)	is an O INITIAL 6	GENERAL INSTRUCTI AMENDED response		affirmative responses to Items 11.C., 11.D.,
	E., 11.F. or 11.G. of Form ADV.	OR ©		The second second for the	Entra Espainada to Maria Fridi, Fridi,
			Regulatory Action	١	
	ck item(s) being responded to: 11.C(1)		11.C(3)	□ 11.C(4)	□ 11.C(5)

<b>[</b> ] 1	1.D(1)	□ 11.D(2)	□ 11.D(3)	□ 11.D(4)	□ 11.D(5)
<b>1</b>	1.E(1)	<b>☑</b> 11.E(2)	□ 11.E(3)	□ 11.E(4)	
<b>1</b>	1.F.	□ 11.G.			
Use	a separate DRP for each ev	vent or <i>proceeding</i> . T	The same event or <i>proceeding</i> ma	y be reported for more than on	e <i>person</i> or entity using one DRP. File
with	a completed Execution Pag	ge.			
	•				e DRP to report details related to the
sam	e event. If an event gives r	rise to actions by mo	ore than one regulator, provide de	etails for each action on a sepa	rate DRP.
PAR	ГІ				
A.	The <i>person(s)</i> or entity(ies	) for whom this DRP	is being filed is (are):		
, .	You (the advisory firm)		is being med is (die).		
	~				
	C You and one or more o	f your <i>advisory affilia</i>	ntes		
	One or more of your ac				
	o ac	dvisory attiliates			
	•	•	•		, Last name, First name, Middle name).
	if the <i>advisory attiliate</i> has	a CRD number, prov	vide that number. If not, indicate	"non-registered" by checking ti	ne appropriate box.
	ADV DRP - <i>ADVISORY AFFI</i>	II IATE			
	ADV DRF - ADVISORT AFTI	ILIAIL			
			No Informatio	n Filed	
	☐ This DRP should be ren	moved from the ADV	record because the advisory affili	ate(s) is no longer associated w	vith the adviser.
	This DRP should be ren	noved from the ADV	record because: (1) the event or	proceeding occurred more than	ten years ago or (2) the adviser is
	0 113 0	· ·	the SEC or reporting as an exem	npt reporting adviser with the SE	C and the event was resolved in the
	adviser's or advisory af	filiate's favor.			
	If you are registered or re	paistoring with a star	to cocurities authority, you may r	comovo a DDD for an avent you	reported only in response to Item
	-	_			e SEC, you may remove a DRP for any
	event listed in Item 11 th		3 3		, eze, yeu may remeve a ziw ier any
			3		
	This DRP should be ren	noved from the ADV	record because it was filed in err	or, such as due to a clerical or o	data-entry mistake. Explain the
	circumstances:				
B.	•	0	3	3	d a DRP (with Form ADV, BD or U-4) to
	the IARD or CRD for the ev	vent? If the answer i	s "Yes," no other information on	this DRP must be provided.	
	O Yes O No				
	NOTE: The completion of t	his form does not re	lieve the <i>advisory affiliate</i> of its ob	oligation to update its IARD or (	CRD records.
	THE FEET THIS COMPRESSION OF C		und davieery arrimate et ite es		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
PART	ГП				
1.	Regulatory Action initiated	l hv:			
1.	SEC Other Federal	•	← Foreign		
			tory authority, federal, state, or S	· (PO)	
	NASD REGULATION, INC.	reigir iiriariciai regulat	iory authority, rederal, state, or 3	KO)	
	WASE REGOLATION, TWO.				
2.	Principal Sanction:				
	Censure				
	Other Sanctions:				
	FINE \$500.00				
3.	Date Initiated (MM/DD/YYY	Y):			
	05/07/1997	Evolanation			
	If not exact, provide expla	•			
<sub> </sub>	Docket/Case Number:				
4.	C10980009				
5.	Advisory Affiliato Employing	r Firm when activity	occurred which led to the regulat	ory action (if applicable)	
] 5.	Advisory Allillate Ellipioying	g i ii iii vviileii activity	occurred without led to the regulat	ory action (ii applicable):	
	Dringing   Dradicat T				
6.	Principal Product Type: Other				
	Other Product Types:				
	• •	FILING OF MSRB FOR	RMS G37/G38, APPLICANT CONSE	NTED TO THE IMPOSITION BY TH	HE NASD IN MAY, 1998 OF A CENSURE

	AND FINE IN THE AM	IOUNT OF \$500.00				
7	•	LATE FILING OF MSRB FORM		t fit within the space provided): ENTED TO THE IMPOSITION BY T	THE NASD IN MAY, 1998 OF A CENSURE	
8	3. Current Status?	C Pending C On Appea	al <b>©</b> Final			
9	9. If on appeal, regulat	ory action appealed to (SEC	C, <i>SRO</i> , Federal or State Court	) and Date Appeal Filed:		
11	f Final or On Appeal, cor	mplete all items below. For P	ending Actions, complete Iter	n 13 only.		
	10. How was matter res	alvad				
l	Acceptance, Waiver					
	riosopianios, mante.	a				
1	11. Resolution Date (MM/	/DD/YYYY):				
	05/28/1998 <b>©</b> Exad	ct C Explanation				
	If not exact, provide	•				
1	12. Resolution Detail:					
	A. Were any of the	e following Sanctions <i>Ordere</i>	ed (check all appropriate items	s)?		
	<b>☑</b> Monetary/F	ine Amount: \$ 500.00				
	Revocation.	/Expulsion/Denial		☐ Disgorgement/Restitution		
	<b>☑</b> Censure			Cease and Desist/Injunction	٦	
	☐ Bar			☐ Suspension		
	B. Other Sanction	s Ordered:				
1	requalify/retrain disgorgement of of penalty was \$500.00 FINE P	n, type of exam required and properties of exam required and properties of monetary compensation, waived: PAID ON 6/16/98.	d whether condition has been provide total amount, portion	satisfied. If disposition resulted levied against you or an <i>adviso</i>	, provide length of time given to d in a fine, penalty, restitution, bry affiliate, date paid and if any portion s, conditions and dates (your response	
	must fit within the sp	•				
	AS A RESULT OF ITS LATE FILING OF MSRB FORMS G37/G38, APPLICANT CONSENTED TO THE IMPOSITION BY THE NASD IN MAY, 1998 OF A CENSURE AND FINE IN THE AMOUNT OF \$500.00.					
				10T10110		
Th	his Disclosure Reporting	Page (DRP ADV) is an 🦰 IN	GENERAL INSTRUITIAL OR AMENDED respo		firmative responses to Items 11.C., 11	.D.,
	1.E., 11.F. or 11.G. of For		UR S	·	·	
Cł	heck item(s) being respo	anded to:	Regulatory A	ction		
	11.C(1)	□ 11.C(2)	□ 11.C(3)	□ 11.C(4)	<b>□</b> 11.C(5)	
	11.D(1)	□ 11.D(2)	□ 11.D(3)	□ 11.D(4)	□ 11.D(5)	
Г	11.E(1)	<b>☑</b> 11.E(2)	□ 11.E(3)	□ 11.E(4)		
Г	☐ 11.F.	☐ 11.G.				
Wi Oi	ith a completed Execution	on Page.  nore than one affirmative ar	nswer to Items 11.C., 11.D., 1		ne <i>person</i> or entity using one DRP. File ne DRP to report details related to the arate DRP.	
PA	ART I					
A	A. The <i>person(s)</i> or enti	ity(ies) for whom this DRP is firm)	being filed is (are):			
	O You and one or m	nore of your <i>advisory affiliate</i>	25			

	One or more of your advisory affiliates					
	If this DRP is being filed for an <i>advisory affiliate</i> , give the full name of the <i>advisory affiliate</i> below (for individuals, Last name, First name, Middle name). If the <i>advisory affiliate</i> has a <i>CRD</i> number, provide that number. If not, indicate "non-registered" by checking the appropriate box.					
	ADV DRP - ADVISORY AFFILIATE					
	No Information Filed					
	This DRP should be removed from the ADV record because the <i>advisory affiliate(s)</i> is no longer associated with the adviser.  This DRP should be removed from the ADV record because: (1) the event or <i>proceeding</i> occurred more than ten years ago or (2) the adviser is registered or applying for registration with the SEC or reporting as an <i>exempt reporting adviser</i> with the SEC and the event was resolved in the adviser's or <i>advisory affiliate's</i> favor.					
	If you are registered or registering with a <i>state securities authority</i> , you may remove a DRP for an event you reported only in response to Item 11.D(4), and only if that event occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 that occurred more than ten years ago.					
	This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain the circumstances:					
B.	If the <i>advisory affiliate</i> is registered through the IARD system or <i>CRD</i> system, has the <i>advisory affiliate</i> submitted a DRP (with Form ADV, BD or U-4) to the IARD or <i>CRD</i> for the event? If the answer is "Yes," no other information on this DRP must be provided.					
	O Yes © No					
	NOTE: The completion of this form does not relieve the advisory affiliate of its obligation to update its IARD or CRD records.					
PAR						
1.	Regulatory Action initiated by:  O SEC Other Federal O State SRO O Foreign					
	(Full name of regulator, foreign financial regulatory authority, federal, state, or SRO)  NASDR					
2.	Principal Sanction: Civil and Administrative Penalt(ies) /Fine(s) Other Sanctions:					
3.	Date Initiated (MM/DD/YYYY):					
	06/16/1999 © Exact C Explanation  If not exact, provide explanation:					
4.	Docket/Case Number: C8A990075					
5.	Advisory Affiliate Employing Firm when activity occurred which led to the regulatory action (if applicable):					
6.	Principal Product Type: Other Other Product Types: IN CONNECTION WITH THE DETERMINATION BY NASDR THAT APPLICANT DID NOT SATISFY CERTAIN OBLIGATIONS WITH RESPECT TO THE MAINTENANCE OF WRITTEN SUPERVISORY PROCEDURES AND ACT REPORTING, APPLICANT ENTERED INTO AN AWC ACCEPTED ON 11/9/99 AND					
7.	PROVIDING FOR A FINE OF \$4500.00.  Describe the allegations related to this regulatory action (your response must fit within the space provided):					
,.	IN CONNECTION WITH THE DETERMINATION BY NASDR THAT APPLICANT DID NOT SATISFY CERTAIN OBLIGATIONS WITH RESPECT TO THE MAINTENANCE OF WRITTEN SUPERVISORY PROCEDURES AND ACT REPORTING, APPLICANT ENTERED INTO AN AWC ACCEPTED ON 11/9/99 AND PROVIDING FOR A FINE OF \$4500.00.					
8.	Current Status? C Pending C On Appeal C Final					
9.	If on appeal, regulatory action appealed to (SEC, SRO, Federal or State Court) and Date Appeal Filed:					
If F	inal or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.					
10.	How was matter resolved:					

11. Resolution Date (MM/DD	/YYYY):			
11/09/1999 <b>©</b> Exact	C Explanation			
If not exact, provide exp	olanation:			
12. Resolution Detail:				
A. Were any of the fo	llowing Sanctions <i>Ora</i>	ered (check all appropriate items)?		
✓ Monetary/Fine	Amount: \$ 4,500.00			
Revocation/Exp			Disgorgement/Restitution	
☐ Censure			Cease and Desist/Injunction	on
☐ Bar			Suspension	
B. Other Sanctions <i>Or</i>	rdered:			
Financial Operation requalify/retrain, ty disgorgement or m of penalty was wai \$4500.00 PAID BY	is Principal, etc.). If re ype of exam required nonetary compensation ved: APPLICANT, 11/29/99	equalification by exam/retraining wa and whether condition has been sa n, provide total amount, portion le	as a condition of the sanction atisfied. If disposition resulte vied against you or an <i>advis</i>	ed in a fine, penalty, restitution, ory affiliate, date paid and if any portion
13. Provide a brief summary must fit within the space		the action status and (or) dispositi	on and include relevant tern	ns, conditions and dates (your response
·	•	Y NASDR THAT APPLICANT DID NO	Γ SATISFY CERTAIN OBLIGAT	IONS WITH RESPECT TO THE
		OCEDURES AND ACT REPORTING, A		
PROVIDING FOR A FINE	OF \$4500.00.			
		GENERAL INSTRUCT		
This Disclosure Reporting Pag	e (DRP ADV) is an O	INITIAL OR • AMENDED response	e used to report details for a	affirmative responses to Items 11.C., 11.D.,
11.E., 11.F. or 11.G. of Form A	ADV.			
		Regulatory Action	on	
Check item(s) being responde	ed to:	, , ,		
□ 11.C(1)	□ 11.C(2)	□ 11.C(3)	11.C(4)	□ 11.C(5)
□ 11.D(1)	▼ 11.D(2)	□ 11.D(3)	<b>☑</b> 11.D(4)	□ 11.D(5)
☐ 11.E(1)	☐ 11.E(2)	□ 11.E(3)	□ 11.E(4)	
□ 11.F.	□ 11.G.			
with a completed Execution P One event may result in more same event. If an event gives	Page.		E., 11.F. or 11.G. Use only o	one <i>person</i> or entity using one DRP. File one DRP to report details related to the parate DRP.
PART I	) 6 1 11 55			
A. The <i>person(s)</i> or entity(i		o is being filed is (are):		
You (the advisory firr				
O You and one or more	of your advisory affili	ates		
One or more of your	advisory affiliates			
	, and the second			
	•	e, give the full name of the <i>advisor</i> y vide that number. If not, indicate "		lls, Last name, First name, Middle name). I the appropriate box.
ADV DRP - ADVISORY AI	FFILIATE			
		No Information	Filed	
☐ This DRP should be r	emoved from the ADV g for registration with		proceeding occurred more that	I with the adviser. an ten years ago or (2) the adviser is SEC and the event was resolved in the

Acceptance, Waiver & Consent(AWC)

	If you are registered or registering with a <i>state securities authority</i> , you may remove a DRP for an event you reported only in response to Item 11.D(4), and only if that event occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 that occurred more than ten years ago.
	☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain the circumstances:
B.	If the advisory affiliate is registered through the IARD system or CRD system, has the advisory affiliate submitted a DRP (with Form ADV, BD or U-4) to the IARD or CRD for the event? If the answer is "Yes," no other information on this DRP must be provided.
	C Yes • No
	NOTE: The completion of this form does not relieve the advisory affiliate of its obligation to update its IARD or CRD records.
PAR	T II
1.	Regulatory Action initiated by:  OSEC Other Federal State OSRO Foreign
	(Full name of regulator, foreign financial regulatory authority, federal, state, or SRO) RHODE ISLAND DEPARTMENT OF BUSINESS REGULATION ("RIDBR")
2.	Principal Sanction:
	Other Other Sanctions:
	IN CONNECTION WITH APPLICANT'S APPLICATION TO REGISTER AS AN INVESTMENT ADVISER IN THE STATE OF RHODE ISLAND, APPLICANT ENTERED INTO A SETTLEMENT DATED 7/3/96 WITH THE RIDBR CONSENTING TO THE ENTRY OF AN ORDER PROVIDING FOR APPLICANT'S PAYMENT OF \$8,000 TO THE RIDBR AND BACK FEES OF \$2,100 AND ITS AGREEMENT TO COMPLY WITH AND NOT VIOLATE RHODE ISLAND'S INVESTMENT ADVISER REGISTRATION REQUIREMENTS.
3.	Date Initiated (MM/DD/YYYY):
	01/25/1995 © Exact © Explanation  If not exact, provide explanation:  MATTER AROSE IN CONNECTION WITH APPLICANT'S APPLICATION DATED 1/25/95 TO REGISTER AS AN INVESTMENT ADVISER IN THE STATE OF RHODE ISLAND.
	ISLAND.
4.	Docket/Case Number: NO. 96-036
5.	Advisory Affiliate Employing Firm when activity occurred which led to the regulatory action (if applicable):
6.	Principal Product Type:
	Other Other Product Types:
	MATTER AROSE IN CONNECTION WITH APPLICANT'S APPLICATION DATED 1/25/95 TO REGISTER AS AN INVESTMENT ADVISER IN THE STATE OF RHODE ISLAND.
7.	Describe the allegations related to this regulatory action (your response must fit within the space provided):  THE RIDBR TOOK THE POSITION THAT APPLICANT SHOULD HAVE REGISTERED AS AN INVESMENT ADVISOR IN RHODE ISLAND SUBSEQUENT TO JULY 1990. IN CONNECTION WITH APPLICANT'S APPLICATION TO REGISTER AS AN INVESTMENT ADVISER IN THE STATE OF RHODE ISLAND, APPLICANT ENTERED INTO A SETTLEMENT DATED 7/3/96 WITH THE RIDBR CONSENTING TO THE ENTRY OF AN ORDER PROVIDING FOR APPLICANT'S PAYMENT OF \$8,000 TO THE RIDBR AND BACK FEES OF \$2,100 AND ITS AGREEMENT TO COMPLY WITH AND NOT VIOLATE RHODE ISLAND'S INVESTMENT ADVISER REGISTRATION REQUIREMENTS.
8.	Current Status? C Pending C On Appeal Final
9.	If on appeal, regulatory action appealed to (SEC, SRO, Federal or State Court) and Date Appeal Filed:
lf F	Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.
10.	How was matter resolved: Order
11.	Resolution Date (MM/DD/YYYY):
	07/03/1996 © Exact C Explanation
	If not exact, provide explanation:

12.	Reso	lution Detail:			
	A.	Were any of the following Sanctions Ordered (check	all appropriate items)	?	
		☐ Monetary/Fine Amount: \$			
		Revocation/Expulsion/Denial	1	Disgorgement/Restitution	
		☐ Censure	1	Cease and Desist/Injunction	on
		□ Bar	ſ	Suspension	
	must IN CO INTC THE	Other Sanctions <i>Ordered:</i> IN CONNECTION WITH APPLICANT'S APPLICATION TO ENTERED INTO A SETTLEMENT DATED 7/3/96 WITH T OF \$8,000 TO THE RIDBR AND BACK FEES OF \$2,100 ADVISER REGISTRATION REQUIREMENTS. Sanction detail: if suspended, <i>enjoined</i> or barred, profinancial Operations Principal, etc.). If requalification requalify/retrain, type of exam required and whether disgorgement or monetary compensation, provide to of penalty was waived: IN CONNECTION WITH APPLICANT'S APPLICATION TO ENTERED INTO A SETTLEMENT DATED 7/3/96 WITH T OF \$8,000 TO THE RIDBR AND BACK FEES OF \$2,100 INVESTMENT ADVISER REGISTRATION REQUIREMENTS and a brief summary of details related to the action of the fit within the space provided).  DNNECTION WITH APPLICANT'S APPLICATION TO REGION A SETTLEMENT DATED 7/3/96 WITH THE RIDBR CONSTRIBUTED AND BACK FEES OF \$2,100 AND ITS AGREEMENTS AND BACK FEES OF \$2,100 AND ITS AGREEMENTS.	HE RIDBR CONSENTING AND ITS AGREEMENT ovide duration including by exam/retraining with condition has been so tal amount, portion in the RIDBR CONSENTING AND APPLICANT'S AGES.	NG TO THE ENTRY OF AN ORDING TO COMPLY WITH AND NOT Noting start date and capacities was a condition of the sanctic satisfied. If disposition result levied against you or an advisor VESTMENT ADVISER IN THE STATE STATE ADVISER IN THE STATE REPORT AN ORDER PROVIDING	ER PROVIDING FOR APPLICANT'S PAYMENT VIOLATE RHODE ISLAND'S INVESTMENT  affected (General Securities Principal, on, provide length of time given to ed in a fine, penalty, restitution, sory affiliate, date paid and if any portion  TATE OF RHODE ISLAND, APPLICANT ER PROVIDING FOR APPLICANT'S PAYMENT AND NOT VIOLATE RHODE ISLAND'S  ms, conditions and dates (your response)  OF RHODE ISLAND, APPLICANT ENTERED FOR APPLICANT'S PAYMENT OF \$8,000 TO
	REGI	STRATION REQUIREMENTS.			
			OFMED AL INICEDIU	27,010	
his F	Discle	osure Reporting Page (DRP ADV) is an O INITIAL OR	GENERAL INSTRUC		affirmative responses to Items 11 C 11 D
		F. or 11.G. of Form ADV.	<b>6</b> /2.13.23 133po	oo acca to topolit actallo to	
			Regulatory Act	tion	
		m(s) being responded to:	<b>T</b> 44.0(0)		<b>-</b>
	.C(1		11.C(3)	□ 11.C(4)	□ 11.C(5)
	.D(1		11.D(3)	□ 11.D(4)	□ 11.D(5)
	.E(1	• •	□ 11.E(3)	□ 11.E(4)	
<u> </u>	.F.	□ 11.G.			
ith a	a cor	arate DRP for each event or <i>proceeding</i> . The same exampleted Execution Page.  It may result in more than one affirmative answer to I			
ame	eve	nt. If an event gives rise to actions by more than one	e regulator, provide d	etails for each action on a se	parate DRP.
ART					
		person(s) or entity(ies) for whom this DRP is being file ou (the advisory firm)	ed is (are):		
	o Y	ou and one or more of your advisory affiliates			
		ne or more of your advisory affiliates			
	If thi	s DRP is being filed for an <i>advisory affiliate</i> , give the fu e <i>advisory affiliate</i> has a <i>CRD</i> number, provide that nu			•
	ADV	DRP - ADVISORY AFFILIATE			
	۷ ک.		No Information	n Filed	
			NO IIIIOIIIIa(IC	THE CO	
	T re	his DRP should be removed from the ADV record becan his DRP should be removed from the ADV record becan begistered or applying for registration with the SEC or dviser's or advisory affiliate's favor.	ause: (1) the event or	proceeding occurred more th	nan ten years ago or (2) the adviser is

If you are registered or registering with a  $state\ securities\ authority$ , you may remove a DRP for an event you reported only in response to Item

	event listed in Item 11 that occurred more than ten years ago.	registered of registering with the SEC, you may remove a DKF for any
	☐ This DRP should be removed from the ADV record because it was filed in e circumstances:	rror, such as due to a clerical or data-entry mistake. Explain the
B.	If the <i>advisory affiliate</i> is registered through the IARD system or <i>CRD</i> system, I the IARD or <i>CRD</i> for the event? If the answer is "Yes," no other information or	
	C Yes C No	
	NOTE: The completion of this form does not relieve the advisory affiliate of its	obligation to update its IARD or <i>CRD</i> records.
PAR	ART II	
1.	Regulatory Action initiated by:  OSEC Other Federal OState SRO OForeign	
	(Full name of regulator, foreign financial regulatory authority, federal, state, or NASD REGULATION, INC. ("NASDR")	SRO)
2.	<ul><li>Principal Sanction:</li><li>Civil and Administrative Penalt(ies) /Fine(s)</li><li>Other Sanctions:</li></ul>	
3.	. Date Initiated (MM/DD/YYYY):	
	09/07/2000 © Exact © Explanation If not exact, provide explanation:	
4.	. Docket/Case Number: COMPLAINT # C10010054	
5.	. Advisory Affiliate Employing Firm when activity occurred which led to the regula	atory action (if applicable):
6.	Principal Product Type: Other Other Product Types: IN CONNECTION WITH THE DETERMINATION BY NASDR THAT APPLICANT DID NAND THE MAINTENANCE OF WRITTEN SUPERVISORY PROCEDURES, APPLICANT FINE OF \$5000.00.	
7.	Describe the allegations related to this regulatory action (your response mus IN CONNECTION WITH THE DETERMINATION BY NASDR THAT APPLICANT DID NAND THE MAINTENANCE OF WRITTEN SUPERVISORY PROCEDURES, APPLICANT FINE OF \$5000.00.	NOT SATISFY CERTAIN OBLIGATIONS WITH RESPECT TO ACT REPORTING
8.	. Current Status? C Pending C On Appeal G Final	
9.	. If on appeal, regulatory action appealed to (SEC, SRO, Federal or State Court	) and Date Appeal Filed:
lf F	Final or On Appeal, complete all items below. For Pending Actions, complete Iter	n 13 only.
10.	0. How was matter resolved:	
	Acceptance, Waiver & Consent(AWC)	
11.	1. Resolution Date (MM/DD/YYYY):	
	05/02/2001 © Exact © Explanation  If not exact, provide explanation:	
12.	2. Resolution Detail:	
	A. Were any of the following Sanctions <i>Ordered</i> (check all appropriate items	5)?
	Monetary/Fine Amount: \$ 5,000.00	
		Disgorgement/Restitution  Coase and Desist/Universitien
		☐ Cease and Desist/Injunction ☐ Suspension

Other Sanctions Ordered: Sanction detail: if suspended, enjoined or barred, provide duration including start date and capacities affected (General Securities Principal, Financial Operations Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, type of exam required and whether condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide total amount, portion levied against you or an advisory affiliate, date paid and if any portion of penalty was waived: \$5,000.00 PAID BY APPLICANT, 5/22/2001 13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your response must fit within the space provided). IN CONNECTION WITH THE DETERMINATION BY NASDR THAT APPLICANT DID NOT SATISFY CERTAIN OBLIGATIONS WITH RESPECT TO ACT REPORTING AND THE MAINTENANCE OF WRITTEN SUPERVISORY PROCEDURES, APPLICANT ENTERED INTO AN AWC ACCEPTED ON 5/2/2001 AND PROVIDING FOR A FINE OF \$5000.00. GENERAL INSTRUCTIONS This Disclosure Reporting Page (DRP ADV) is an 👩 INITIAL OR 💿 AMENDED response used to report details for affirmative responses to Items 11.C., 11.D., 11.E., 11.F. or 11.G. of Form ADV. Regulatory Action Check item(s) being responded to: □ 11.C(5) □ 11.C(1) □ 11.C(2) 11.C(3) **1**1.C(4) □ 11.D(1) □ 11.D(2) □ 11.D(3) □ 11.D(4) □ 11.D(5) □ 11.E(1) **☑** 11.E(2) □ 11.E(3) □ 11.E(4) □ 11.F. 11.G. Use a separate DRP for each event or proceeding. The same event or proceeding may be reported for more than one person or entity using one DRP. File with a completed Execution Page. One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related to the same event. If an event gives rise to actions by more than one regulator, provide details for each action on a separate DRP. PART I A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are): You (the advisory firm) O You and one or more of your advisory affiliates One or more of your advisory affiliates If this DRP is being filed for an advisory affiliate, give the full name of the advisory affiliate below (for individuals, Last name, First name, Middle name). If the advisory affiliate has a CRD number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

No Information Filed

This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the adviser is registered or applying for registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the

If you are registered or registering with a *state securities authority*, you may remove a DRP for an event you reported only in response to Item 11.D(4), and only if that event occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any

This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain the

If the advisory affiliate is registered through the IARD system or CRD system, has the advisory affiliate submitted a DRP (with Form ADV, BD or U-4) to

This DRP should be removed from the ADV record because the advisory affiliate(s) is no longer associated with the adviser.

the IARD or CRD for the event? If the answer is "Yes," no other information on this DRP must be provided.

NOTE: The completion of this form does not relieve the advisory affiliate of its obligation to update its IARD or CRD records.

ADV DRP - ADVISORY AFFILIATE

circumstances:

O Yes O No

PART II

adviser's or advisory affiliate's favor.

event listed in Item 11 that occurred more than ten years ago.

	⊙SEC ⊙Other Federal ⊙State ⊙ <sub>SRO</sub> ⊙Foreign	
	(Full name of regulator, foreign financial regulatory authority, f NYSE	ederal, state, or <i>SRO</i> )
	Principal Sanction: Civil and Administrative Penalt(ies) /Fine(s) Other Sanctions:	
	CENSURE	
	Date Initiated (MM/DD/YYYY):	
	10/23/2003 C Exact Explanation	
		(AMINATION OF THE APPLICANT BY THE NYSE DIVISION OF MEMBER FIRM REGULATION DO. MFR REFERRED TWO FINDINGS TO THE NYSE ENFORCEMENT DIVISION ON 5/8/2001.
	Docket/Case Number: HPD# 03-223	
	Advisory Affiliate Employing Firm when activity occurred which NOT APPLICABLE	led to the regulatory action (if applicable):
	Principal Product Type:	
	Other Other Product Types:	
	IN CONNECTION WITH THE MFR'S FINDINGS PERTAINING TO TO ITS FLOOR BROKER'S ACTIVITIES AND THE TIMELINESS OF PERSONS, APPLICANT ENTERED INTO A STIPULATION OF FACT	THE SUFFICIENCY OF APPLICANT'S SUPERVISORY PROCEDURES AND REVIEW PERTAINING OF COMPLIANCE WITH THE CONTINUING EDUCATION REQUIREMENTS OF 5 REGISTERED TS AND CONSENT TO PENALTY (THE "STIPULATION") THAT PROVIDED FOR A CENSURE AND
	FINE IN THE AMOUNT OF \$20,000. A NYSE HEARING PANEL AC	CCEPTED THE STIPULATION IN DECISION 03-223 DATED DECEMBER 18, 2003.
	TO ITS FLOOR BROKER'S ACTIVITIES AND THE TIMELINESS OF PERSONS, APPLICANT ENTERED INTO A STIPULATION OF FACT	our response must fit within the space provided): THE SUFFICIENCY OF APPLICANT'S SUPERVISORY PROCEDURES AND REVIEW PERTAINING F COMPLIANCE WITH THE CONTINUING EDUCATION REQUIREMENTS OF 5 REGISTERED TS AND CONSENT TO PENALTY (THE "STIPULATION") THAT PROVIDED FOR A CENSURE AND CCEPTED THE STIPULATION IN DECISION 03-223 DATED DECEMBER 18, 2003.
	Current Status? C Pending C On Appeal C Fina	ıl
	If on appeal, regulatory action appealed to (SEC, SRO, Feder	al or State Court) and Date Appeal Filed:
F	Final or On Appeal, complete all items below. For Pending Action	ns, complete Item 13 only.
0.	O. How was matter resolved:	
	Stipulation and Consent	
1.	1. Resolution Date (MM/DD/YYYY):	
	02/06/2004 © Exact © Explanation	
	If not exact, provide explanation:	
2	2. Resolution Detail:	
	A. Were any of the following Sanctions <i>Ordered</i> (check all a	appropriate items)?
	✓ Monetary/Fine Amount: \$ 20,000.00	
	Revocation/Expulsion/Denial	☐ Disgorgement/Restitution
	▼ Censure	Cease and Desist/Injunction
	☐ Bar	☐ Suspension
	B. Other Sanctions Ordered:	
	Financial Operations Principal, etc.). If requalification by requalify/retrain, type of exam required and whether co	de duration including start date and capacities affected (General Securities Principal, exam/retraining was a condition of the sanction, provide length of time given to ondition has been satisfied. If disposition resulted in a fine, penalty, restitution, amount, portion levied against you or an advisory affiliate, date paid and if any portion

\$20,000 FINE LEVIED AGAINST APPLICANT PAID ON FEBRUARY 11, 2004

1. Regulatory Action initiated by:

13.	must fit within the space IN CONNECTION WITH T TO ITS FLOOR BROKER'S PERSONS, APPLICANT EN	e provided). HE MFR'S FINDINGS PE GACTIVITES, AND THE NTERED INTO A STIPUL	ERTAINING TO THE SUFFICIENCY (	OF APPLICANT'S SUPERVISORY TH THE CONTINUING EDUCATION TO PENALTY (THE "STIPULATION	PROCEDURES AND REVIEW PERTAINING IN REQUIREMENTS OF 5 REGISTERED I") THAT PROVIDED FOR A CENSURE AND DATED DECEMBER 18, 2003.
			GENERAL INSTRUC	TIONS	
This	Disclosure Reporting Pag	e (DRP ADV) is an 💍 I	NITIAL OR 6 AMENDED respons	e used to report details for aff	irmative responses to Items 11.C., 11.D.,
11.E	, 11.F. or 11.G. of Form <i>F</i>	ADV.			
			Regulatory Acti	ion	
	ck item(s) being responde		_	_	<b>-</b>
	11.C(1)	□ 11.C(2)	□ 11.C(3)	□ 11.C(4)	□ 11.C(5)
	11.D(1)	✓ 11.D(2)	□ 11.D(3)	<b>☑</b> 11.D(4)	□ 11.D(5)
	11.E(1)	□ 11.E(2)	□ 11.E(3)	□ 11.E(4)	
1	I1.F.	□ 11.G.			
with One	a completed Execution P	rage.		.E., 11.F. or 11.G. Use only on	te <i>person</i> or entity using one DRP. File  BE DRP to report details related to the larate DRP.
PAR <sup>*</sup>	ТІ				
A.	The person(s) or entity(i	es) for whom this DRP	is being filed is (are):		
	You (the advisory firm	m)			
	C You and one or more	of your	ntas		
	One or more of your		ies		
	•	as a <i>CRD</i> number, prov	e, give the full name of the <i>advisor</i> ride that number. If not, indicate	-	, Last name, First name, Middle name). he appropriate box.
			No Information	n Filed	
	☐ This DRP should be r registered or applyin adviser's or <i>advisory</i>	emoved from the ADV g for registration with affiliate's favor.	the SEC or reporting as an exem	proceeding occurred more than pt reporting adviser with the SE	ten years ago or (2) the adviser is EC and the event was resolved in the
	9	t event occurred more	than ten years ago. If you are re	•	reported only in response to Item e SEC, you may remove a DRP for any
	☐ This DRP should be r circumstances:	emoved from the ADV	record because it was filed in erro	or, such as due to a clerical or	data-entry mistake. Explain the
B.	*		e IARD system or <i>CRD</i> system, has "Yes," no other information on	•	d a DRP (with Form ADV, BD or U-4) to
	O Yes O No				
	NOTE: The completion o	f this form does not re	lieve the <i>advisory affiliate</i> of its ob	oligation to update its IARD or	CRD records.
PAR <sup>*</sup>	ТП				
	Regulatory Action initiate	ed by:			
	OSEC Other Federa	ol o State o SRO	Foreign		
	(Full name of regulator, STATE OF MAINE OFFICE		tory authority, federal, state, or <i>Si</i> DS")	RO)	
2.	Principal Sanction: Other Other Sanctions:				

		DING FOR APPLICANT'S PAYMENT OF \$10,000 TO THE SMOS IN LIEU OF ANY PENALTY AND R LEGAL REQUIREMENTS GOVERNING PERSONS ACTING AS SECURITIES BROKER-DEALERS
3.	Date Initiated (MM/DD/YYYY):	
	07/15/2005 C Exact C Explanation	
	If not exact, provide explanation:	
	INTO FOLLOWING APPLICANT'S JULY 15, 2005 INQUIRY REGA	PPLICATION TO REGISTER AS A BROKER-DEALER IN THE STATE OF MAINE, WAS ENTERED ARDING STATUS OF APPLICATION.
4.	Docket/Case Number:	
	NO. 06-018-CAG	
5.	Advisory Affiliate Employing Firm when activity occurred which	n led to the regulatory action (if applicable):
6.	Principal Product Type: Other	
	Other Product Types:	
	AGREEMENT WITH THE SMOS, EFFECTIVE 10/31/2005, PROVI	ER AS A BROKER-DEALER IN THE STATE OF MAINE, APPLICANT ENTERED INTO A CONSENT DING FOR APPLICANT'S PAYMENT OF \$10,000 TO THE SMOS IN LIEU OF ANY PENALTY AND R LEGAL REQUIREMENTS GOVERNING PERSONS ACTING AS SECURITIES BROKER-DEALERS
7	Describe the allegations related to this regulatory, action (vs	
7.		OKER-DEALER IN MAINE WITHOUT BEING LICENSED AS A BROKER-DEALER IN MAINE OR
		ICANT'S APPLICATION TO REGISTER AS A BROKER-DEALER IN THE STATE OF MAINE,
		E SMOS, EFFECTIVE 10/31/2005, PROVIDING FOR APPLICANT'S PAYMENT OF \$10,000 TO
		COMPLY WITH ALL LICENSING AND OTHER LEGAL REQUIREMENTS GOVERNING PERSONS
	ACTING AS A BROKER-DEALER IN THE STATE OF MAINE.	
8.	Current Status? O Pending O On Appeal o Fina	al
9.	If on appeal, regulatory action appealed to (SEC, SRO, Feder	ral or State Court) and Date Appeal Filed:
lf F	Final or On Appeal, complete all items below. For Pending Actio	ons, complete Item 13 only.
10	2. How was matter resolved.	
10.	). How was matter resolved:	
	Consent	
11.	1. Resolution Date (MM/DD/YYYY):	
	10/31/2005 🌀 Exact 🔼 Explanation	
	If not exact, provide explanation:	
12.	2. Resolution Detail:	
	A. Were any of the following Sanctions <i>Ordered</i> (check all	appropriate items)?
	☐ Monetary/Fine Amount: \$	
	Revocation/Expulsion/Denial	☐ Disgorgement/Restitution
	Censure	Cease and Desist/Injunction
	□ Bar	☐ Suspension
	CONSENT AGREEMENT WITH THE SMOS, EFFECTIVE 10/	EGISTER AS A BROKER-DEALER IN THE STATE OF MAINE, APPLICANT ENTERED INTO A 31/2005, PROVIDING FOR APPLICANT'S PAYMENT OF \$10,000 TO THE SMOS IN LIEU OF LICENSING AND OTHER LEGAL REQUIREMENTS GOVERNING PERSONS ACTING AS
	SECURITIES BROKER-DEALERS IN THE STATE OF MAINE.	
	· · · · · · · · · · · · · · · · · · ·	de duration including start date and capacities affected (General Securities Principal, exam/retraining was a condition of the sanction, provide length of time given to
	·	ondition has been satisfied. If disposition resulted in a fine, penalty, restitution,
	disgorgement or monetary compensation, provide total	I amount, portion levied against you or an advisory affiliate, date paid and if any portion
	of penalty was waived: IN CONNECTION WITH APPLICANT'S APPLICATION TO RE	EGISTER AS A BROKER-DEALER IN THE STATE OF MAINE, APPLICANT ENTERED INTO A
	CONSENT AGREEMENT WITH THE SMOS, EFFECTIVE 10/	31/2005, PROVIDING FOR APPLICANT'S PAYMENT OF \$10,000 TO THE SMOS IN LIEU OF  LL LICENSING AND OTHER LEGAL REQUIREMENTS GOVERNING PERSONS ACTING AS

IN CONNECTION WITH APPLICANT'S APPLICATION TO REGISTER AS A BROKER-DEALER IN THE STATE OF MAINE, APPLICANT ENTERED INTO A CONSENT

8.

SECURITIES BROKER-DEALERS IN THE STATE OF MAINE.

13.	Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your response nust fit within the space provided).					
	IN CONNECTION WITH APPLICANT'S APPLICATION TO REGISTER AS A BROKER-DEALER IN THE STATE OF MAINE, APPLICANT ENTERED INTO A CONSENT AGREEMENT WITH THE SMOS, EFFECTIVE 10/31/2005, PROVIDING FOR APPLICANT'S PAYMENT OF \$10,000 TO THE SMOS IN LIEU OF ANY PENALTY, AND ITS AGREEMENT TO COMPLY WITH ALL LICENSING AND OTHER LEGAL REQUIREMENTS GOVERNING PERSONS ACTING AS SECURITIES BROKER-DEALERS IN THE STATE OF MAINE.					
	GENERAL INSTRUCTIONS					
This	isclosure Reporting Page (DRP ADV) is an 🌀 INITIAL 🔐 🔿 AMENDED response used to report details for affirmative responses to Items 11.C., 11.D.					
11.E	11.F. or 11.G. of Form ADV.					
	Regulatory Action					
Che	item(s) being responded to:					
	.C(1) $\Box$ 11.C(2) $\Box$ 11.C(3) $\Box$ 11.C(4) $\Box$ 11.C(5)					
	$\Box$ 11.D(2) $\Box$ 11.D(3) $\Box$ 11.D(4) $\Box$ 11.D(5)					
	.E(1)					
	.F. □ 11.G.					
with One	separate DRP for each event or <i>proceeding</i> . The same event or <i>proceeding</i> may be reported for more than one <i>person</i> or entity using one DRP. File completed Execution Page.  vent may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related to the event. If an event gives rise to actions by more than one regulator, provide details for each action on a separate DRP.					
A.	The <i>person(s)</i> or entity(ies) for whom this DRP is being filed is (are):					
7 (.	Sou (the advisory firm)					
	O You and one or more of your advisory affiliates					
	One or more of your advisory affiliates					
	If this DRP is being filed for an <i>advisory affiliate</i> , give the full name of the <i>advisory affiliate</i> below (for individuals, Last name, First name, Middle name). If the <i>advisory affiliate</i> has a <i>CRD</i> number, provide that number. If not, indicate "non-registered" by checking the appropriate box.  ADV DRP - <i>ADVISORY AFFILIATE</i>					
	No Information Filed					
	This DRP should be removed from the ADV record because the <i>advisory affiliate(s)</i> is no longer associated with the adviser.  This DRP should be removed from the ADV record because: (1) the event or <i>proceeding</i> occurred more than ten years ago or (2) the adviser is registered or applying for registration with the SEC or reporting as an <i>exempt reporting adviser</i> with the SEC and the event was resolved in the adviser's or <i>advisory affiliate</i> 's favor.  If you are registered or registering with a <i>state securities authority</i> , you may remove a DRP for an event you reported only in response to Item					
	11.D(4), and only if that event occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 that occurred more than ten years ago.					
	This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain the circumstances:					
B.	f the advisory affiliate is registered through the IARD system or CRD system, has the advisory affiliate submitted a DRP (with Form ADV, BD or U-4) to he IARD or CRD for the event? If the answer is "Yes," no other information on this DRP must be provided.					
	O yes O No					
	NOTE: The completion of this form does not relieve the advisory affiliate of its obligation to update its IARD or CRD records.					
PAR <sup>*</sup>						
1.	Regulatory Action initiated by: OSEC OOther Federal OState OSRO OForeign					
	Full name of regulator, foreign financial regulatory authority, federal, state, or SRO)  FINANCIAL INDUSTRY REGULATORY AUTHORITY ("FINRA")					
2.	Principal Sanction:					

	Other Sanctions: FINE IN THE AMOUNT OF \$7500.00
3.	Date Initiated (MM/DD/YYYY):
	07/29/2009 © Exact © Explanation  If not exact, provide explanation:
4.	Docket/Case Number: 2009018936501
5.	Advisory Affiliate Employing Firm when activity occurred which led to the regulatory action (if applicable):
6.	Principal Product Type: Debt - Corporate Other Product Types:
7.	Describe the allegations related to this regulatory action (your response must fit within the space provided):  AS A RESULT OF THE LATE FILING TO THE TRADE REPORTING AND COMPLIANCE ENGINE ("TRACE") IN CONNECTION WITH 313 TRANSACTIONS IN TRACE-ELIGIBLE SECURITIES DURING THE PERIOD FROM JANUARY 1 TO MARCH 31, 2009, THE FIRM CONSENTED IN SEPTEMBER OF 2010 TO THE IMPOSITION BY FINRA OF A CENSURE AND FINE IN THE AMOUNT OF \$7500.00.
8.	Current Status? C Pending C On Appeal  Final
9.	If on appeal, regulatory action appealed to (SEC, SRO, Federal or State Court) and Date Appeal Filed:
If F	inal or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.
10.	How was matter resolved: Acceptance, Waiver & Consent(AWC)
11.	Resolution Date (MM/DD/YYYY):
	10/12/2010 © Exact © Explanation  If not exact, provide explanation:
12.	Resolution Detail:
	A. Were any of the following Sanctions Ordered (check all appropriate items)?
	Monetary/Fine Amount: \$ 7,500.00
	Revocation/Expulsion/Denial Disgorgement/Restitution
	<ul><li>✓ Censure</li><li>✓ Cease and Desist/Injunction</li><li>✓ Suspension</li></ul>
	□ Bar □ Suspension  B. Other Sanctions <i>Ordered</i> :
	Sanction detail: if suspended, <i>enjoined</i> or barred, provide duration including start date and capacities affected (General Securities Principal, Financial Operations Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, type of exam required and whether condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide total amount, portion levied against you or an <i>advisory affiliate</i> , date paid and if any portion of penalty was waived:  FINE IN THE AMOUNT OF \$7500.00 WAS PAID BY CHECK DATED 10/14/2010 AND TRANSMITTED TO FINRA ON 10/18/2010.
13.	Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your response must fit within the space provided).
	AS A RESULT OF THE LATE FILING TO THE TRADE REPORTING AND COMPLIANCE ENGINE ("TRACE") IN CONNECTION WITH 313 TRANSACTIONS IN TRACE-ELIGIBLE SECURITIES DURING THE PERIOD FROM JANUARY 1 TO MARCH 31, 2009, THE FIRM CONSENTED IN SEPTEMBER OF 2010 TO THE IMPOSITION BY FINRA OF A CENSURE AND FINE IN THE AMOUNT OF \$7500.00.
This	GENERAL INSTRUCTIONS  Disclosure Reporting Page (DRP ADV) is an  INITIAL OR  AMENDED response used to report details for affirmative responses to Items 11.C., 11.

Regulatory Action

11.E., 11.F. or 11.G. of Form ADV.

1	1.C(1)	□ 11.C(2)	☐ 11.C(3)	□ 11.C(4)	□ 11.C(5)
<b>1</b>	1.D(1)	□ 11.D(2)	■ 11.D(3)	□ 11.D(4)	□ 11.D(5)
	1.E(1)	<b>☑</b> 11.E(2)	□ 11.E(3)	□ 11.E(4)	,
	1.F.	□ 11.G.	L 11.2(3)	L 11.2(4)	
	1. Г.	L 11.G.			
	•	RP for each event or <i>proceeding</i> . Th Execution Page.	ne same event or <i>proceeding</i> ma	ay be reported for more than on	e <i>person</i> or entity using one DRP. File
	•	sult in more than one affirmative a event gives rise to actions by more			e DRP to report details related to the rate DRP.
PAR <sup>-</sup>	ГІ				
Α.	The person(s	s) or entity(ies) for whom this DRP is advisory firm)	s being filed is (are):		
	O You and	one or more of your advisory affiliate	es		
		ore of your <i>advisory affiliates</i>			
		s being filed for an <i>advisory affiliate,</i> ry <i>affiliate</i> has a <i>CRD</i> number, provid	_	•	, Last name, First name, Middle name). he appropriate box.
	ADV DRP - A	NDVISORY AFFILIATE			
	CRD	871323 <sub></sub>		6	
	Number:	TI	nis <i>advisory affiliate</i> is <sup>O</sup> a Firm	n 🤨 an Individual	
	Registered	· • Yes • No			
	Name:	ZWICKLER, ALLEN SAUL			
		(For individuals, Last, First, Middle)			
B.	registered adviser's  If you are reful. D(4), and event listed  This DRP circumsta	d or applying for registration with the or advisory affiliate's favor.  egistered or registering with a state of only if that event occurred more the in Item 11 that occurred more than should be removed from the ADV respectively.  The applying for registered through the CRD for the event? If the answer is	he SEC or reporting as an exemple securities authority, you may han ten years ago. If you are not ten years ago.  The ecord because it was filed in erecord be	remove a DRP for an event you registered or registering with the ror, such as due to a clerical or the the advisory affiliate submitte	e SEC, you may remove a DRP for any
	NOTE: The c	ompletion of this form does not reli	eve the <i>advisory affiliate</i> of its o	obligation to update its IARD or (	CRD records.
PAR <sup>-</sup>	ГП				
1.		ction initiated by:			
••		other Federal OState OSRO	Foreign		
		f regulator, <i>foreign financial regulato</i>		SRO)	
2.	Principal San	ction:			
	Other Sancti	ons:			
3.	Date Initiated	d (MM/DD/YYYY):			
	C Exact	Explanation			
	If not exact,	provide explanation:			
4.	Docket/Case	Number:			
5.	Advisory Affil	iate Employing Firm when activity o	ccurred which led to the regula	tory action (if applicable):	

6.	Principal Product Type:			
	Other Product Types:			
7.	Describe the allegations related to this regula	atory action (your response mus	t fit within the space provided)	):
8.	Current Status? C Pending C On Ap	peal <b>C</b> Final		
9.	If on appeal, regulatory action appealed to (S	SEC, <i>SRO</i> , Federal or State Cour	t) and Date Appeal Filed:	
If F	inal or On Appeal, complete all items below. Fo	or Pending Actions, complete Ite	m 13 only.	
10.	How was matter resolved:			
11.	Resolution Date (MM/DD/YYYY):			
	C Exact C Explanation			
	If not exact, provide explanation:			
12.	Resolution Detail:		20	
	A. Were any of the following Sanctions <i>Ord</i>	dered (check all appropriate item	s)?	
	☐ Monetary/Fine Amount: \$		_	
	Revocation/Expulsion/Denial		Disgorgement/Restitution	
	☐ Censure ☐ Bar		Cease and Desist/Injunction	on
			☐ Suspension	
	B. Other Sanctions <i>Ordered:</i>			
13.	of penalty was waived:  Provide a brief summary of details related to must fit within the space provided).			ms, conditions and dates (your response
		GENERAL INSTR	UCTIONS	
This	Disclosure Reporting Page (DRP ADV) is an O			affirmative responses to Items 11.C., 11.D
	., 11.F. or 11.G. of Form ADV.	ON -		
		Regulatory A	ction	
Chec	ck item(s) being responded to:	regulatory /	action .	
□ 1	1.C(1)	□ 11.C(3)	■ 11.C(4)	<b>□</b> 11.C(5)
1	1.D(1)	□ 11.D(3)	□ 11.D(4)	□ 11.D(5)
1	1.E(1) <b>☑</b> 11.E(2)	□ 11.E(3)	□ 11.E(4)	
1	1.F. □ 11.G.			
with One	a separate DRP for each event or <i>proceeding</i> . a completed Execution Page. event may result in more than one affirmative e event. If an event gives rise to actions by m	e answer to Items 11.C., 11.D.,	11.E., 11.F. or 11.G. Use only o	one DRP to report details related to the
PAR1	ГІ			
	The <i>person(s)</i> or entity(ies) for whom this DRI	P is being filed is (are):		
	O You (the advisory firm)			
	O You and one or more of your advisory affile	iates		
	• One or more of your advisory affiliates			
	If this DRP is being filed for an advisory affiliat	e, give the full name of the advi	sory affiliate below (for individua	als, Last name, First name, Middle name).

			, provide that number. If not, indicate "non-registered" by checking the appropriate box.
	ADV DRP - A	DVISORY AFFILIATE	
	CRD Number: Registered:	404562 <b>⊙</b> Yes <b>○</b> No	This advisory affiliate is O a Firm o an Individual
	Name:	ROSENTHAL, CHARLES MICHAEL	
		(For individuals, Last, First, Middle)	
	This DRP s	should be removed from the	ADV record because the <i>advisory affiliate(s)</i> is no longer associated with the adviser.  ADV record because: (1) the event or <i>proceeding</i> occurred more than ten years ago or (2) the adviser is with the SEC or reporting as an <i>exempt reporting adviser</i> with the SEC and the event was resolved in the
	11.D(4), and	0 0	a state securities authority, you may remove a DRP for an event you reported only in response to Item more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any are than ten years ago.
	This DRP s		ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain the
	-		gh the IARD system or <i>CRD</i> system, has the <i>advisory affiliate</i> submitted a DRP (with Form ADV, BD or U-4) to swer is "Yes," no other information on this DRP must be provided.
	• Yes •	No	
	NOTE: The co	ompletion of this form does r	not relieve the advisory affiliate of its obligation to update its IARD or CRD records.
ART	11		
	0	ction initiated by: ther Federal OState OS	SRO C Foreign
	(Full name of	regulator, foreign financial re	egulatory authority, federal, state, or SRO)
	Principal Sand	ction:	
	Other Sanctic	ons:	
١.	Date Initiated	(MM/DD/YYYY):	
		Explanation provide explanation:	
	Docket/Case	Number:	
	Advisory Affilia	ate Employing Firm when act	tivity occurred which led to the regulatory action (if applicable):
	Principal Prod	duct Type:	
	Other Produc	t Types:	
	Describe the	allegations related to this re	egulatory action (your response must fit within the space provided):
	Current Statu	us? C Pending C Or	n Appeal C Final
	If on appeal,	regulatory action appealed	to (SEC, <i>SRO,</i> Federal or State Court) and Date Appeal Filed:
f Fi	nal or On App	eal, complete all items belov	v. For Pending Actions, complete Item 13 only.
Ο.	How was mat	tter resolved:	
1.		ate (MM/DD/YYYY):	
		Explanation provide explanation:	

12.	Resc	olution Detail:							
	A.	A. Were any of the following Sanctions Ordered (check all appropriate items)?							
		☐ Monetary/Fine Amount: \$							
		Revocation/Expulsion/Denia		Disgor	gement/Restitution				
		Censure			and Desist/Injunction	1			
		☐ Bar		☐ Suspe	•				
	B.	Other Sanctions <i>Ordered:</i>			1131011				
	Ъ.	Other Sanctions Ordered.							
		Financial Operations Principal, e requalify/retrain, type of exam i	enjoined or barred, provide duration itc.). If requalification by exam/retrequired and whether condition has pensation, provide total amount,	training was a con as been satisfied.	dition of the sanction If disposition resulted	, provide length of time given t d in a fine, penalty, restitution,	to		
13.		ride a brief summary of details ret t fit within the space provided).	elated to the action status and (or	disposition and	include relevant terms	s, conditions and dates (your r	esponse		
			071/50 1/1						
Γhis	Discl	osure Reporting Page (DRP ADV)	is an $\bigcirc$ INITIAL $_{OR}$ $\bigcirc$ AMENDE	INSTRUCTIONS  Tresponse used t	o report details for af	firmative responses to Items 1	1 C 11 D		
			IS All O INTITAL OR O AWILINDE	o response useu i	o report details for an	illinative responses to Items 1	1.0., 11.0.		
. E	., 11.	F. or 11.G. of Form ADV.							
			Regul	atory Action					
		m(s) being responded to:	_		_	_			
	1.C(1				□ 11.C(4)	□ 11.C(5) -			
	1.D(1				□ 11.D(4)	□ 11.D(5)			
	1.E(1		□ 11.E(3)		□ 11.E(4)				
1	1.F.	□ 11.G.							
One sam	even e eve	•	firmative answer to Items 11.C., ons by more than one regulator, p		•	·	to the		
PAR									
A.		<pre>person(s) or entity(ies) for whom ou (the advisory firm)</pre>	ithis DRP is being filed is (are):						
	O Y	ou and one or more of your advi	isory affiliates						
		One or more of your advisory affili							
		•	ory affiliate, give the full name of the not, provide that number. If not,	•			le name).		
	AD\	J DRP - ADVISORY AFFILIATE							
			No Ir	nformation Filed					
	□ T r	his DRP should be removed from	n the ADV record because the <i>adv</i> , in the ADV record because: (1) the ation with the SEC or reporting as or.	event or proceedi	ing occurred more that	n ten years ago or (2) the advi			
	11.[		with a <i>state securities authority</i> , y red more than ten years ago. If y d more than ten years ago.	•	•				
		This DRP should be removed from ircumstances:	n the ADV record because it was fi	led in error, such	as due to a clerical or	data-entry mistake. Explain th	ıe		
B.			nrough the IARD system or <i>CRD</i> system or <i>CRD</i> system or the inform		•	ed a DRP (with Form ADV, BD o	r U-4) to		

	NOTE: The completion of this form does not relieve the advisory at	ffiliate of its obligation to update its IARD or CRD records.
PART	ТП	
1.	Regulatory Action initiated by:  OSEC OOther Federal OState SRO OForeign	
	(Full name of regulator, foreign financial regulatory authority, federal NASD	al, state, or <i>SRO</i> )
2.	Principal Sanction: Censure Other Sanctions: FINE \$300.00	
3.	Date Initiated (MM/DD/YYYY):	
	11/14/1968 © Exact © Explanation  If not exact, provide explanation:	
4.	Docket/Case Number: A-NY-SC 46	
5.	Advisory Affiliate Employing Firm when activity occurred which led t	to the regulatory action (if applicable):
6.		TO "FREE-RIDING AND WITHHOLDING" IN CONNECTION WITH A TRANSACTION
	INVOLVING THE SALE OF 200 SHARES OF EBERLINE INSTRUMENT (	CORP.
7.	Describe the allegations related to this regulatory action (your resulted VIOLATION OF THE NASD'S STATEMENT OF POLICY WITH RESPECT INVOLVING THE SALE OF 200 SHARES OF EBERLINE INSTRUMENT (	TO "FREE-RIDING AND WITHHOLDING" IN CONNECTION WITH A TRANSACTION
8.	Current Status? O Pending O On Appeal o Final	
9.	If on appeal, regulatory action appealed to (SEC, SRO, Federal or	State Court) and Date Appeal Filed:
If F	Final or On Appeal, complete all items below. For Pending Actions, co	omplete Item 13 only.
10.	How was matter resolved: Settled	
11.	Resolution Date (MM/DD/YYYY):	
	12/01/1968 🖸 Exact 🔼 Explanation	
	If not exact, provide explanation:	
12.	Resolution Detail:	
	A. Were any of the following Sanctions Ordered (check all appro	ppriate items)?
	✓ Monetary/Fine Amount: \$ 300.00	
	Revocation/Expulsion/Denial	lacksquare Disgorgement/Restitution
	✓ Censure	Cease and Desist/Injunction
	☐ Bar	Suspension
	B. Other Sanctions <i>Ordered:</i>	
	Financial Operations Principal, etc.). If requalification by exame requalify/retrain, type of exam required and whether conditions.	ration including start date and capacities affected (General Securities Principal, m/retraining was a condition of the sanction, provide length of time given to on has been satisfied. If disposition resulted in a fine, penalty, restitution, unt, portion levied against you or an <i>advisory affiliate</i> , date paid and if any portion

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your response

C Yes © No

	INVOLVING THE SALE OF 200 SHARES OF EBERLINE INST		DING AND WITHHOLDING" IN CO	ONNECTION WITH A TRANSACTION
		OFNEDAL INCTRU	OTIONS	
his	This Disclosure Reporting Page (DRP ADV) is an $_{f \odot}$ INITIAL $_{OR}$	GENERAL INSTRU  AMENDED respor		irmative responses to Items 11.C., 11.D.,
	1.E., 11.F. or 11.G. of Form ADV.	0		
		Regulatory Ac	tion	
	Check item(s) being responded to:  11.C(1)  11.C(2)	□ 11.C(3)	<b>□</b> 11.C(4)	□ 11.C(5)
	□ 11.C(2) □ 11.D(1) □ 11.D(2)	☐ 11.D(3)	□ 11.C(4) □ 11.D(4)	□ 11.C(5) □ 11.D(5)
	□ 11.E(2) □ 11.E(2)	□ 11.E(3)	□ 11.E(4)	L 11.D(3)
	□ 11.F. □ 11.G.	L 11.L(0)	L 11.L(4)	
vith	Use a separate DRP for each event or <i>proceeding</i> . The same exith a completed Execution Page.  One event may result in more than one affirmative answer to			
	ame event. If an event gives rise to actions by more than on		-	•
'AR	PART I			
A.	<ul><li>A. The person(s) or entity(ies) for whom this DRP is being fil</li><li>You (the advisory firm)</li></ul>	ed is (are):		
	O You and one or more of your advisory affiliates			
	One or more of your advisory affiliates			
	auvisory anniates			
	If this DRP is being filed for an advisory affiliate, give the f If the advisory affiliate has a CRD number, provide that nu			
	ADV DRP - ADVISORY AFFILIATE			
		No Information	on Filed	
	This DRP should be removed from the ADV record bed This DRP should be removed from the ADV record bed registered or applying for registration with the SEC of adviser's or advisory affiliate's favor.	ause: (1) the event o	r <i>proceeding</i> occurred more than	ten years ago or (2) the adviser is
	If you are registered or registering with a <i>state securitie</i> 11.D(4), and only if that event occurred more than ten year event listed in Item 11 that occurred more than ten year	ears ago. If you are r	•	
	☐ This DRP should be removed from the ADV record bed circumstances:	ause it was filed in er	ror, such as due to a clerical or	data-entry mistake. Explain the
B.	B. If the <i>advisory affiliate</i> is registered through the IARD sys the IARD or <i>CRD</i> for the event? If the answer is "Yes," no	•	-	d a DRP (with Form ADV, BD or U-4) to
	O Yes O No			
	NOTE: The completion of this form does not relieve the $a$	dvisory affiliate of its c	obligation to update its IARD or (	CRD records.
PAR	PART II			
1.	<ol> <li>Regulatory Action initiated by:         SEC Other Federal State SRO Foreign</li> </ol>			
	(Full name of regulator, foreign financial regulatory author, FINRA	ity, federal, state, or .	SRO)	
2.	'			
	Censure Other Sanctions:			
	FINE IN THE AMOUNT OF \$100,000			

must fit within the space provided).

3.	Date Initiated (MM/DD/YYYY):	
	02/02/2016 © Exact C Explanation	
	If not exact, provide explanation:	
	INITIAL INQUIRY DATED 02/02/2016, MATTER NO. 20150479275	
4.	Docket/Case Number:	
• •	2015047927501	
5	Advisory Affiliate Employing Firm when activity occurred which led to the regulatory action (if applicable):	
J.	N/A	
,		
6.	Principal Product Type:  Debt - Municipal	
	Other Product Types:	
	other Froduct Types.	
7.	Describe the allegations related to this regulatory action (your response must fit within the space provided):	
	FINRA ALLEGED THAT FIRM VIOLATED MSRB RULES G-17 AND G-30 BY FAILING ON SEVEN OCCASIONS TO PURCHASE MUNICIPAL SECURITIES FOR ITS	
	CUSTOMERS AT PRICES THAT WERE FAIR AND REASONABLE IN RELATION TO PREVAILING MARKET CONDITIONS AND VIOLATED MSRB G-27 BY FAILING	
	TO ADOPT, MAINTAIN AND ENFORCE WRITTEN SUPERVISORY PROCEDURES REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH MSRB RULE G-30	
8.	Current Status? C Pending C On Appeal C Final	
-	The state of the s	
0	If on appeal, regulatory action appealed to (SEC, SRO, Federal or State Court) and Date Appeal Filed:	
9.	if of appeal, regulatory action appealed to (SEC, SKO, rederal of State Court) and Date Appeal Filed.	
If F	inal or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.	
10.	How was matter resolved:	
	Acceptance, Waiver & Consent(AWC)	
11.	Resolution Date (MM/DD/YYYY):	
	03/23/2020 © Exact C Explanation	
	If not exact, provide explanation:	
12.	Resolution Detail:	
	A. Were any of the following Sanctions <i>Ordered</i> (check all appropriate items)?	
	Monetary/Fine Amount: \$ 100,000.00	
	Revocation/Expulsion/Denial Disgorgement/Restitution	
	☑ Cease and Desist/Injunction	
	☐ Bar ☐ Suspension	
	B. Other Sanctions <i>Ordered:</i>	
	Sanction detail: if suspended, enjoined or barred, provide duration including start date and capacities affected (General Securities Principal,	
	Financial Operations Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to	
	requalify/retrain, type of exam required and whether condition has been satisfied. If disposition resulted in a fine, penalty, restitution,	
	disgorgement or monetary compensation, provide total amount, portion levied against you or an advisory affiliate, date paid and if any portion	
	of penalty was waived:	
	PAYMENT OF \$100,000 FINE LEVIED AGAINST APPLICANT PAID ON 3/27/20.	
13.	Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your response	
	must fit within the space provided).	
IVI	L JUDICIAL ACTION DISCLOSURE REPORTING PAGE (ADV)	
lo Ir	nformation Filed	

#### Part 2

Exemption from brochure delivery requirements for SEC-registered advisers

SEC rules exempt SEC-registered advisers from delivering a firm brochure to some kinds of clients. If these exemptions excuse you from delivering a brochure to *all* of your advisory clients, you do not have to prepare a brochure.

Yes No

 $\circ$ 

Are you exempt from delivering a brochure to all of your clients under these rules?

If no, complete the ADV Part 2 filing below.

Amend, retire or file new brochures:

Brochure ID	Brochure Name	Brochure Type(s)
335178	FIRST MANHATTAN CO. BROCHURE	Individuals, High net worth individuals, Pension
		plans/profit sharing plans, Foundations/charities,
		Other institutional, Private funds or pools

Part 3			
CRS	Type(s)	Affiliate Info	Retire
D D	Dual Dual		

# **Execution Pages**

#### DOMESTIC INVESTMENT ADVISER EXECUTION PAGE

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of Form ADV to the SEC and all amendments.

## Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint the Secretary of State or other legally designated officer, of the state in which you maintain your principal office and place of business and any other state in which you are submitting a notice filing, as your agents to receive service, and agree that such persons may accept service on your behalf, of any notice, subpoena, summons, order instituting proceedings, demand for arbitration, or other process or papers, and you further agree that such service may be made by registered or certified mail, in any federal or state action, administrative proceeding or arbitration brought against you in any place subject to the jurisdiction of the United States, if the action, proceeding, or arbitration (a) arises out of any activity in connection with your investment advisory business that is subject to the jurisdiction of the United States, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) the laws of the state in which you maintain your principal office and place of business or of any state in which you are submitting a notice filing.

# Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the investment adviser. The investment adviser and I both certify, under penalty of perjury under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, are true and correct, and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any person having custody or possession of these books and records to make them available to federal and state regulatory representatives.

Signature:

THOMAS KENNEDY

Printed Name:

THOMAS KENNEDY

Adviser CRD Number:

1845

Date: MM/DD/YYYY

01/31/2023

Title:

CHIEF COMPLIANCE OFFICER

# NON-RESIDENT INVESTMENT ADVISER EXECUTION PAGE

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of Form ADV to the SEC and all amendments.

# 1. Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint each of the Secretary of the SEC, and the Secretary of State or other legally designated officer, of any other state in which you are submitting a notice filing, as your agents to receive service, and agree that such persons may accept service on your behalf, of any notice, subpoena, summons, order instituting proceedings, demand for arbitration, or other process or papers, and you further agree that such service may be made by registered or certified mail, in any federal or state action, administrative proceeding or arbitration brought against you in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with your investment advisory business that is subject to the jurisdiction of the United States, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) the laws of any state in which you are submitting a notice filing.

#### 2. Appointment and Consent: Effect on Partnerships

If you are organized as a partnership, this irrevocable power of attorney and consent to service of process will continue in effect if any partner withdraws from or is admitted to the partnership, provided that the admission or withdrawal does not create a new partnership. If the partnership dissolves, this irrevocable power of attorney and consent shall be in effect for any action brought against you or any of your former partners.

## 3. Non-Resident Investment Adviser Undertaking Regarding Books and Records

By signing this Form ADV, you also agree to provide, at your own expense, to the U.S. Securities and Exchange Commission at its principal office in Washington D.C., at any Regional or District Office of the Commission, or at any one of its offices in the United States, as specified by the Commission, correct, current, and complete copies of any or all records that you are required to maintain under Rule 204-2 under the Investment Advisers Act of 1940. This undertaking shall be binding upon you, your heirs, successors and assigns, and any *person* subject to your written irrevocable consents or powers of attorney or any of your general partners and *managing agents*.

#### Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the *non-resident* investment adviser. The investment adviser and I both certify, under penalty of perjury under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, are true and correct, and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any *person* having *custody* or possession of these books and records to make them available to federal and state regulatory representatives.

Signature:	Date: MM/DD/YYYY
Printed Name:	Title:

Adviser CRD Number:

1845