FORM ADV

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

keep this form updated by ntifying Information es to this Item tell us who you for the filing adviser only. Generally Items of the filing adviser only. Generally Items of Sojo Capital Group, LLC Items under which you primarily TSOJO CAPITAL GROUP, LLC Items on Section 1.B. of Schedule D	filing periodic amendments. are, where you are doing bu eral Instruction 5 provides in cole proprietor, your last, first C ly conduct your advisory bus C	See Form ADV General Instruction 4. usiness, and how we can contact you. If you afformation to assist you with filing an <i>umbre</i> is, and middle names): siness, if different from Item 1.A.	on, revocation of your registration, or criminal prosecution. You must are filing an <i>umbrella registration</i> , the information in Item 1 should be tella registration.
G: Complete this form truthful keep this form updated by ntifying Information es to this Item tell us who you for the filing adviser only. Generally Items of Sojo Capital Group, LLC and under which you primarily T SOJO Capital Group, LLC and Section 1.B. of Schedule D	filing periodic amendments. are, where you are doing bu eral Instruction 5 provides in cole proprietor, your last, first C ly conduct your advisory bus C	See Form ADV General Instruction 4. usiness, and how we can contact you. If you afformation to assist you with filing an <i>umbre</i> is, and middle names): siness, if different from Item 1.A.	are filing an <i>umbrella registration</i> , the information in Item 1 should be
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es to this Item tell us who you for the <i>filing adviser</i> only. Generally Items of the filing adviser only. Generally Items of Sojo Capital Group, LLC Items of Sojo Capital Group, LLC on Section 1.B. of Schedule D	eral Instruction 5 provides in sole proprietor, your last, first C ly conduct your advisory bus C	information to assist you with filing an umbre and middle names): siness, if different from Item 1.A.	
for the <i>filing adviser</i> only. Generally full legal name (if you are a set SOJO CAPITAL GROUP, LLC lame under which you primarile T SOJO CAPITAL GROUP, LLC on Section 1.B. of Schedule D	eral Instruction 5 provides in sole proprietor, your last, first C ly conduct your advisory bus C	information to assist you with filing an umbre and middle names): siness, if different from Item 1.A.	
IT SOJO CAPITAL GROUP, LLO Ilame under which you primaril IT SOJO CAPITAL GROUP, LLO on Section 1.B. of Schedule D	C ly conduct your advisory bus C	siness, if different from Item 1.A.	
on Section 1.B. of Schedule D	C		
	any additional names under		
you are using this Form ADV		r which you conduct your advisory business	5.
	to register more than one in	vestment adviser under an umbrella registr	ration, check this box
u check this box, complete a S	Schedule R for each relying	adviser.	
s filing is reporting a change in our legal name or \square your prim		or primary business name (Item 1.B.(1)), e	enter the new name and specify whether the name change is of
you are registered with the SE you report to the SEC as an expou have one or more Central	exempt reporting adviser, you		CIK numbers:
you have a number ("CRD Nu	umber") assigned by the <i>FIN</i>	IRA's CRD system or by the IARD system, y	our <i>CRD</i> number: 300731
ur firm does not have a CRD n	าumber, skip this Item 1.E. C	Do not provide the CRD number of one of yo	our officers, employees, or affiliates.
you have additional <i>CRD</i> Nun	nbers, your additional <i>CRD</i> i	numbers: No Information Filed	
•		Number and Street 2:	
City:	State:	Country:	ZIP+4/Postal Code:
If this address is a private resi	idence, check this box: 🗹		
registration, or are registered, whom you are registered. If yo	with one or more state secur ou are applying for SEC regis	rities authorities, you must list all of your offi stration, if you are registered only with the S	ices in the state or states to which you are applying for registration or with EC, or if you are reporting to the SEC as an exempt reporting adviser, list
Days of week that you normall Monday - Friday Other:	ly conduct business at your <i>p</i>	principal office and place of business:	
8:00 AM - 3:30 PM Telephone number at this loca 402-369-3562 Facsimile number at this locat	ation: tion, if any:	al office and place of business, at which yo	u conduct investment advisory business as of the end of your most
2 / I	Address (do not use a P.O. Bo Number and Street 1: City: If this address is a private residual of the largest twenty-five offices of the largest twenty-fiv	Address (do not use a P.O. Box): Number and Street 1: City: State: If this address is a private residence, check this box: List on Section 1.F. of Schedule D any office, other than your registration, or are registered, with one or more state security whom you are registered. If you are applying for SEC registrate largest twenty-five offices in terms of numbers of employays of week that you normally conduct business at your Monday - Friday Other: Normal business hours at this location: 3:00 AM - 3:30 PM Telephone number at this location: 402-369-3562 Facsimile number at this location, if any: What is the total number of offices, other than your princip recently completed fiscal year?	Address (do not use a P.O. Box): Number and Street 1: Number and Street 2: City: State: Country: It is address is a private residence, check this box: List on Section 1.F. of Schedule D any office, other than your principal office and place of business, a registration, or are registered, with one or more state securities authorities, you must list all of your office hand you are registered. If you are applying for SEC registration, if you are registered only with the State largest twenty-five offices in terms of numbers of employees as of the end of your most recently conduct business at your principal office and place of business: Monday - Friday Other: Normal business hours at this location: 3:00 AM - 3:30 PM Telephone number at this location: 402-369-3562 Facsimile number at this location, if any: What is the total number of offices, other than your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which your principal office and place of business, at which you principal office and place of business, at which your principal office and place of business.

G. Mailing address, if different from your *principal office and place of business* address:

	Number and Street 1:		Number and Street 2:			
	City:	State:	Country:	ZIP+4/Postal Code:		
	If this address is a private resid	dence, check this box: \Box				
	Mark and a color manifestary atom	to your full road down and drawn if y	different form variation of the conduction	lana of hypirana address in Harry 4.5.		
п.		e your ruil residence address, ii c	different from your principal office and pl	lace of business address in item 1.F		
	Number and Street 1:		Number and Street 2:			
	City:	State:	Country:	ZIP+4/Postal Code:		
	Do you have one or more webs	oitae ar aggaunta an nublialy ayai	ilabla aggial madia platforma (ingluding	but not limited to, Twitter, Facebook and LinkedIn)?	Yes	
1.	Do you have one of more webs	sites of accounts on publicly avai	nable social media platforms (including,	but not infined to, Twitter, Facebook and Ellikeding:	0	⊙
	address serves as a portal throi information. You may need to li	ugh which to access other inform ist more than one portal address.	nation you have published on the web, you. Do not provide the addresses of websi	able social media platforms on Section 1.I. of Schedule D. If a wood ou may list the portal without listing addresses for all of the othe ites or accounts on publicly available social media platforms who the addresses of employee accounts on publicly available so	er nere you (
J.	Chief Compliance Officer					
		act information of your Chief Comone. If not, you must complete Ite		porting adviser, you must provide the contact information for you	r Chief	
	Name:		Other titles, if any:			
	Telephone number:		Facsimile number, if any:			
	Number and Street 1:		Number and Street 2:			
	City:	State:	Country:	ZIP+4/Postal Code:		
	Electronic mail (e-mail) addres	ss, if Chief Compliance Officer ha	as one:			
	Company Act of 1940 that you a Name: IRS Employer Identification Nur		ance officer services to you, provide the μ	person's name and IRS Employer Identification Number (if any):		
K.	Additional Regulatory Contact F may provide that information he	·	e Chief Compliance Officer is authorized	to receive information and respond to questions about this For	m ADV, y	/ou
	Name:		Titles:			
	Telephone number:		Facsimile number, if any:			
	Number and Street 1:		Number and Street 2:			
	City:	State:	Country:	ZIP+4/Postal Code:		
			,			
	Electronic mail (e-mail) addres	ss, if contact person has one:				
L.	Do you maintain some or all of principal office and place of but	<u>-</u>	required to keep under Section 204 of the	e Advisers Act, or similar state law, somewhere other than your	Yes	
	If "yes," complete Section 1.L. o	of Schedule D.				
M.	Are you registered with a foreign	n financial regulatory authority?			Yes	
	Answer "no" if you are not regist complete Section 1.M. of Sched		ulatory authority, even if you have an affi	iliate that is registered with a foreign financial regulatory authorit	ty. If "yes	, "
	, , , , , , , , , , , , , , , , , , ,				Yes	No
N.	Are you a public reporting comp	pany under Sections 12 or 15(d)	of the Securities Exchange Act of 1934?		0	•
					Yes	
O.	Did you have \$1 billion or more If yes, what is the approximate	in assets on the last day of your amount of your assets:	r most recent fiscal year?		0	
	C \$1 billion to less than \$10) billion				
	5 \$10 billion to less than \$5					
	- ¢50 billion or more					
	C \$20 pillion of more					

For purposes of Item 1.O. only, "assets" refers to your total assets, rather than the assets you manage on behalf of clients. Determine your total assets using the total assets shown

on the balance sheet for your most recent fiscal year end.

P.	Provide your Legal Entity Identifier if you have one:
	A legal entity identifier is a unique number that companies use to identify each other in the financial marketplace. You may not have a legal entity identifier.
SECT	TON 1.B. Other Business Names
	No Information Filed
SECT	ION 1.F. Other Offices
	No Information Filed
SEC1	TON 1.I. Website Addresses
	No Information Filed
SECT	ION 1.L. Location of Books and Records
	No Information Filed
SECT	ION 1.M. Registration with Foreign Financial Regulatory Authorities
	No Information Filed
	3 Form of Organization
	are filing an <i>umbrella registration</i> , the information in Item 3 should be provided for the <i>filing adviser</i> only.
A.	How are you organized? Corporation
	Oala Barnistantin
	Line the delicabilities Dender analytic (LLD)
	Limited Deviserable (LD)
	C Limited Partnership (LP) C Other (specify):
	If you are changing your response to this Item, see Part 1A Instruction 4.
	n you are shanging your response to the hern, eeer are in mediacien in
	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 Nebraska United States
	Nebraska 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.
	If you are changing your response to this Item, see Part 1A Instruction 4.
Item	4 Successions
- 3 - 3 - 3	Yes 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 Instruction 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.

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.

1

- 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?
 - (3) Approximately how many of the *employees* reported in 5.A. are registered with one or more *state securities authorities* as *investment adviser representatives*?
 - (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?
 - (6) Approximately how many firms or other *persons* solicit advisory *clients* on your behalf?

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*?
- 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 (d)(1) or (d)(3) 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

		(1) Number of	(2) Fewer than 5	(3) Amount of Regulatory Assets und
Type of Client	المارية	Client(s)	Clients	Management
(a) Individuals (other than high net worth in	arviduais)	0		\$ 0 \$ 0
(b) High net worth individuals (c) Banking or thrift institutions		0		\$ 0
(d) Investment companies			-	
. ,		0	-	\$ 0
(e) Business development companies	in contrast to the contrast to	0	_	\$ 0
(f) Pooled investment vehicles (other than development companies)		2		\$ 4,661,565
g) Pension and profit sharing plans (but no pension plans)	ot the plan participants or government	0		\$ 0
(h) Charitable organizations		0		\$ 0
i) State or municipal government entities (ncluding government pension plans)	0		\$ 0
j) Other investment advisers		0		\$ 0
k) Insurance companies		0		\$ 0
l) Sovereign wealth funds and foreign offic	ial institutions	0		\$ 0
(m) Corporations or other businesses not I	isted above	0		\$ 0
n) Other:		0		\$ 0
constion Arrangements ou are compensated for your investment act (1) A percentage of assets under you (2) Hourly charges (3) Subscription fees (for a newsletter (4) Fixed fees (other than subscription (5) Commissions (6) Performance-based fees	r or periodical)			
✓ (6) Performance-based fees☐ (7) Other (specify):				
(7) Other (specify): Information About Your Advisory Busines latory Assets Under Management	ss - Regulatory Assets Under Management			Ye
(7) Other (specify): Information About Your Advisory Busines latory Assets Under Management 1) Do you provide continuous and regular		curities portfolios?		Ye
(7) Other (specify): Information About Your Advisory Busines latory Assets Under Management 1) Do you provide continuous and regular	supervisory or management services to se	curities portfolios?	Total Numbe	
(7) Other (specify): Information About Your Advisory Busines latory Assets Under Management 1) Do you provide continuous and regular	supervisory or management services to sectory assets under management and total nu	curities portfolios?	Total Numbe	6
(7) Other (specify): Information About Your Advisory Busines atory Assets Under Management 1) Do you provide continuous and regular 2) If yes, what is the amount of your regular	supervisory or management services to sec story assets under management and total no U.S. Dollar Amount	curities portfolios?		6
(7) Other (specify): Information About Your Advisory Business latory Assets Under Management 1) Do you provide continuous and regular 2) If yes, what is the amount of your regular Discretionary:	supervisory or management services to sent story assets under management and total nu U.S. Dollar Amount (a) \$4,661,565	curities portfolios?	(d) 2	6
Information About Your Advisory Busines latory Assets Under Management 1) Do you provide continuous and regular 2) If yes, what is the amount of your regular Discretionary: Non-Discretionary: Total:	supervisory or management services to sentory assets under management and total nu U.S. Dollar Amount (a) \$4,661,565 (b) \$0	curities portfolios? umber of accounts?	(d) 2 (e) 0 (f) 2	er of Accounts
Information About Your Advisory Busines latory Assets Under Management 1) Do you provide continuous and regular 2) If yes, what is the amount of your regular Discretionary: Non-Discretionary: Total: Part 1A Instruction 5.b. explains how to	supervisory or management services to secutory assets under management and total nu U.S. Dollar Amount (a) \$4,661,565 (b) \$0 (c) \$4,661,565	curities portfolios? umber of accounts? nagement. You must fo	(d) 2 (e) 0 (f) 2 follow these instructions	er of Accounts s carefully when completing this Item.
Information About Your Advisory Business latory Assets Under Management Do you provide continuous and regular ly If yes, what is the amount of your regular Discretionary: Non-Discretionary: Total: Part 1A Instruction 5.b. explains how to persons? \$ 0	supervisory or management services to senter the services under management and total numbers of the services under management and total numbers of the services of the services to senter total regulatory assets under management under management of the services of the ser	curities portfolios? umber of accounts? nagement. You must fo	(d) 2 (e) 0 (f) 2 follow these instructions	er of Accounts s carefully when completing this Item.
Information About Your Advisory Business atory Assets Under Management 1) Do you provide continuous and regular 2) If yes, what is the amount of your regular Discretionary: Non-Discretionary: Total: Part 1A Instruction 5.b. explains how to persons? \$ 0 Information About Your Advisory Busines	supervisory or management services to senter the services under management and total numbers of the services under management and total numbers of the services of the services to senter total regulatory assets under management under management of the services of the ser	curities portfolios? umber of accounts? nagement. You must fo	(d) 2 (e) 0 (f) 2 follow these instructions	er of Accounts s carefully when completing this Item.
Information About Your Advisory Business latory Assets Under Management 1) Do you provide continuous and regular 2) If yes, what is the amount of your regular Discretionary: Non-Discretionary: Total: Part 1A Instruction 5.b. explains how to persons?	supervisory or management services to senter the services under management and total numbers of the services under management and total numbers of the services under management (a) \$ 4,661,565 (b) \$ 0 (c) \$ 4,661,565 It calculate your regulatory assets under management under total regulatory assets under management under manag	curities portfolios? umber of accounts? nagement. You must fo	(d) 2 (e) 0 (f) 2 follow these instructions	er of Accounts s carefully when completing this Item.
Information About Your Advisory Business latory Assets Under Management 1) Do you provide continuous and regular 2) If yes, what is the amount of your regular 2) Discretionary: Non-Discretionary: Total: Part 1A Instruction 5.b. explains how to persons? \$ 0 Information About Your Advisory Business ory Activities What type(s) of advisory services do you provided type(s) of advisory services do you provided (2) Portfolio management for individed (3) Portfolio management for investing Company Act of 1940) (4) Portfolio management for pooled (4) Portfolio management for pooled (4) Portfolio management for pooled (5)	supervisory or management services to senter the services under management and total numbers. Dollar Amount (a) \$4,661,565 (b) \$0 (c) \$4,661,565 **Calculate your regulatory assets under management total regulatory assets under management service? Check all that apply.	curities portfolios? umber of accounts? nagement. You must for the companies of the compa	(d) 2 (e) 0 (f) 2 follow these instructions (2)(c) above) attributable that have made an ele	er of Accounts s carefully when completing this Item. le to clients who are non-United States ction pursuant to section 54 of the Investi

	(12) Other(specify):		
	Do not check Item 5.G.(3) unless you provide advisory services pursuant to an investment advisory contract to an investment company registered under the Investment Act of 1940, including as a subadviser. If you check Item 5.G.(3), report the 811 or 814 number of the investment company or investment companies to which you provi in Section 5.G.(3) of Schedule D.	-	-
H.	If you provide financial planning services, to how many <i>clients</i> did you provide these services during your last fiscal year? O O 1 - 10 O 11 - 25 O 26 - 50 O 51 - 100 O 101 - 250 O 251 - 500 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 relationship with those investigations.	estors.	
		Yes	No
l.	(1) Do you participate in a wrap fee program?	0	•
	(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.I.(2) of Schedule 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 through a wrap fee programs to your clients, or you advise a mutual fund that is offered through a wrap fee programs to your clients, or you advise a mutual fund that is offered through a wrap fee programs to your clients, or you advise a mutual fund that is offered through a wrap fee programs to your clients, or you advise a mutual fund that is offered through a wrap fee programs to your clients, or you advise a mutual fund that is offered through a wrap fee programs to your clients, or you advise a mutual fund that is offered through a wrap fee programs to your clients, or you advise a mutual fund that is offered through a wrap fee programs to your clients, or you advise a mutual fund that is offered through a wrap fee programs to your clients, or you advise a mutual fund that is offered through a wrap fee program is limited to recommend the your clients.	orograi	n,
		Yes	No
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		
	(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>)?	Yes O	No ⊙
	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 <i>clients</i> that you advise?	0	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 <i>clients</i> that you advise?	0	\circ
	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	0
	If yes, complete Section 5.K.(3) of Schedule D for each custodian.		
L.	Marketing Activities	Yes	No
	(1) Do any of your advertisements include:		
	(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	ı
(d) Endorsements (other than those that satisfy rule 206(4)-1(b)(4)(ii))?	0	0	1
(e) Third-party ratings?	0	0	1
(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 testimonials, endorsements, or third-party ratings?	n the use of O	0	
(3) Do any of your advertisements include hypothetical performance?	0	0	ı
(4) Do any of your advertisements include predecessor performance?	0	0	

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

No Information Filed

SECTION 5.I.(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.

Asset Type	Mid-year	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 Deve	opment Companies) %	%
(xi) Cash and Cash Equivalents	%	%
(xii) Other	%	%

Generally describe any assets included in "Other"

Asset 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"

(b)

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 Exp	oosures		
			(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.

(ii) End of Year

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) Borrowings		(3)	Derivative Exp	oosures		
			(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.

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

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.

	No Information Filed		
Item 6	Other Business Activities		
In this	Item, we request information about your firm's other business activities.		
A. Y C	(2) registered representative of a broker-dealer (3) commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (4) futures commission merchant (5) real estate broker, dealer, or agent (6) insurance broker or agent (7) bank (including a separately identifiable department or division of a bank) (8) trust company (9) registered municipal advisor (10) registered security-based swap dealer (11) major security-based swap participant (12) accountant or accounting firm		
lf	you 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.	Vaa	Na
B. (1	Are you actively engaged in any other business not listed in Item 6.A. (other than giving investment advice)?	Yes	No
•		O	⊙
(2	2) If yes, is this other business your primary business?	0	\circ
	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.		
		Yes	No
(3	B) Do you sell products or provide services other than investment advice to your advisory clients?	0	•
	If "you " describe this other hypiness on Section 6.P. (2) of Schodyle D. and if you angage in this hypiness under a different name, provide that name		

SECTION 6.A. Names of Your Other Businesses

SECTION 6.B.(2) Description of Primary Business
Describe your primary business (not your investment advisory business):
If you engage in that business under a different name, provide that name:
SECTION 6.B.(3) Description of Other Products and Services
Describe 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 you engage in that business under a different name, provide that name:
Itam 7 Financial Industry Affiliations
Item 7 Financial Industry Affiliations
In this Item, we request information about your financial industry affiliations and activities. This information identifies areas in which conflicts of interest may occur between you and your <i>clients</i> .
A. This part of Item 7 requires you to provide information about you and your <i>related persons</i> , including foreign affiliates. Your <i>related persons</i> are all of your <i>advisory affiliates</i> and any <i>person</i> that is under common <i>control</i> with you.
You have a related person that is a (check all that apply):
[(1) broker-dealer, municipal securities dealer, or government securities broker or dealer (registered or unregistered)
(2) other investment adviser (including financial planners)
(3) registered municipal advisor
 (4) registered security-based swap dealer (5) major security-based swap participant
 (5) major security-based swap participant (6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(a) futures commission merchant
(8) banking or thrift institution
(9) trust company
[(10) accountant or accounting firm
[(11) lawyer or law firm
[(12) insurance company or agency
(13) pension consultant
(14) real estate broker or dealer (15) sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
 (15) sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles (16) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles
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.
You must complete Section 7.A. of Schedule D for each related person acting as qualified custodian in connection with advisory services you provide to your 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 to be operationally independent under rule 206(4)-2 of the Advisers Act.
SECTION 7.A. Financial Industry Affiliations
Complete a separate Schedule D Section 7.A. for each <i>related person</i> listed in Item 7.A.
1. Legal Name of Related Person:
OUTLIER FUND GP, LLC
2. Primary Business Name of <i>Related Person</i> :
OUTLIER FUND GP, LLC
3. Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

	or Othe	er		
4.	Rela	ated Person's		
	(a)	CRD Number (if any):		
	(b)	CIK Number(s) (if any):		
		No Information Filed		
5.		ated Person is: (check all that apply) Display broker-dealer, municipal securities dealer, or government securities broker or dealer		
	(b)	other investment adviser (including financial planners)		
	(c)	registered municipal advisor		
	(d) (e)	registered security-based swap dealer major security-based swap participant		
	(f)	commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	(g)	futures commission merchant		
	(h) (i)	banking or thrift institution trust company		
	(i) (j)	accountant or accounting firm		
	(k)	lawyer or law firm		
	(l)	insurance company or agency pension consultant		
	(m) (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	No
6.	Doy	you control or are you controlled by the related person?	0	
7.	Are	you and the related person under common control?	⊙	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	•
	(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	0	0
		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> ?		
	(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 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
		If this address is a private residence, check this box:		
	(0)	If the <i>related person</i> is an investment adviser, is it exempt from registration?	Yes	
9.	(a) (b)	If the answer is yes, under what exemption?	0	0
	(-)			
10	. (a)	Is the related person registered with a foreign financial regulatory authority?	\circ	\odot
	(b)	If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is registered. No Information Filed		
11	. Do y	you and the related person share any supervised persons?	•	0
12	. Doy	you and the <i>related person</i> share the same physical location?	⊙	0
Iter	n 7 <i>Pi</i>	rivate Fund Reporting	Yes	No
ь	Aro v	ou an adviser to any <i>private fund</i> ?		
D.	Are y	ou an adviser to any private runa?	⊙	0
	If "ye.	s," then for each private fund that you advise, you must complete a Section 7.B.(1) of Schedule D, except in certain circumstances described in the next sentence and in		
		uction 6 of the Instructions to Part 1A. If you are registered or applying for registration with the SEC or reporting as an SEC exempt reporting adviser, and another SEC-re	-	
		ser or SEC exempt reporting adviser reports this information with respect to any such private fund in Section 7.B.(1) of Schedule D of its Form ADV (e.g., if you are a sub of complete Section 7.B.(1) of Schedule D with respect to that private fund. You must, instead, complete Section 7.B.(2) of Schedule D.	aUVIS	er),
	In air	her 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 alphabetical code, or simila	r	
		ner case, if you seek to preserve the anonymity of a private fund client by maintaining its identity in your books and records in numerical of alphabetical code, or similar Ination, 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 code or designation in place of the fund's		э.

	Funds par Page: 15 Total Funds: 2	
	Funds per Page: 15 Total Funds: 2	
ΔΡΙ	RIVATE FUND	
71.11		
Info	rmation About the Private Fund	
1.	(a) Name of the <i>private fund</i> :	
	OUTLIER FUND I, LP (b) Private fund identification number:	
	(include the "805-" prefix also)	
	805-1134965484	
2.	Under 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):	
О.	Name of General Partner, Manager, Trustee, or Director	
	OUTLIER FUND GP, 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.	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 	
	(a) quantice is the confidence in the definition of the confidence in the confidence is the confidence in the confidence	
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 I	No
6.		•
	(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	
	No illioinfation Filed	
	Yes I	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	•
	(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)	
	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:	er
	No Information Filed	
	NOTE E	
	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 I	No

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

		realso private funds or registered investment companies.	/116(116	5 1
	(b)	If yes, does the private fund invest in funds managed by you or by a related person?	0	0
9.		ing 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 n "money market funds," to the extent provided in Instruction 6.e.)?	Yes O	No ⊙
10.	Wha	at type of fund is the <i>private fund</i> ?		
	⊙ ₁	hedge fund $^{f C}$ liquidity fund $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securitized asset fund $^{f C}$ venture capital fund $^{f C}$ Other <i>private fund</i> :		
	NOT	TE: 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> : 202,947		
<u>Ow</u>	nersl	<u>hip</u>		
12.		imum investment commitment required of an investor in the <i>private fund</i> :		
		5,000 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 organizational document d).	s of th	ie
13.	App 23	proximate 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> :		
<u> Υοι</u>	ır Ad	visory Services		
			Yes	No
17.		Are you a subadviser to this <i>private fund</i> ? 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,"	O	€ thio
		question blank.	cave	uns
		No Information Filed		
			Yes	No
18.		Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ?	\circ	\odot
		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 leave this question blank.	s "no,	
		No Information Filed		
4.0			Yes	No
19.		your <i>clients</i> solicited to invest in the <i>private fund</i> ? TE: For purposes of this question, do not consider feeder funds of the private fund.	0	⊙
	1401	TE. FOI parposos of this guestion, action consider recact funds of the private fund.		
20.	App 0%	proximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
<u>P</u> riv	<u>a</u> te C	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?

O

are fund's financial statements subject to an annual audit? er to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? or 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 through (f) separately for each auditing firm. No Information Filed Ye fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's investors? ports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opinions? Or Report Not Yet Received." you must promptly file an amendment to your Form ADV to update your response when the report is available.	∕es No O O O O
Ve the fund's financial statements subject to an annual audit? The rot oquestion 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? Question 23.(a)(1) is "yes," are spond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete hrough (f) separately for each auditing firm. No Information Filed Ye fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's investors? Ports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opinions? O Report Not Yet Received Report Not Yet Received." you must promptly file an amendment to your Form ADV to update your response when the report is available. Ye te fund use one or more prime brokers? 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 cyou must complete questions (b) through (e) separately for each prime broker the private fund uses. If the private fund uses more than cyou must complete questions (b) through (e) below for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) below for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) separately for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) separately for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) separately for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) separately for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) separately for each prim	(es No
Ve the fund's financial statements subject to an annual audit? The rot oquestion 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? Question 23.(a)(1) is "yes," are spond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete hrough (f) separately for each auditing firm. No Information Filed Ye fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's investors? Ports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opinions? O Report Not Yet Received Report Not Yet Received." you must promptly file an amendment to your Form ADV to update your response when the report is available. Ye te fund use one or more prime brokers? 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 cyou must complete questions (b) through (e) separately for each prime broker the private fund uses. If the private fund uses more than cyou must complete questions (b) through (e) below for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) below for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) separately for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) separately for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) separately for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) separately for each prime broker the private fund uses. If the private fund uses more than roker, you must complete questions (b) through (e) separately for each prim	(es No
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4	
of prime broker's office used principally by the <i>private fund</i> (city, state and country):	
State: Country:	
ANCISCO California United States	. No
is prime broker act as sustedian for some or all of the private fund's assets?	0
ANCIS	me broker's office used principally by the <i>private fund</i> (city, state and country): State: CO California United States Yes

	CHARLES SCHWAB & CO., INC.			
(c)	Primary business name of custodian: CHARLES SCHWAB & CO., INC.			
(4)	The location of the custodian's office respo	nsible for custody of the private fund's	eaccate (city, ctata and country):	
(u)	City:	State:	Country:	
	SAN FRANCISCO	California	United States	
(e)	Is the custodian a <i>related person</i> of your fir	m?		Yes No
(f)	If the custodian is a broker-dealer, provide	its SEC registration number (if anv):		
	8 - 16514	. , , , , ,		
	CRD Number (if any):			
	5393			
(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 entity	y identifier (if any)
			r each custodian the <i>private fund</i> uses. If the <i>pri</i>	vate fund uses more than one
cus	stodian, you must complete questions (b) thr	ough (g) separately for each custodia	n.	
(b)	Legal name of custodian: CORNHUSKER BANK			
(c)	Primary business name of custodian: CORNHUSKER BANK			
(d)	The location of the custodian's office respo	nsible for custody of the private fund's	assets (city, state and country):	
	City:	State:	Country:	
	LINCOLN	Nebraska	United States	
(e)	Is the custodian a <i>related person</i> of your fir	m?		Yes No
(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 entit	y identifier (if any)
<u>istrator</u>				Yes
Does	the private fund use an administrator other t	than your firm?		•
	answer to question 26.(a) is "yes," respond trough (f) separately for each administrator.	to questions (b) through (f) below. If th	e <i>private fund</i> uses more than one administrato	r, you must complete questions
Addi	tional Administrator Information : 1 Record	(s) Filed.		
	ne answer to question 26.(a) is "yes," respon estions (b) through (f) separately for each ad		the <i>private fund</i> uses more than one administra	itor, you must complete
(b)	Name of administrator:			
	PIEDMONT FUND SERVICES, INC.			
(c)	Location of administrator (city, state and co	untrv):		
(0)	City:	State:	Country:	
	HERNDON	Virginia	United States	
				Yes No
(d)	Is the administrator a related person of you	r firm?		၀ စ

		(e) Does the administrator prepare and send investor account statements to the private fund's 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."	
27.	Duri 0%	ing 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 your related person?	
		ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the lation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the valuation determined by such son.	
<u>Ma</u>	kete		NI-
28.	(a)	Yes Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	NO ©
		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, 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>private fund</i> uses. If the <i>private fund</i> uses more than one marketer years must complete questions (b) through (g) separately for each marketer.	wer
		No Information Filed	
A. PI	RIVAT	TE FUND	
Intor	matic	on About the Private Fund	
1.	(a)	Name of the private fund:	
		OUTLIER FUND II, LP	
	` '	Private fund identification number: (include the "805-" prefix also)	
		805-9776229006	
2.		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 TLIER FUND GP, 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	The	min rate from all the stemplor over the colorest energy.	
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	
E	Liot	the name and country, in English, of each foreign financial regulatory outhority with which the private fund is registered.	
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?	•
	` ,	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	
	<i>(</i>)	Yes	
	(c)	Is this a "feeder fund" in a master-feeder arrangement?	①

	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-arrangement or reporting on the funds separately.	feede	er
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 the following questions:	s ans	wer
	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 sing ("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 in 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 we they are also <i>private funds</i> or registered investment companies.	vheth	er
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
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.)?	Yes	No ⊙
10.	What type of fund is the <i>private fund</i> ?		
	• hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund C venture capital fund C 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> : \$ 458,618		
Ow	nership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 25,000		
	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 document fund).	s of tl	he
13.	Approximate number of the <i>private fund's</i> beneficial owners: 5		
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:		
	(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> ?		No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 0%		

(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?

17.	(a)	Are you a subadviser to this private rund:	\circ	⊙
	. ,	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," lequestion blank.	ave t	his
		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> ?	\circ	•
	(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 leave this question blank.	"no,"	
		No Information Filed		
			Yes	No
19.	Are	your <i>clients</i> solicited to invest in the <i>private fund</i> ?	\circ	•
	NO.	TE: For purposes of this question, do not consider feeder funds of the private fund.		
	App 0%	proximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
<u>Priv</u>	ate (Offering		
			Yes	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 ye	es, provide the <i>private fund's</i> Form D file number (if any):		
		No Information Filed		
B. SE	RVI	CE PROVIDERS		
<u>Aud</u>	itors		Yes	No
23.	(a)	(1) Are the private fund's 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	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 firm, you must complete questions (b) through (f) separately for each auditing firm.		
		No Information Filed		
			Yes	No
	(g)	Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's 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 unqualified opinions?		
		C 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 is available.		
Prin	ne B	<u>roker</u>	Vaa	NI-
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. If the <i>private fund</i> uses more the prime broker, you must complete questions (b) through (e) separately for each prime broker.		
		Additional Prime Broker Information : 1 Record(s) Filed.		
		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 <i>private fund</i> uses more one prime broker, you must complete questions (b) through (e) separately for each prime broker.	than	
		(b) Name of the prime broker: CHARLES SCHWAB & CO., INC.		
		(c) If the prime broker is registered with the SEC, its registration number: 8 - 16514		
		CRD Number (if any): 5393		

	City: SAN FRANCISCO	State: California	Country: United States	
				•
(e)	Does this prime broker act as custodian	for some or all of the private fund's as	sets?	
!				
ines t	the <i>private fund</i> use any custodians (inclu	uding the prime brokers listed above) t	o hold some or all of its assets?	
			or each custodian the <i>private fund</i> uses. If the <i>private fu</i>	nd uses more than
ustod	lian, you must complete questions (b) three	rough (g) separately for each custodiar	n.	
Additi	ional Custodian Information : 2 Record(s	s) Filed.		
	e answer to question 25.(a) is "yes," responded		for each custodian the <i>private fund</i> uses. If the <i>private</i> i	fund uses more tha
	Legal name of custodian: CHARLES SCHWAB & CO., INC.			
	Primary business name of custodian: CHARLES SCHWAB & CO., INC.			
	The location of the custodian's office resp	sponsible for custody of the private fund		
	City: SAN FRANCISCO	State: California	Country: United States	
(e)	Is the custodian a related person of your	firm?		
(f)	If the custodian is a broker-dealer, provid	de its SEC registration number (if any):		
	8 - 16514			
	CRD Number (if any): 5393			
(a)	If the quetodies is not a broker dealer, or	r in a broker dealer but deed not have	on SEC registration number, provide its legal entity idea	atifica (if any)
(9)	The custodian is not a broker-dealer, or	TIS A DIOKET-GEALET DUT GOES HOT HAVE A	an SEC registration number, provide its legal entity ider	illiner (ii ariy)
If the	e answer to question 25.(a) is "yes," resp	oond to questions (b) through g) below	for each custodian the <i>private fund</i> uses. If the <i>private</i> is	<i>fund</i> uses more tha
cust	todian, you must complete questions (b) t	through (g) separately for each custod	ian.	
	Legal name of custodian:			
	CORNHUSKER BANK			
	Primary business name of custodian:			
	CORNHUSKER BANK			
(d)	The location of the custodian's office resp	sponsible for custody of the private fund	d's assets (city, state and country):	
	City: LINCOLN	State: Nebraska	Country: United States	
				,
(e)	Is the custodian a related person of your	firm?		
	If the custodian is a broker-dealer, provid	de its SEC registration number (if any):		
(f)	·	• • • • • • • • • • • • • • • • • • • •		
	- CRD Number (if any):			

o. (a)	Does the <i>private fund</i> use an administra	rator other than your firm?		Yes		
	·	respond to questions (b) through (f) b	elow. If the <i>private fund</i> uses more than one administrator, you must o	complete question		
	Additional Administrator Information					
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 administrator, you questions (b) through (f) separately for each administrator.						
(b) Name of administrator:						
PIEDMONT FUND SERVICES, INC.						
	(c) Location of administrator (city, st	tate and country):				
	City:	State:	Country:			
	HERNDON	Virginia	United States	Yes No		
	(d) Is the administrator a <i>related pe</i>	erson of your firm?		O 0		
		-		0 0		
	(e) Does the administrator prepare	and send investor account statements	to the private fund's investors?			
) $_{f C}$ Some (provided to some but not al	Il investors) O No (provided to no investors)			
	(f) If the answer to question 26.(e) i	tor account statements to the (rest of the) private fund's investors? If inv	vestor account			
7. Duri 0%	ing your last fiscal year, what percentag	e of the <i>private fund</i> 's assets (by value)	was valued by a person, such as an administrator, that is not your rela	ated person?		
0% Incl	ude only those assets where (i) such <i>pe</i> lation used for purposes of investor sub	erson carried out the valuation procedu	was valued by a <i>person</i> , such as an administrator, that is not your <i>rela</i> re established for that asset, if any, including obtaining any relevant ques, and fee calculations (including allocations) was the valuation determined	uotes, and (ii) the		
0% Inclu valu pers	ude only those assets where (i) such peration used for purposes of investor subson.	erson carried out the valuation procedu	re established for that asset, if any, including obtaining any relevant qu	uotes, and (ii) the mined by such		
0% Inclivatu valu pers	ude only those assets where (i) such peration used for purposes of investor subson.	erson carried out the valuation procedules bacriptions, redemptions or distribution	re established for that asset, if any, including obtaining any relevant qu s, and fee calculations (including allocations) was the valuation deterr	uotes, and (ii) the mined by such Yes		
0% Incli valu pers	ude only those assets where (i) such peration used for purposes of investor subson. Pers Does the private fund use the services You must answer "yes" whether the per	erson carried out the valuation procedure bacriptions, redemptions or distribution of someone other than you or your empty son acts as a placement agent, consuquestions (b) through (g) below for each	re established for that asset, if any, including obtaining any relevant qu s, and fee calculations (including allocations) was the valuation deterr	votes, and (ii) the mined by such Yes O person. If the anso		
0% Incli valu pers	ude only those assets where (i) such persistence of investor subson. Prs Does the private fund use the services You must answer "yes" whether the persistence of the question 28.(a) is "yes," respond to the private of the persistence of the	erson carried out the valuation procedule bscriptions, redemptions or distribution of someone other than you or your empty or acts as a placement agent, consuquestions (b) through (g) below for each g) separately for each marketer.	re established for that asset, if any, including obtaining any relevant quest, and fee calculations (including allocations) was the valuation determinately of the calculations of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation determinately of the calculations (including allocations) was the valuation of the calcula	votes, and (ii) the mined by such Yes O person. If the anso		
0% Incli valu pers arkete . (a)	ude only those assets where (i) such persistence of investor subson. Prs Does the private fund use the services You must answer "yes" whether the persistence of the question 28.(a) is "yes," respond to the private of the persistence of the	erson carried out the valuation procedule bscriptions, redemptions or distribution of someone other than you or your empty or acts as a placement agent, consuquestions (b) through (g) below for each g) separately for each marketer.	re established for that asset, if any, including obtaining any relevant quest, and fee calculations (including allocations) was the valuation determinately	votes, and (ii) the mined by such Yes O person. If the anso		
0% Incli valu pers	ude only those assets where (i) such persistence of investor subson. Prs Does the private fund use the services You must answer "yes" whether the persistence of the question 28.(a) is "yes," respond to the private of the persistence of the	erson carried out the valuation procedule bscriptions, redemptions or distribution of someone other than you or your empty or acts as a placement agent, consuquestions (b) through (g) below for each g) separately for each marketer.	re established for that asset, if any, including obtaining any relevant quest, and fee calculations (including allocations) was the valuation determinated determination for marketing purposes? Itant, finder, introducer, municipal advisor or other solicitor, or similar per such marketer the private fund uses. If the private fund uses more that	votes, and (ii) the mined by such Yes O person. If the anso		
0% Incli valu pers arkete . (a)	ude only those assets where (i) such persistence of investor subson. Prs Does the private fund use the services You must answer "yes" whether the persistence of the question 28.(a) is "yes," respond to the private of the persistence of the	erson carried out the valuation procedures or distribution of someone other than you or your emperson acts as a placement agent, consuguestions (b) through (g) below for each g) separately for each marketer.	re established for that asset, if any, including obtaining any relevant quest, and fee calculations (including allocations) was the valuation determinated determination for marketing purposes? Itant, finder, introducer, municipal advisor or other solicitor, or similar per such marketer the private fund uses. If the private fund uses more that	votes, and (ii) the mined by such Yes O person. If the anso		
0% Inclivation pers	ude only those assets where (i) such persistence of investor subson. Prs Does the private fund use the services You must answer "yes" whether the persistence of the question 28.(a) is "yes," respond to the private of the persistence of the	erson carried out the valuation procedures or distribution of someone other than you or your emperson acts as a placement agent, consuguestions (b) through (g) below for each g) separately for each marketer.	re established for that asset, if any, including obtaining any relevant quest, and fee calculations (including allocations) was the valuation determinated determination for marketing purposes? Itant, finder, introducer, municipal advisor or other solicitor, or similar per such marketer the private fund uses. If the private fund uses more that	votes, and (ii) the mined by such Yes O person. If the anso		
0% Incli valu pers	ude only those assets where (i) such peration used for purposes of investor subson. Prs Does the private fund use the services You must answer "yes" whether the perto question 28.(a) is "yes," respond to comust complete questions (b) through (g	erson carried out the valuation procedure oscriptions, redemptions or distribution of someone other than you or your emperson acts as a placement agent, consuquestions (b) through (g) below for each g) separately for each marketer. No Funds per Page:	re established for that asset, if any, including obtaining any relevant quest, and fee calculations (including allocations) was the valuation determinated determination for marketing purposes? Itant, finder, introducer, municipal advisor or other solicitor, or similar per such marketer the private fund uses. If the private fund uses more that	votes, and (ii) the mined by such Yes O person. If the anso		
0% Inclivation pers	ude only those assets where (i) such peration used for purposes of investor subson. Presented a services of inves	erson carried out the valuation procedures or distribution of someone other than you or your empreson acts as a placement agent, consuguestions (b) through (g) below for each g) separately for each marketer. No Funds per Page:	re established for that asset, if any, including obtaining any relevant quest, and fee calculations (including allocations) was the valuation determinated the calculations (including allocations) was the valuation determinated to the calculations (including allocations) was the valuation determinated and fee calculations (including allocations) was the valuation determinated and fee calculations (including allocations) was the valuation determination of the valuation of the valuation determination of the valuation of the valu	votes, and (ii) the mined by such Yes person. If the ans		
0% Inclivation pers arkete . (a) ION 7.	ude only those assets where (i) such persistion used for purposes of investor subson. Process Does the private fund use the services You must answer "yes" whether the persto question 28.(a) is "yes," respond to comust complete questions (b) through (graduate fund Reporting B.(2) Private Fund Reporting	erson carried out the valuation procedures or distribution of someone other than you or your emperson acts as a placement agent, consuguestions (b) through (g) below for each g) separately for each marketer. No Funds per Page:	re established for that asset, if any, including obtaining any relevant quest, and fee calculations (including allocations) was the valuation determinated the calculations (including allocations) was the valuation determinated to the calculations (including allocations) was the valuation determinated and fee calculations (including allocations) was the valuation determinated and fee calculations (including allocations) was the valuation determination of the valuation of the valuation determination of the valuation of the valu	yes Operson. If the answan one marketer		

Proprietary Interest in *Client* Transactions

year.

A. Do you or any related person:

Like Item 7, Item 8 requires you to provide information about you and your *related persons*, including foreign affiliates.

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?	•	0					
	(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 (ownership) interest (other than those mentioned in Items 8.A.(1) or (2))?	0	•					
Sa	les In	terest in <i>Client</i> Transactions							
B.	Do	you or any related person:	Yes	No					
	(1)	as a broker-dealer or registered representative of a broker-dealer, execute securities trades for brokerage customers in which advisory <i>client</i> securities are sold to or bought from the brokerage customer (agency cross transactions)?	0	•					
	(2)	recommend to advisory <i>clients</i> , or act as a purchaser representative for advisory <i>clients</i> with respect to, the purchase of securities for which you or any <i>related</i> person serves as underwriter or general or managing partner?	0	•					
	(3)	recommend purchase or sale of securities to advisory <i>clients</i> for which you or any <i>related person</i> has any other sales interest (other than the receipt of sales commissions as a broker or registered representative of a broker-dealer)?	0	•					
Inv	estm/	ent or Brokerage Discretion							
C.	Do	you or any related person have discretionary authority to determine the:	Yes	No					
	(1)	securities to be bought or sold for a <i>client's</i> account?	•	0					
	(2)	amount of securities to be bought or sold for a client's account?	•	0					
	(3)	broker or dealer to be used for a purchase or sale of securities for a client's account?	•	0					
	(4)	commission rates to be paid to a broker or dealer for a <i>client's</i> securities transactions?		0					
D.	If yo	ou answer "yes" to C.(3) above, are any of the brokers or dealers <i>related persons</i> ?	0	0					
E.	Do	you or any related person recommend brokers or dealers to clients?		•					
_	16								
	(1)	bu answer "yes" to E. above, are any of the brokers or dealers <i>related persons</i> ? Do you or any <i>related person</i> receive research or other products or services other than execution from a broker-dealer or a third party ("soft dollar benefits") in	0	•					
	,	connection with <i>client</i> securities transactions?	0	⊙					
	(2)	If "yes" to G.(1) above, are all the "soft dollar benefits" you or any <i>related persons</i> receive eligible "research or brokerage services" under section 28(e) of the Securities Exchange Act of 1934?	0	⊙					
Н.	(1)	Do you or any related person, directly or indirectly, compensate any person that is not an employee for client referrals?	0	\odot					
	(2)	Do you or any <i>related person</i> , directly or indirectly, provide any <i>employee</i> compensation that is specifically related to obtaining <i>clients</i> for the firm (cash or non-cash compensation in addition to the <i>employee's</i> regular salary)?	0	•					
I.	•	you or any related person, including any employee, directly or indirectly, receive compensation from any person (other than you or any related person) for client errals?	0	•					
	In y	our response to Item 8.I., do not include the regular salary you pay to an employee.							
		esponding 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 received from (in answ n 8.I.) any person in exchange for client referrals, including any bonus that is based, at least in part, on the number or amount of client referrals.	ring						
Iten	1 9 Cı	ustody							
In t	his Ite	em, we ask you whether you or a <i>related person</i> has <i>custody</i> of <i>client</i> (other than <i>clients</i> that are investment companies registered under the Investment Company Act about your custodial practices.	f 19	40)					
A.	(1)	Do you have <i>custody</i> of any advisory <i>clients'</i> : (a) cash or bank accounts?	_	No					
		(b) securities?	0	⊙ ⊙					
	clie	ou are registering or registered with the SEC, answer "No" to Item 9.A.(1)(a) and (b) if you have custody solely because (i) you deduct your advisory fees directly from y nts' accounts, or (ii) a related person has custody of client assets in connection with advisory services you provide to clients, but you have overcome the presumption the not operationally independent (pursuant to Advisers Act rule 206(4)-2(d)(5)) from the related person.	our						
	(2)	If you checked "yes" to Item 9.A.(1)(a) or (b), what is the approximate amount of <i>client</i> funds and securities and total number of <i>clients</i> for which you have <i>custody</i> :							
	` /	U.S. Dollar Amount Total Number of <i>Clients</i>							
		(a) \$ (b)							
	of th	(a) \$ (b) If you are registering or registered with the SEC and you have custody solely because you deduct your advisory fees directly from your clients' accounts, do not include the amount of those assets and the number of those clients in your response to Item 9.A.(2). If your related person has custody of client assets in connection with advisory services you provide to clients, do not include the amount of those assets and number of those clients in your response to 9.A.(2). Instead, include that information in your response to Item 9.B.(2)							

	(a) cash or bank accoun	nts?			•	0				
	(b) securities?				_	0				
	You are required to answer the	nis item regardless of how	you answered Item 9.A.(1)(a) or (b).							
	(2) If you checked "yes" to Item 9.B.(1)(a) or (b), what is the approximate amount of <i>client</i> funds and securities and total number of <i>clients</i> for which your <i>related persons</i> custody:									
	U.S. Dollar Amount		Total Number of Clients							
	(a) \$ 4,661,565		(b) 2							
C.	If you or your related persons	have custody of client fund	ds or securities in connection with advisory s	services you provide to <i>clients</i> , check all the following that apply:						
		-	s at least quarterly to the investors in the po		V					
				nanage and the audited financial statements are distributed to the						
	•	accountant conducts on or	nual curprise exemination of alient funds or	ad acquition	~					
			nual surprise examination of <i>client</i> funds are	services when you or your <i>related persons</i> are qualified custodians						
	for client funds and secu	• •	ernal control report with respect to custodial	services when you or your related persons are qualified custodians						
		O.C.(2), you do not have to		re engaged to perform the audit or examination or prepare an internal hedule D if you already provided this information with respect to the pi		ol .				
D.	Do you or your related person	n(s) act as qualified custoc	ians for your <i>clients</i> in connection with advis	sory services you provide to <i>clients</i> ?	Yes	No				
	(1) you act as a qualified cu	stodian			0	•				
	(2) your related person(s) a	ct as qualified custodian(s)			•				
E. F.	date (MM/YYYY) the examina	tion commenced: have custody of client fund	ds or securities, how many <i>persons</i> , includir	by an <i>independent public accountant</i> during your last fiscal year, provi						
SEC	TION 9.C. Independent Public	Accountant								
	•			orm a surprise examination, perform an audit of a pooled investment tion 9.C. for each <i>independent public accountant</i> .	vehicle	;				
) Name of the <i>independent p</i> LUTZ & COMPANY, P.C.	•								
(2	2) The location of the <i>independ</i>	dent public accountant's o	ffice responsible for the services provided:							
	Number and Street 1:		Number and Street 2:							
	115 CANOPY ST.		STE. 200							
	City:	State:	Country:	ZIP+4/Postal Code:						
	LINCOLN	Nebraska	United States	68508						
(3	s) Is the <i>independent public a</i>	ccountant registered with	the Public Company Accounting Oversight E	Board?	Yes ©	No				
	If "yes," Public Company Ac 6473	counting Oversight Board	-Assigned Number:							
(4	f "yes" to (3) above, is the <i>ir</i> rules?	ndependent public accour	tant subject to regular inspection by the Pub	olic Company Accounting Oversight Board in accordance with its	•	0				
(5	 The independent public acc A. □ audit a pooled investm B. ☑ perform a surprise exa C. □ prepare an internal co 	ent vehicle amination of <i>client</i> s' asset	s							

B. (1) In connection with advisory services you provide to *clients*, do any of your *related persons* have *custody* of any of your advisory *clients*':

Yes No

(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 examinaternal controls contain unqualified opinions?	nined						
C 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 accountant's report is available.							
Item 10 Control Persons							
In this Item, we ask you to identify every <i>person</i> that, directly or indirectly, <i>controls</i> you. If you are filing an <i>umbrella registration</i> , the information in Item 10 should be provided for tadviser only.	the filin	g					
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 off 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 you filed with your initial application or report, you must complete Schedule C.		0					
A. Does any <i>person</i> not named in Item 1.A. or Schedules A, B, or C, directly or indirectly, <i>control</i> your management or policies?	0 0	Đ					
If yes, complete Section 10.A. of Schedule D.							
B. If any <i>person</i> 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 1 please complete Section 10.B. of Schedule D.	3. If any <i>person</i> 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 Companies							
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 <i>advisory affiliates</i> . We use this information to determine whether to grant 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 area 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 AD and "your" include the <i>filing adviser</i> and all <i>relying advisers</i> under an <i>umbrella registration</i> .	as to	"					
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 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 event only in responding to Items 11.A.(1), 11.A.(2), 11.B.(1), 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 order, judgment, or decree was entered, or the date any rights of appeal from preliminary orders, judgments, or decrees lapsed.	f an	al					
You must complete the appropriate Disclosure Reporting Page ("DRP") for "yes" answers to the questions in this Item 11.							
Do any of the evente helevy involve you or any of your evenewised nersons?	Yes N ⊙ C						
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 N	0					
(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to any felony?	0 6)					
(2) been charged with any felony?	0 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) to charges that are currending.	rently						
B. In the past ten years, have you or any advisory affiliate:							

	pending.		
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?	\circ	\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?	•	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	\odot
	(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 violation" under a plan approved by the SEC)?	0	•
	(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 advisory affiliate now the subject of any regulatory proceeding 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:		
H.	(1) Has any domestic or foreign court:	Yes	No
	(a) in the past ten years, enjoined you or any advisory affiliate in connection with any investment-related activity?	0	•
	(b) ever found that you or any advisory affiliate were involved in a violation of investment-related statutes or regulations?	0	•
	(c) ever dismissed, pursuant to a settlement agreement, an investment-related civil action brought against you or any advisory affiliate by a state or foreign financial regulatory authority?	0	•
	(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	•

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) to charges that are currently

Item 12 Small Businesses

(2) been charged with a misdemeanor listed in Item 11.B.(1)?

The 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 determine whether you meet the definition of "small business" or "small organization" under rule 0-7.

Answer this Item 12 only if you are registered or registering with the SEC **and** you indicated in response to Item 5.F.(2)(c) that you have regulatory assets under 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, amending a current state registration, or switching from SEC to state registration.

For purposes of this Item 12 only:

- Total Assets refers to the total assets of a firm, rather than the assets managed on behalf of *clients*. In determining your or another *person's* total 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).
- Control means the power to direct or cause the direction of the management or policies of a person, whether through ownership of securities, by contract, or otherwise. Any person that directly or indirectly has the right to vote 25 percent or more of the voting securities, or is entitled to 25 percent or more of the profits, of another person is presumed to control the other person.

⊙

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	\circ					
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					
Sch	edule A							
Dire	ect Owners and Executive Officers							
	Complete Schedule A only if you are submitting an initial application or report. Schedule A asks for information about your direct owners and executive officers. Use Schedule C to amend this information.							
2. I	Direct Owners and Executive Officers. List below the names of:							
(each Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, Chief Legal Officer, Chief Compliance Officer(Chief Compliance Officer is required if you are registered or applying for registration and cannot be more than one individual), director, and any other individuals with similar status or functions;							

0 0

(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:

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 class of your voting securities. 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, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days,

(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

(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 public reporting company (a

- (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? OYes No

through the exercise of any option, warrant, or right to purchase the security.

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

A. Did you have total assets of \$5 million or more on the last day of your most recent fiscal year?

If "ves." you do not need to answer Items 12.B. and 12.C.

- 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.

(c) Complete each column.							
FULL LEGAL NAME (Individuals: Last DE/F		Title or Status	Date Title or Status	Ownership	Control	PR	CRD No. If None: S.S. No. and Date of
Name, First Name, Middle Name)			Acquired MM/YYYY	Code	Person		Birth, IRS Tax No. or Employer ID No.
HILL, JESSE, TAYLOR	I	MANAGING MEMBER AND PRINCIPAL	02/2019	E	Υ	N	6085813
HILL, JESSE, TAYLOR	I	CHIEF INVESTMENT OFFICER AND	02/2021	E	Υ	N	6085813
		CHIEF COMPLIANCE OFFICER					

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.

 In the DE/FE/I column belowindividual. 	w, 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
	nn by entering the owner's st	atus as partner, trustee, elected manag	er, shareholder, or member; and fo	r shareholders or members, the class of
securities owned (if more			,,,	
6. Ownership codes are:				
		F - Other (general partner, trustee, or	- '	" "No" if the nersen does not have control Note
	•	rson nas <i>control</i> as defined in the Glossa nd all 25% owners, general partners, ele		r "No" if the <i>person</i> does not have <i>control</i> . Note control persons.
(b) In the PR column, enter	er "PR" if the owner is a publ	ic reporting company under Sections 12	or 15(d) of the Exchange Act.	
(c) Complete each colum	n.			
No Information Filed				
Schedule D - Miscellaneous				
You may use the space below	to explain a response to an	Item or to provide any other information		
Schedule R				
		No Information F	filed	
DRP Pages				
CRIMINAL DISCLOSURE REPO	ORTING PAGE (ADV)			
No Information Filed				
REGULATORY ACTION DISCL	OSURE REPORTING PAGE (A	ADV)		
	·	GENERAL INSTRUC	CTIONS	
This Disclosure Reporting Pa	age (DRP ADV) is an 👝 INIT			nses to Items 11.C., 11.D., 11.E., 11.F. or 11.G.
of Form ADV.	~	OR ~		
		Pogulatany Acti	on	
Check item(s) being respond	led to:	Regulatory Acti	OII	
□ 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)	☐ 11.E(2)	□ 11.E(3)	□ 11.E(4)	
□ 11.F.	☐ 11.G.			
	event or <i>proceeding</i> . The s	ame event or proceeding may be report	ed for more than one <i>person</i> or enti	ty 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 deta	ails related to the same event. If an event gives
rise to actions by more than o	one regulator, provide details	for each action on a separate DRP.		
PART I				
A. The <i>person(s)</i> or entity(ies) for whom this DRP is bei	ing filed is (are):		
O You (the advisory fire	m)			
C You and one or more	e of your advisory affiliates			
One or more of your				
	auvisory aniliatės			
		e the full name of the advisory affiliate be nat number. If not, indicate "non-register		
ADV DRP - ADVISORY	'AFFILIATE			
CRD Number: 60858	<u></u> <u>13</u>	This <i>advisory affiliate</i> is ^C a Firm G	an Individual	
		inis advisory aπiliate is 💟 a Firm 🥞	an individual	

	Registered:	⊙ Yes C No							
	Name:	HILL, JESSE, TAYLOR							
		(For individuals, Last, First, Middle)							
	This DRP sho	ould be removed from the ADV record because the advisory affiliate(s) is r	no longer associated with the adviser.						
			ng 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 adviser's or advisory affiliate's favor.								
	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 event listed in Item 11 that occurred more than ten years								
	ago.								
	☐ This DRP sho	ould be removed from the ADV record because it was filed in error, such a	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.								
	⊙ Yes ○ No	2							
	e res e no	,							
	NOTE: The comp	pletion of this form does not relieve the advisory affiliate of its obligation to	update its IARD or <i>CRD</i> records.						
PAR	ТΙΙ								
1.	Regulatory Action								
		er Federal C State C SRO C Foreign							
	(Full name of reg	gulator, foreign financial regulatory authority, federal, state, or SRO)							
2	Dringing Constin								
2.	Principal Sanctio	л.							
	Other Sanctions:								
3.	Date Initiated (MM	//DD/YYYY):							
	C Exact C E	Explanation							
	If not exact, provi	ide explanation:							
4.	Docket/Case Nu	ımber:							
5.	Advisory Affiliate	Employing Firm when activity occurred which led to the regulatory action ((if applicable):						
6.	Principal Product	t Type:							
	Other Product Ty	ines.							
	Culor Froduct Ty	poo.							
7.	Describe the alle	egations related to this regulatory action (your response must fit within the	space provided):						
_		0 0 0							
8.	Current Status?	C Pending C On Appeal C Final							
9.	If on anneal regu	ulatory action appealed to (SEC, <i>SRO,</i> Federal or State Court) and Date Ap	oneal Filed:						
Э.	п оп арреат, гедо	stately action appealed to (OLO, ONO, I ederal of State Gourt) and Date Ap	opean med.						
If Ei	nal or On Anneal	, complete all items below. For Pending Actions, complete Item 13 only.							
11 F1	пагог Оп Арреаг,	complete all items below. For Ferding Actions, complete item 13 only.							
10.	How was matter	resolved:							
11.	Resolution Date ((MM/DD/YYYY):							
	O Exact O E	·							
	If not exact, provi	ие ехріанаціон.							
12.	Resolution Detai	il:							
		of the following Sanctions <i>Ordered</i> (check all appropriate items)?							
		ary/Fine Amount: \$							
			☐ Disgorgement/Restitution						
	Censul		☐ Cease and Desist/Injunction						
	☐ Bar		□ Suspension						

Principal, etc.). If requalificate condition has been satisfied you or an advisory affiliate, or	tion by exam/retraining was a coll. If disposition resulted in a fine date paid and if any portion of p	e, penalty, restitution, disgorgement enalty was waived:	or monetary compensation, pro	ities Principal, Financial Operations ain, type of exam required and whether ovide total amount, portion levied against (your response must fit within the space
CIVIL JUDICIAL ACTION DISCLOSURE R	REPORTING PAGE (ADV)			
Arbitration DRPs				
No Information Filed				
Bond DRPs				
No Information Filed				
Judgment/Lien DRPs				
No Information Filed				
Part 1B Item 1 - State Registration				
You must complete this Part 1B only if	you are applying for registrat	ion, or are registered, as an investr	ment adviser with any of the <i>st</i>	ate securities authorities.
	ready registered with at least o	ne state and are applying for registra	ation with an additional state or	e boxes next to the states to which you are states, check the boxes next to the states in application for registration pending.
□ AL		☑ NE		□ sc
□ AK		□ NV		□ SC
□ AZ	□ A	□ NH		□ TN
□ AR	□ KS	□ NJ		□ TX
□ CA	□ KY	□ NM		□ UT
□ co	□ LA	□ NY		□ VT
□ ст	□ ME	□ NC		□ v
□ DE	□ MD	□ ND		□ VA
DC	□ MA	□ он		□ WA
□ FL	□ M	□ ok		□ w
□ GA	□ MN	□ OR		□ wi
□ GU	□ MS	□ PA		□ wy
□н	□ мо	□ PR		
□ ID	□ мт	□ RI		
Part 1B Item 2 - Additional Information				
Complete this Item 2A. only if the person	on responsible for supervision a	and compliance does not appear in I	tem 1.J. or 1K. of Form ADV Pari	1A:
A. Person responsible for supervision				
Name:		Title:		
Telephone:		Fax:		
Number and Street 1:		Number and Street 2:		
	State:	Country:	ZIP+4/Postal Code:	
		Journay.	Zii 14/1 Ostal OOUE.	
Email address, if available:				
If this address is a private residence	ce, check this box:			
B. Bond/Capital Information, if required	d bv vour <i>home state</i>			

	(1) Name of Issuing Insurance Company:				
	(2) Amount of Bond:				
	\$.00				
	(3) Bond Policy Number:				
	(4) If required by your home state, are you in a	ompliance with your home state's minimum conit		Yes	
	(4) If required by your nome state, are you in c	omphance with your nome state's minimum capit	arrequirements:	•	0
		a pand DDD		Yes	Nia
_			iliate or any management person?		
Ü	That a bending company ever defined, paid of	it on, or reverted a bond for you, any davisory am	mate, of any management percent.	0	•
JUDG	MENT/LIEN DISCLOSURE				
For "y	ves" answers to the following question, complete	e a Judgment/Lien DRP.		Yes	No
D	. Are there any unsatisfied judgments or liens	against you, any <i>advisory affiliate</i> , or any <i>manag</i>	ement person?	0	•
_					
E.	an arbitration claim alleging damages in exce	ess of \$2,500, involving any of the following:	, any advisory affiliate, or any management person been the subject of,	Yes	No
(4) If required by your home state, are you in compliance with your home state's minimum capital requirements? (5) Part 18 - Disclosure Questions SOND IDECLOSINE To "yes" answers to the following question, complete a Bond DRP. C. Has a banding company ever denied, paid out on, or revoked a bond for you, any advisory affiliate, or any management person? **To "yes" answers to the following question, complete a JudgmentUsen DRP. D. Are there any unantistical judgments or liters against you, any advisory affiliate, or any management person? **ABSTRATION DISCLOSURE** For "yes" answers to the following question, complete an Arbitration DRP. E. Are you, any advisory affiliate, or any management person person? **ABSTRATION DISCLOSURE** For "yes" answers to the following questions, complete an Arbitration DRP. E. Are you, any advisory affiliate, or any management person DRP. E. Are you, any advisory affiliate, or any management person DRP. E. Are you, any advisory affiliate, or any management person activity? (2) Instal, dises statement, or omission? (3) theit, embezzlement, or other wrongful taking of property? (4) bribery, forgery, counterfeiting, or extoction? (5) dishonast, unfair, or unerbical practices? **CIVILLUDICAL DISCLOSURE** For "yes" answers to the following questions, complete a Civil Judicial Action DRP. F. Are you, any advisory affiliate, or any management person been found liable in, a civil, safe-question your practices? **CIVILLUDICAL DISCLOSURE** For "yes" answers to the following questions, complete a Civil Judicial Action DRP. F. Are you, any advisory affiliate, or any management person activity? (4) bribery, forgery, counterfeiting, or extoction? (5) dishonast, unfair, or unerbical practices? ***CIVILLUDICAL DISCLOSURE** For "yes" answers to the following questions, complete a Civil Judicial Action DRP. F. Are you, any advisory affiliate, or any management person actively engaged in business as a (n) (check all that apply): (6) dishonast, unfair, or unerbical practice		0	•		
		0	⊙		
	- · ·			0	⊙
				0	⊚
	(5) dishonest, unfair, or unethical practices	,		0	⊙
CIVII	JUDICIAL DISCLOSURE				
		te a Civil Judicial Action DRP.			
_			y advisory affiliate, or any management person been found liable in, a		
	civil, self-regulatory organization, or administ	rative <i>proceeding</i> involving any of the following:		Yes	No
		iness or activity?		0	•
	(2) fraud, false statement, or omission?			0	•
	(3) theft, embezzlement, or other wrongful ta	king of property?		0	•
	(4) bribery, forgery, counterfeiting, or extortion	n?		0	•
	(5) dishonest, unfair, or unethical practices'			0	•
Part 1	B - Business Information				
(ement person actively engaged in business as a	(n) (check all that apply):		
	·				
		mber (or equivalent) of pooled investment vehicle	les		
(2) If you, any advisory affiliate, or any manager		s other than those listed in Item 6.A of Part 1A or Item 2.G(1) of Part 1B,	descr	ribe
H. I	• •		end of your last fiscal year totaled:		
		Securities Investments	Non-Securities Investments		
	Under \$100,000	0	0		
	\$100,001 to \$500,000	0	0		
	\$500,001 to \$1,000,000	C	0		
	\$1,000,001 to \$2,500,000	0	0		
	\$2,500,001 to \$5,000,000	0	0		
	More than \$5,000,000	0	0		
		00, how much? (round to the nearest \$1,000,000			
		00,000, how much? (round to the nearest \$1,000	•		
	V-7-				

Yes No

Custody

Ame	end, r	etire or	file new brochures:									
Part	2											
	(2)		te your IRS Empl. Ident. No.:									
K.	If yo (1)		ganized other than as a sole proprietorship, please provide the following: e the date you obtained your legal status. Date of formation: 03/20/2019									
	(3)	Your S	Social Security Number:									
			Personal Financial Specialist ("PFS") None of the above									
			☐ Chartered Investment Counselor ("CIC")									
			☐ Chartered Financial Analyst ("CFA") ☐ Chartered Financial Consultant ("ChFC")									
		(2)	Certified Financial Planner ("CFP")									
		(b)	If "no", you do not need to answer Item 2.J(2)(b). I have earned and I am in good standing with the organization that issued the following credential:									
		(2) (a)	Do you have any investment advisory professional designations?	0	0							
			Have you passed, on or after January 1, 2000, the Series 66 examination and also passed, at any time, the Series 7 examination?	\circ	\circ							
		. , . ,	Have you passed, on or after January 1, 2000, the Series 65 examination?	\circ	\circ							
J.	If yo	ou are or	ganized as a sole proprietorship, please answer the following:	Yes	No							
	(3)	Do you	require the prepayment of fees of more than \$500 per <i>client</i> and for six months or more in advance?	0	•							
			you or a related person act as investment adviser and a trustee for any trust, or act as a trustee for any trust in which your advisory clients are beneficiaries the trust?	0	0							
		exp ad ^a aga	penses and capital withdrawals from the pooled investment; (B) does not control and is not controlled by and is not under common control with the investment viser; (C) does not have, and has not had within the past two years, a material business relationship with the investment adviser; and (D) shall not negotiate or ree to have material business relations or commonly controlled relations with an investment adviser for a period of two years after serving as the person engation and independent party agreement.	<u>.</u>								
		Fo	r purposes of this Item 2I.2(a), "Independent party" means a person that: (A) is engaged by the investment adviser to act as a gatekeeper for the payment of fo	ees,								
			Describe the independent party:		•							
			Other independent party	0	•							
			Independent certified public accountant	0	•							
		(a) (II)	As the general partner, managing member, or person serving in a similar capacity, have you or a <i>related person</i> engaged any of the following to provide authority permitting each direct payment or any transfer of funds or securities from the account of the pooled investment vehicle? Attorney	0	•							
			which you are the adviser to the pooled investment vehicle, or for which you are the adviser to one or more of the investors in the pooled investment vehicle? If you answered "yes", respond to the following:	•	0							
	(2)		Investment Vehicles and Trusts Do you or a <i>related person</i> act as a general partner, managing member, or person serving in a similar capacity, for any pooled investment vehicle for	_								
	(-)		your <i>clients</i> provide written authorization permitting you to be paid directly for their accounts held by the custodian or trustee?	•	0							
			es the custodian send quarterly statements to your <i>clients</i> showing all disbursements for the custodian account, including the amount of the advisory fees?	⊙	\circ							
			you send a copy of your invoice to the custodian or trustee at the same time that you send a copy to the <i>client</i> ?	\circ	\odot							
		Do you	withdraw advisory fees directly from your <i>clients'</i> accounts? If you answered "yes", respond to the following:	\odot	\circ							
(1	(1)) Advisory Fees										

Execution Pages

Brochure ID

353969

353970

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.

Brochure Name

Brochure Type(s)

Private funds or pools

The document is a Brochure Supplement for one or more

supervised persons (state-registered advisers only)

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

FORM ADV PART 2A - FIRM BROCHURE

FORM ADV PART 2B - BROCHURE

SUPPLEMENT - JESSE HILL

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:

JESSE T. HILL

Printed Name:

JESSE T. HILL

Adviser CRD Number:

300731

Date: MM/DD/YYYY

01/12/2022

Title:

MANAGING MEMBER

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:

300731

STATE-REGISTERED 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 application for state registration and all amendments to registration.

1. Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint the legally designated officers and their successors, of the state in which you maintain your *principal office and place of business* and any other state in which you are applying for registration or amending your registration, 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 applying for registration or amending your registration.

2. State-Registered Investment Adviser Affidavit

If you are subject to state regulation, by signing this Form ADV, you represent that, you are in compliance with the registration requirements of the state in which you maintain your principal place of business and are in compliance with the bonding, capital, and recordkeeping requirements of that state.

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.

Date: MM/DD/YYYY

01/12/2022

Printed Name:

JESSE T. HILL

Adviser CRD Number:

300731

Signature:

JESSE T. HILL

Title:

MANAGING MEMBER