Form ADV Part 2A
Brochure

Knights of Columbus Asset Advisors LLC

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This brochure (the "Brochure") provides information about the qualifications and business practices of Knights of Columbus Asset Advisors LLC ("KoCAA" or "we"). If you have any questions about the contents of this Brochure, please contact KoCAA at (617) 348-3174. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (the "SEC") or by any state securities authority. Additional information about KoCAA also is available on the SEC's website at www.adviserinfo.sec.gov.

KoCAA is an investment adviser registered with the SEC under the Investment Advisers Act of 1940, as amended (the "Advisers Act"). Registration with the SEC does not imply a certain level of skill or training.

A copy of our current Brochure may be requested by contacting Timothy Kirwan, Chief Compliance Officer of KoCAA, at (617) 348-3174 or timothy.kirwan@kofc.org.

Our Brochure is also available on our website at www.kofcassetadvisors.org, free of charge. The SEC's website also provides information about any persons affiliated with KoCAA who are registered, or are required to be registered, as investment adviser representatives of KoCAA.

ITEM 2 - MATERIAL CHANGES

There have been no material changes to the Brochure since the last annual update in March 2022. Please note that changes have been made for the purposes of updating, streamlining and clarity.

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ITEM 4 - ADVISORY BUSINESS

KoCAA, a Delaware limited liability company, commenced investment advisory operations in 2015. KOCAA is an indirect wholly owned subsidiary of Knights of Columbus, a fraternal benefit society organized under the laws of the State of Connecticut. Knights of Columbus' primary business is that of a fraternal benefit society offering services, including insurance products, to its members directly and through affiliates. Knights of Columbus and its affiliates are not publicly traded entities, nor does Knights of Columbus have any principal owners.

KoCAA provides portfolio management services and investment advisory services for mutual funds, other pooled investment vehicles.

KoCAA serves as investment adviser to pooled investment vehicles, including a number of investment companies registered under the Investment Company Act of 1940 (the "Investment Company Act") (the "Mutual Funds") and pooled investment vehicles that are exempt from registration under the Investment Company Act (the "Private Funds"). The Private Funds include co-mingled funds (the "Private Co-Mingled Funds"), a credit fund (the "Private Credit Fund"), a long/short equity fund (the "Private Long/Short Equity Fund"). KoCAA also advises separately managed accounts (which may include accounts for natural persons, pension plans, profit sharing plans, retirement plans, foundations, corporations and other institutions). KoCAA also provides asset allocation services using proprietary asset allocation models. Additionally, KoCAA is responsible for the day-to-day management of a proprietary account, the Knights of Columbus' General Account investment portfolio.

Additionally, KoCAA serves as Investment Sub-Advisor to a Global Equity ETF (the "ETF") which is registered under the Investment Company Act of 1940.

The Mutual Funds, the Private Commingled Funds, the Private Credit Fund, the Private Long/Short Fund and the ETF shall be collectively referred to herein as the "Funds" and each, a "Fund".

KoCAA may provide investment advice to clients with respect to all types of equity securities, debt securities and alternative investments, including, but not limited to, common stocks, preferred stocks, corporate bonds, U.S. Government securities, mortgage- and other asset-backed securities, convertible securities, bank loans (including senior and junior secured loans), warrants, foreign securities, shares of investment companies including exchange-traded funds and closed-end funds, commercial paper, investments in private funds (including private equity funds, hedge funds and real estate funds), direct investments in real estate and other alternative investments. Among the alternative investment strategies that KoCAA may pursue on behalf of a client are investments in private equity funds and mezzanine debt.

KoCAA generally provides investment advisory services for accounts on a discretionary basis, except in connection with the provision of model portfolios outside of the Advisor as Strategist Program (IAR Program) (as described in this Brochure). In providing advisory services to the Funds, KoCAA or, as applicable, a Sub-Advisor (as defined below) overseen by KoCAA, generally makes investment decisions consistent with the United States Conference of Catholic

Bishops' Socially Responsible Investing Guidelines (the "USCCB Guidelines") or other similar Catholic screens, and therefore, the Funds are designed to avoid investments in companies that are believed to be involved with abortion, contraception, pornography, stem cell research/ human cloning, weapons of mass destruction, or other enterprises that conflict with the USCCB Guidelines. As part of the screening process for the Funds, KoCAA or, as applicable, a Sub-Advisor uses information from a third-party environmental, social, and governance research firm and consults with experts to assess the policies and practices of companies based on the criteria set forth in the USCCB Guidelines. Based on such assessment, KoCAA compiles and maintains a list of companies that it determines to be inconsistent with the USCCB Guidelines (the "Restricted Securities List"). The Funds seek to avoid investments in companies identified through this process. The policies and practices of the portfolio investments of the Funds are monitored for various issues contemplated by the USCCB Guidelines. Applicable policies and practices are included in each Fund's offering documents. If KoCAA or, as applicable, a Sub-Advisor becomes aware that a Fund is invested in a company whose policies and practices are inconsistent with the USCCB Guidelines, KoCAA or, as applicable, a Sub-Advisor generally may sell the company's securities or otherwise exclude future investments in such company. Other accounts managed by KoCAA or, as applicable, a Sub-Advisor may also be managed consistent with the USCCB Guidelines or other similar Catholic screens, or unscreened portfolios that have no management restrictions placed on them as set forth in individual client agreements or offering documents. The criteria used to screen out companies for the Funds may be modified from time to time to seek to maintain alignment with any changes to the USCCB Guidelines.

KoCAA tailors its services to each client by developing an investment portfolio with an asset mix design based on the client's investment goals and consistent with investment guidelines established by the client, which may include the USCCB Guidelines, other similar Catholic screens, or unscreened portfolios that have no management restrictions. Please refer to the Funds' offering documents or applicable contractual arrangements for more information on particular screens that apply to the management of a Fund's or other client's assets.

The Funds.

Each Fund has its own particular investment objective, strategies, policies and restrictions that are set forth in such Fund's Prospectus(es) and Statement of Additional Information ("SAI") or Private Placement Memorandum ("PPM") and other governing and offering documents, as applicable.

For certain of the Funds (or, if applicable, a portion thereof), KoCAA directly manages the investment portfolio for the Fund on a day-to-day basis, researching and selecting the specific portfolio securities purchased by the Fund in accordance with the investment objective, strategies, policies and restrictions set forth in the Fund's Prospectus(es) and SAI or PPM and other governing documents, as applicable.

Sub-Advisors: For certain of the Funds (or, if applicable, a portion thereof), KoCAA does not directly manage the investment portfolio for the Fund, but rather, oversees the provision of investment advisory and portfolio management services for the Funds by other registered investment advisers selected by KoCAA (each, a "Sub-Advisor" and collectively (as applicable), the "Sub-Advisors"). For a sub-advised Fund (or portion of a Fund using a Sub-Advisor), KoCAA generally does not research or select on a day-to-day basis the specific portfolio securities purchased by the Fund. Instead, KoCAA allocates the assets of the Fund among one or more Sub-Advisors. A Sub-Advisor has discretion to purchase and sell portfolio securities for the portion of a Fund that it manages within the parameters of the Fund's objective, strategies, policies and restrictions set forth in the Fund's Prospectus(es) and SAI or PPM and other governing documents, as applicable. Although a Sub-Advisor's activities are subject to KoCAA' general oversight, the firm does not evaluate the investment merits of the Sub-Advisor's individual investment selections on a day-to-day basis. Among other oversight activities, KoCAA reviews the overall structuring of each sub-advised Fund's portfolio, regularly monitors the performance of a Sub-Advisor and monitors portfolio security selections for compliance with a Fund's investment objective, strategies, policies and restrictions, as well as regulatory requirements.

In selecting a Sub-Advisor, KoCAA is responsible for researching and evaluating whether the proposed Sub-Advisor has the capacity and expertise to manage particular classes of assets and/or investment styles. In evaluating a Sub-Advisor, KoCAA may use both qualitative and quantitative materials prepared internally, as well as information and assistance provided by independent third parties. KoCAA' review of a Sub-Advisor may include review of materials based on in-person meetings and other communications with the Sub-Advisor; computer databases concerning investment results of the Sub-Advisor obtained by KoCAA; reviews of publicly available information contained in the financial press and other sources; Sub-Advisor-prepared information; and research and statistical materials prepared by others. KoCAA monitors a Sub-Advisor through an ongoing quantitative and qualitative evaluation of the Sub-Advisor's skills in managing assets subject to specific investment styles and strategies and periodically reports its findings to the Funds' Board of Trustees or other governing body, as applicable.

Any recommendation by KoCAA to hire or change a Sub-Advisor for the Mutual Funds is subject to the approval of the Mutual Funds' Board of Trustees and shareholders of the applicable Mutual Fund. KoCAA may in the future seek an exemptive order from the SEC permitting KoCAA, on behalf of the Mutual Funds, to hire new Sub-Advisors, or materially amend existing Sub-Advisory agreements with Sub-Advisors, for the Mutual Funds with approval of the Mutual Funds' Board of Trustees but without prior shareholder approval, subject to shareholder notification within 90 days of the hiring of such Sub-Advisor. There is no guarantee the SEC would grant such exemptive relief.

Ranger Global Real Estate Advisors, LLC ("RGREA") has been engaged to serve as the Sub-Advisor to Knights of Columbus Real Estate Fund. RGREA is located at 1801 Wewatta St, 11th Floor, 11th Floor, Denver, Colorado 80202 and maintains offices in Colorado, Connecticut and New York. As of December 31, 2022, RGREA had approximately $1.65 billion in assets under management.

L2 Asset Management, LLC ("L2") has been engaged to serve as the Sub-Advisor to the Knights of Columbus Long/Short Equity Fund, the Knights of Columbus U.S. All Cap Index Fund and the Private Long/Short Fund. L2 is an investment adviser registered with the SEC under the Advisers Act and has a principal place of business located at 66 Glezen Lane, Wayland, Massachusetts, 01778. As of December 31, 2022, L2 had total discretionary assets under management of approximately $326 million. Please refer to "The Private Long/Short Fund" below for additional information on L2.

The investment objective, strategies, policies and restrictions for each Mutual Fund are described in the Mutual Fund's Prospectus(es) and SAI, which can be found at www.kofcassetadvisors.org. The investment objective, strategies, policies and restrictions for each Private Commingled Fund are described in the PPM and other governing documents, as applicable.

The Private Credit Fund.

KoCAA serves as the manager to KOCAA Private Credit Fund GP LLC, which is the general partner of the Private Credit Fund. The Private Credit Fund is a private commingled investment vehicle that invests primarily in private market loans. Knights of Columbus contributed an existing portfolio of assets with a value as of June 30, 2016 of approximately $99 million to the Private Credit Fund in return for a limited partnership interest in the Private Credit Fund. Audax Management Company (NY), LLC ("Audax"), which is a part of the Audax Group, serves as the investment advisor and manages the investment portfolio of the Private Credit Fund, subject to oversight by the general partner of the Private Credit Fund. Audax' principal place of business is located at 320 Park Avenue, 19th Floor, New York, NY 10022. As of December 31, 2022, Audax had assets under management in excess of $35 billion.

The Private Long/Short Fund.

KoCAA serves as investment advisor to the Private Long/Short Fund. In addition, an affiliate of KoCAA is the managing member of Knights of Columbus Long/Short Equity Fund GP, LLC (the "Long/Short Fund GP"), the sole general partner of the Private Long/Short Fund and the Long/Short Feeder Fund (as defined below). The Private Long/Short Fund is a private commingled investment vehicle that invests principally in large-cap equity securities that are publicly traded primarily, if not exclusively, on U.S. securities exchanges. An affiliate of KoCAA has invested $50 million in the Private Long/Short Fund through Knights of Columbus Long/Short Equity (Cayman) Fund, L.P., a Cayman Islands exempted limited partnership, which invests substantially all of its assets in the Private Long/Short Fund (the "Long/Short Feeder Fund"). L2 also serves as Investment Sub-Advisor to (1) the Private Long/Short Fund pursuant to an Investment Sub-Advisory Agreement by and among KoCAA, L2, the Private Long/Short Fund and the Long/Short Fund GP and (2) the Long/Short Feeder Fund pursuant an Investment Sub-Advisory Agreement by and among KoCAA, L2, the Long/Short Equity Feeder and the Long/Short Fund GP.

The Global Equity ETF.

KoCAA serves as an Investment Sub-Advisor to the FIS Knights of Columbus Global Belief ETF ("the ETF"), an exchange traded fund, which is part of the SHP ETF Trust. The ETF invests in global equities and is Catholic screened according to USCCB Guidelines. The ETF's investment objectives, strategies, policies and restrictions are set forth in the ETF's Prospectus and SAI. Faith Investor Services, LLC serves as the investment adviser to the ETF. The ETF is distributed by Foreside Fund Services, LLC.

Model Portfolios.

KoCAA provides asset allocation services to clients using proprietary asset allocation model portfolios (the "Institutional Model Portfolios"). Each Institutional Model Portfolio has been designed to pursue a specific investment objective and investment strategies.

KoCAA currently offers asset allocation based Institutional Model Portfolios covering an array of risk orientations. "Target Date" Institutional Model Portfolios are also offered which similarly cover an array of risk orientations. The Institutional Model Portfolios are broadly allocated and generally comprised of the Funds, ranging from a higher fixed income/lower equity allocation to a lower fixed income/higher equity allocation depending on the overall risk tolerance, goals and objectives of a specific client. Currently, Institutional Model Portfolios pursuing the following strategies are offered: Conservative, Moderate and Aggressive, with a model between Conservative and Moderate and a model between Moderate and Aggressive so that there is a smooth continuum of risk and reward strategies. Target Date Institutional Model Portfolios are offered within a range of 2010 (most conservative) to 2060 (least conservative).

For clients choosing asset allocation services, KoCAA provides the Institutional Model Portfolio on a non-discretionary basis or allocate assets in the client's account according to the Institutional Model Portfolio selected by the client. Allocating clients' assets according to Institutional Model Portfolios helps to minimize conflicts of interests that may arise when KoCAA manages accounts with the same investment objective and strategy for different clients. Investment allocations are specifically tailored to each asset allocation client but the Model Portfolios described above will serve as the basis and guidelines for decision making.

With respect to equity strategies, KoCAA provides Institutional offerings available to model-based programs in which KoCAA provides the program sponsor or an overlay manager a particular strategy through model portfolios and, in certain cases, handles certain trading and other functions. Because a model-based program sponsor or overlay manager generally exercises investment discretion and, in many cases, brokerage discretion; performance and other information relating to KoCAA is provided for reference only and should not be relied upon as actual client results as KoCAA is not responsible for overseeing the client relationship, the model-based program sponsor is.

KoCAA also provides Model Portfolios to firms or entities not related to KoCAA at no charge. KoCAA provides the model security positions and relative percentage's, along with periodic updates to the models as they occur. Providing the Model Portfolios and any updates does not involve management of any accounts for those firms or entities to whom KoCAA provides the Model Portfolio strategies. Because the funds underlying the Model Portfolios are managed by KoCAA, KoCAA receives investment advisory fees from such underlying based on the assets of the underlying funds. Investments pursuant to the Model Portfolios will result in indirect compensation to KoCAA.

Implemented Asset Allocation Services.

For clients choosing our implemented asset allocation services (the "IAA Service"), KoCAA provides customized asset allocation models and develops investment objectives and policies, as well as provides other total plan functions. For clients choosing the IAA Service, KoCAA generally has full discretion to allocate the client's assets among the Funds, other KoCAA strategies and other funds managed by other advisers (including the Sub-Advisors) in accordance with and subject to investment objectives and guidelines/policies established by the client.

Advisor as Strategist (the IAR Program).

KoCAA has entered into a platform agreement with AssetMark, Inc. ("AssetMark") pursuant to which we manage custom strategies under AssetMark's Advisor as Strategist Program. Clients will enter into a Client Services Agreement ("CSA") with KoCAA that sets forth the terms of the relationship between us and each client. Pursuant to the program (the "IAR Program"), KoCAA has full and complete discretion to manage, supervise and direct the investment and re-investment of a client's account ("Account Assets"), subject to the terms of the CSA. The investment, re-investment and allocation of Account Assets pursuant to such discretionary authority are generally limited to investing Account Assets in accordance with certain model portfolios (each, a "Custom Strategy"; for the avoidance of doubt, the model portfolios that are the Custom Strategies offered in connection with the IAR Program are not the same as the "Institutional Model Portfolios" described elsewhere in this Brochure) developed by KoCAA consisting of (1) investments in shares of the Mutual Funds; and (2) an insured cash deposit program offered by AssetMark Trust Company ("ATC"), into which we shall instruct ATC to maintain a target allocation of Account Assets for liquidity purposes. Pursuant to the IAR Program, uninvested cash balances may also be temporarily invested (or "swept") into one or more third-party money market funds registered under the 1940 Act. Such money market funds are not managed by or affiliated with KoCAA. KoCAA, with the support of its investment adviser representatives ("IARs") and in connection with managing Account Assets, will (a) retrieve information relevant to a client's financial situation, investment goals and investment objectives (collectively, for purposes of this section, "Investment Objectives"); (b) invest and re-invest all or a portion of Account Assets pursuant to a Custom Strategy, consistent with the Investment Objectives; (c) periodically monitor the allocation of Account Assets for consistency with the Investment Objectives, rebalance each account's allocation in accordance with the Custom Strategy selected and change the selected Custom Strategy used for the account, as appropriate; and (d) consult with each client on a periodic basis regarding the Investment Objectives. Clients participating in the IAR Program must invest a minimum of $6,000 to open a qualified account and a minimum of $10,000 to open a non-qualified account. If a client invests through an individual retirement account, the client must be capable of making its own investment decisions and agree not to rely on information provided by the IARs as a primary basis for decisions, including information about specific strategies or investments or hiring us. In this context, our IARs may explain recommendations our asset allocation generates, but they will not recommend a particular Custom Strategy, changes to asset allocation, or provide client-specific investment recommendations. As indicated above, clients participating in the IAR Program will enter into a CSA with us. Account Assets shall be maintained with ATC, which is an Arizona licensed and regulated trust company, or such other qualified custodian as may be selected and approved in writing by the client. Clients who utilize ATC as custodian of Account Assets will enter into a separate agreement with ATC. Please see Item 5 (Fees and Compensation), Item 6 (Performance-Based Fees and Side-by-Side Management), Item 7 (Types of Clients), Item 10 (Other Financial Industry Activities and Affiliations) and Item 11 (Code of Ethics, Participation or Interest in Client Transactions and Personal Trading) for additional information specific to the IAR Program. Like other retail clients of KoCAA, clients participating in the IAR Program will also receive a Form CRS (Client Relationship Summary) with important information regarding our relationships with our clients.

Pension Consulting Services.

In limited instances, we may provide non-discretionary pension consulting services to employee benefit plans based upon the needs of the plan and the services requested by the plan sponsor or named fiduciary (the "client"). In general, these services may include an existing plan review and analysis, plan-level advice regarding fund selection and investment options, and/or investment performance monitoring. The ultimate decision to act on behalf of the plan shall remain with the plan sponsor or other named fiduciary.

Wrap-Fee Portfolio and Dual Contract Management Programs.

KoCAA provides investment advisory services through programs ("programs") sponsored by broker-dealers or other financial services companies ("sponsors"). Some sponsors may offer a variety of services such as brokerage, custody and investment advisory services ("wrap") or some combination thereof. For wrap and certain other programs, KoCAA is appointed to act as the investment adviser through a process administered by the program sponsor. Clients participating in a program, generally with the assistance from the sponsor, may select KoCAA to provide investment advisory services for their account (or a portion thereof) in a particular strategy. KoCAA provides investment advisory services based upon the particular needs of the wrap fee program client as reflected in information provided to KoCAA by the sponsor and will generally make portfolio managers and client support personnel available for direct telephone conversations or in-person meetings as reasonably requested by clients and/or sponsors. Clients are encouraged to consult their own financial advisors and legal and tax professionals in connection with selecting and engaging the services of an investment manager in a particular strategy and participating in a wrap or other program. In the course of providing services to program clients who have financial advisors, KoCAA may rely on information or directions communicated by the financial advisor acting with apparent authority on behalf of its clients. Under a "wrap-fee" or "dual contract" arrangement offered by a broker-dealer, the broker-dealer recommends the retention of KoCAA, pay KoCAA' fee on behalf of the client, monitor and evaluate KoCAA' performance, execute the client's portfolio transactions or provide any combination of these or other services, all for a single fee paid by the client to the broker-dealer. The firm's investment advisory fee under such a Wrap-Fee arrangement may differ from that offered to other clients.

For Wrap-Fee programs, KoCAA is appointed through a process administered by the program "sponsor". Clients participating in the program, generally with assistance from the sponsor, may select KoCAA to provide portfolio management services for their account (or a portion thereof) in a particular asset class. KoCAA manages a product mandate in accordance with guidelines established by KoCAA and Wrap-Fee Sponsor. The broker considers the competitive environment in bidding for a given account, the amount of personal consultation the client will require, the complexity of the client's total financial circumstances, the type of investments the client wants, the frequency of trades the client desires, and the client's past trading history. KoCAA will generally make portfolio managers and/or client service personnel available for telephone conversations as reasonably requested by the Program Client and /or the sponsor. Program Clients should review all materials available from the sponsor concerning the sponsor and the program's terms, conditions and fees. In evaluating the Wrap-Fee arrangement, a client should recognize that brokerage commissions for the execution of transactions in the client's account are generally not negotiated by KoCAA.

Wrap-Fee programs may cost the client more or less than purchasing these types of services separately, depending upon the degree of trading in the account. KoCAA may impose a higher account size minimum requirement, which might not otherwise be imposed. For Dual Contract programs, KoCAA is appointed to act as a portfolio manager through a process administered by the broker-dealer. However, unlike Wrap-Fee programs, the client contracts directly with KoCAA for portfolio management services. The account is managed according to the mandate of a specific product type. The client instructs KoCAA to direct all brokerage transactions to the broker-dealer administering the program. In Dual Contract programs, the client pays separate fees to the broker-dealer for executions and to KoCAA for portfolio management. Client information, including profile and risk tolerances, is typically obtained by the platform sponsor. The various managers, including KoCAA, rely exclusively on suitability determinations and information provided by the platform sponsor.

KoCAA may also provide discretionary portfolio management and/or non-discretionary recommendations in the form of model portfolios for separately managed accounts or wrap programs sponsored by various third-party wrap program sponsors.

KoCAA's Regulatory Assets Under Management

As of December 31, 2022, the amount of client assets managed on a discretionary basis by KoCAA was approximately $25.8 billion, and there were no client assets managed on a non-discretionary basis.

ITEM 5 - FEES AND COMPENSATION

Generally, KoCAA is paid a negotiated fee based on the market value of assets managed. KoCAA may also be paid a negotiated flat fee for certain services. KoCAA may change its standard fee schedules described herein. The fee schedule for a client's account may vary from the standard fee schedule described below due to factors such as, for example, the applicable investment strategy or benchmark, the size of the account, the client's individual servicing or reporting requirements and other negotiated differences in client agreements.

Mutual Funds: The investment advisory fee payable to KoCAA by the Mutual Funds is calculated daily and paid monthly, as a percentage of a Mutual Fund's average daily net assets and is set forth in the Mutual Funds' Prospectus(es) and SAI. On an annual basis, the Mutual Funds' Board of Trustees, including the Board members who are not "interested persons" (as defined in the Investment Company Act) of the Funds, considers the renewal of each Mutual Fund's investment advisory agreement, including the advisory fee paid by each Mutual Fund to KoCAA.

For the sub-advised Mutual Funds, a portion of the advisory fee received by KoCAA is paid to the applicable Sub-Advisor(s).

Private Commingled Funds: The investment advisory fee payable to KoCAA, an affiliate thereof, or, if applicable, a Sub-Advisor, by a Private Commingled Fund with respect to an investor's interest in such Private Commingled Fund is equal to the Private Commingled Fund's fee rate multiplied by the net asset value of such investor's interest in the Private Commingled Fund as of the end of the applicable calendar month. Additional information regarding fees payable to KoCAA by the Private Commingled Funds is described in the PPM for the Private Commingled Funds. For certain of the Private Commingled Funds, a portion of the advisory fee may be paid to the applicable Sub-Advisor(s). In certain instances, a Private Commingled Fund's fee rate may vary based on the net asset value of the Private Commingled Fund at the time each installment of the fee is payable.

Additionally, each Private Commingled Fund will pay all costs and expenses incurred in its operation, including, without limitation, the Fund's organizational expenses, initial and on-going offering expenses, administration costs and expenses, brokerage and clearing expenses, interest expenses (including interest on margin), custodial expenses, legal, accounting, auditing and tax preparation fees and expenses, taxes and similar charged (including penalties), and the Fund's proportionate share of the organization expenses of the Knights of Columbus Commingled Fund Manager, LLC.

Side Letters: KoCAA and a Private Commingled Fund may separately negotiate "side letters" with certain investors without applying terms negotiated with such investors, including terms relating to fees, to all investors in the Private Commingled Fund. Although we may provide substantial input, the modifications are at the discretion of the Private Commingled Fund. Additionally, modifications may, among other things, be based on whether the investor is one of the first investors in the Private Commingled Fund, the size of the investor's investment in the Private Commingled Fund or affiliated investment entity, the reputation of the investor, an agreement by an investor to maintain such investment in the Private Commingled Fund for a significant period of time, or other commitment by an investor. The terms and conditions of these side letters may include, for example, special rights to make future investments in the Private Commingled Fund, other investment vehicles or managed accounts, as appropriate; special rights for a reduction of the fee; special redemption or transfer rights relating to frequency, notice, a reduction or rebate in fees to be paid by the shareholder, eligible transferees and/or other terms; rights to receive reports or notifications from the Private Commingled Fund or us on a more frequent basis or that include information not provided to other shareholders (including, without limitation, more detailed information regarding portfolio positions); “most favored nation” rights which grant the investor the right to receive any more favorable terms granted to other investors or our similarly situated clients; and such other rights as may be negotiated by the Private Commingled Fund or us and such investors.

The Private Credit Fund: The Private Credit Fund pays its general partner, quarterly in arrears, a management fee (the “PC Fund Management Fee”) equal to an annualized rate of (1) 1.00% of the net asset value of the Private Credit Fund (which excludes any undrawn capital commitments to the Private Credit Fund) attributable to each investor in the Private Credit Fund with a capital commitment of less than $25 million, and (2) 0.90% of the net asset value of the Private Credit Fund (which excludes any undrawn capital commitments to the Private Credit Fund) attributable to each investor in the Private Credit Fund with a capital commitment of $25 million or greater. The PC Fund Management Fee will be pro-rated for any partial quarter during the Private Credit Fund’s existence. The general partner is responsible for compensating Audax out of the PC Fund Management Fee for the provision of investment management services to the Private Credit Fund.

Subject to an administrative expense cap, the Private Credit Fund will pay (or reimburse the general partner for) all costs and expenses arising from the Private Credit Fund’s operations, including, but not limited to: (1) the PC Fund Management Fee; (2) the administrative fee; (3) legal, auditing, consulting, banking, custody, regulatory, compliance, research, reporting (including securities filings related to the Private Credit Fund) and accounting expenses; (4) tax expenses and expenses related to the Private Credit Fund’s financial statements and tax returns, K-1s, tax estimates, and filings (including expenses related to the foregoing incurred to allow the Private Credit Fund, the general partner, the KoCAA or their affiliates to comply with non-U.S. and U.S. federal, local and state laws and regulations during the term of the Private Credit Fund (including all expenses incurred to comply with the requirements of the Alternative Investment Private Credit Fund Managers Directive, as implemented in the relevant jurisdiction (and including any secondary legislation, rules and/or associated guidance)); (5) expenses associated with the identification, investigation, acquisition, holding, winding up, liquidation, dissolution and disposition of the Private Credit Fund’s assets; (6) expenses related to preliminary deal sourcing and general market research, investment banking, consulting, software (including accounting and similar software), travel, research (including consultations with industry experts), and other professional services to the Private Credit Fund; (7) expenses incurred in connection with valuing the Private Credit Fund’s assets, including, without limitation, third party valuation services; (8) expenses attributable to any proposed Investment that is ultimately not made by the Private Credit Fund; (9) the financing of the Private Credit Fund’s expenses as well as

The Private Long/Short Fund: The Long/Short Fund GP is entitled to an annual performance allocation (the "Performance Allocation") equal to 15% of the Private Long/Short Fund's net profits, subject to traditional "high watermark" treatment. In addition, the Private Long/Short Fund pays to KoCAA, monthly in arrears, a management fee (the "PLS Fund Management Fee") in an amount equal to 0.0625% (0.75% annualized) of each limited partner's capital account balance as of the date of calculation (after taking into account any contributions, distributions or withdrawals as of such date and without consideration for any accrued but unpaid PLS Fund Management Fees and any accrued but undistributed Performance Allocations). The PLS Fund Management Fee and Performance Allocation will be pro-rated for any partial period during the Private Long/Short Fund's existence. In consideration for its services as Investment Sub-Advisor, L2 is entitled to a portion of the Performance Allocations and PLS Fund Management Fees paid by the Private Long/Short Fund. The Long/Short Fund GP is responsible for compensating L2 out of the Performance Allocations and PLS Fund Management Fees that it receives. The PLS Fund Management Fee and Performance Fee may be waived or reduced for certain investors as determined by the Long/Short Fund GP in its sole discretion, including with respect to its affiliates and affiliates of L2.

Additionally, the PLS Fund will pay or reimburse the Long/Short Fund GP and/or its affiliates for all organizational and offering expenses of the Fund including, but not limited to, legal and accounting fees, printing and mailing expenses and government filing fees (including blue sky filing fees) and operating expenses including, but not limited to: all administration costs and expenses, including fees of the PLS Fund's administrator; brokerage and clearing commissions and services and similar expenses necessary for the PLS Fund to receive, buy, sell, exchange, trade and otherwise deal in and with securities and other property of the PLS Fund; trade support services including, but not limited to, pre- and post-trade support software and related support services; research (including computer, newswire, quotation services, publications, periodicals, subscriptions, data base services and data processing that are directly related to research activities on behalf of the PLS Fund) and consulting, advisory, investment banking, finders and other professional fees relating to investments or contemplated investments; interest expenses (including interest on margin); custodian and transfer agency services (including the costs, fees and expenses associated with the opening, maintaining and closing of bank accounts, custodial accounts and accounts with brokers on behalf of the PLS Fund (including customary fees and charges applicable to transactions with such broker accounts); legal, accounting, auditing and tax preparation fees and expenses; expenses incurred in connection with the PLS Fund's operations and trading activities, including travel; taxes and similar charges (including penalties); expenses relating to the cost of updating the offering memorandum and other relevant documents, the negotiation of side letters and any related costs and legal and regulatory expenses associated with such offering (e.g., "blue sky" filings); expenses related to the maintenance of the PLS Fund's registered office and corporate licensing; legal fees and related expenses, including legal costs and expenses of the parties entitled to indemnification (such as indemnification and advances on account of indemnification) that may be payable by the PLS Fund pursuant to the indemnification obligations under the limited partnership agreement or any threatened or actual litigation involving the PLS Fund, which may include monetary damages, fees, fines and other sanctions, whether as a result of such regulatory authorities or such commercial interests prevailing, or the Long/Short Fund GP determining to settle such threatened or actual litigation; legal and compliance third-party fees and expenses including, without limitation, filing and registration fees and expenses associated with regulatory filings, audits and inquiries with state securities authorizes, the SEC and the U.S. Commodity Futures Trading Commission; the cost of any insurance premiums; extraordinary expenses; interest cost and taxes; wind-up, liquidation and other similar expenses; and any other expenses related to the activities of the PLS Fund as shall be determined by the Long/Short Fund GP in its sole discretion. Each Limited Partner shall be obligated to pay its proportionate share of the expenses incurred by the PLS Fund, appropriately adjusted with respect to any memorandum accounts pursuant to the limited partnership agreement, as reasonably determined by the Long/Short Fund GP in its sole discretion.

Separately Managed Accounts: Investment advisory fees payable to KoCAA are dependent on the type of client account. Additionally, fees with respect to separately managed accounts are generally negotiable. The standard investment advisory fee for separately managed accounts is as follows:

Standard Fee
Fixed Income: 0.30% on amounts up to $50 million 0.25% on amounts above $50 million **Equity:** *** Large Cap Core** 0.70% on amounts up to $50 million 0.65% on amounts between $50 million and $75 million 0.55% on amounts between $75 million and $100 million 0.50% on amounts above $100 million *** Large Cap Growth and Value** 0.65% on amounts up to $25 million 0.60% on amounts between $25 million and $50 million 0.55% on amounts between $50 million and $100 million 0.50% on amounts above $100 million *** Small Cap Core, Growth and Value** 0.90% on amounts up to $25 million 0.85% on amounts between $25 million and $50 million 0.80% on amounts above $50 million *** Global Equity** 0.80% on amounts up to $25 million 0.70% on amounts between $25 million and $50 million 0.65% on amounts between $50 million and $100 million 0.50% on amounts above $100 million *** International Equity** 0.80% on amounts up to $25 million 0.70% on amounts between $25 million and $50 million 0.65% on amounts between $50 million and $100 million 0.50% on amounts above $100 million *** International ADR** 0.80% on amounts up to $25 million 0.70% on amounts between $25 million and $50 million 0.65% on amounts between $50 million and $100 million 0.50% on amounts above $100 million *** Global Tactical Asset Allocation** 1.00% on amounts up to $25 million 0.80% on amounts between $25 million and $50 million 0.60% on amounts between $50 million and $100 million 0.40% on amounts above $100 million

. *Fee schedules are exclusive of any acquired funds fees resulting from the purchase of mutual funds and/or exchange traded funds

Separate accounts are generally subject to a $30 million account minimum for fixed income and a $5 million account minimum for equity. Minimum amounts may be waived in the discretion of KoCAA. Investment management fees are calculated and billed either in advance or in arrears on a quarterly basis by KoCAA. Fees are generally billed directly to the client. Some separately managed clients are directly debited at the custodian. In these instances, a copy of the invoice is sent directly to the client. Regarding fees that are paid in advance, in the event of termination of KoCAA, KoCAA is entitled only to the compensation earned through the date of such termination and will refund any unearned fees, subject to reasonable expenses.

Institutional Model Portfolios: KoCAA generally does not receive a fee for the use of its Institutional Model Portfolios. Relationships using Institutional Model Portfolios will be responsible for any investment advisory or management fee paid by the Funds in which they are invested, including KoC Funds, which would indirectly compensate KoCAA as detailed in Item 4 above.

Implemented Asset Allocation Services: The current standard fee schedule for IAA Services is:

0.50% on amounts up to $25 million
0.35% on amounts above $25 million up to $50 million
0.25% on amounts above $50 million up to $75 million

** Applicable fee rates for amounts above $75 million will vary by client arrangements*

The fees payable to KoCAA by a client account for IAA Services are generally in addition to any investment advisory fee related to Separately Managed Accounts, Fund management fees, or other fee that KoCAA receives from the Funds. Accordingly, in addition to the fee for the IAA Services, client accounts using the IAA Services will be responsible for their pro rata share of any investment advisory or management fee paid by the Funds in which they are invested.

IAR Program: Clients participating in the IAR Program pay a “Platform Fee” that is agreed to with each client in the fee schedule of the CSA (see Item 4 above). The Platform Fee is paid to AssetMark and provides compensation for custody, brokerage, administrative and advisory services. Depending on the type of account, the Platform Fee is used to compensate AssetMark, ATC and KoCAA (who will pay its agents, including the IARs, and other applicable expenses). The Platform Fee is based on a percentage of a client’s Account Assets (as defined above) and is calculated and payable each calendar quarter, in advance, based on the net value of the Account Assets as of the end of each calendar quarter. As with all asset-based fees, this means that the more assets that we manage for a client, the more the client will pay in fees. The fees payable under the Platform Fee do not include fees that we receive from managing the Mutual Funds that comprise the Custom Strategies. Fees paid in connection with the Mutual Funds are in addition to the Platform Fee. A minimum Platform Fee of $90.00 shall apply to each account participating in the IAR Program. The standard Platform Fee follows (“household” refers to the practice of combining the assets of accounts of related accountholders so that clients can receive fee reductions by meeting the tier breakpoints):

Household/Account AUM	Platform Fee - Diversified Accounts	Platform Fee -Income Accounts
< $1MM	0.80%	0.45%
$1MM - $2.5MM	0.75%	0.42%
$2.5MM - $5 MM	0.70%	0.39%
$5MM - $15MM	0.65%	0.36%
$15MM+	0.60%	0.33%

*MM represents measurements of millions

Donor Advised Fund (DAF) Accounts	DAF Platform Fee
All Asset Levels	0.25%

The Platform Fee is tiered so that the fees are assessed the higher rate unless a breakpoint is reached. The reduced rate only applies to the portion of Account Assets that exceeds the applicable breakpoint. The higher rate applies to the portion of Account Assets below the breakpoint. For example, for a client whose Account Assets in a Strategy are at least $1 million but less than $2.5 million, the annual Platform Fee would be 0.80% (0.20%/quarter) for Account Assets below $1 million and 0.75% (0.1875%/quarter) for Accounts Assets from $1 million up to (but not including) $2.5 million. Consequently, the annual Platform Fee a hypothetical $2 million account would be a blended rate of 0.775% (0.19375%/quarter).

With respected to Donor Advised Fund Accounts available through the IAR program, a flat fee of 0.25% (0.0625%/quarter) applies.

General Policies: Except as described with respect to the IAR Program as described below under "Portfolio Manager Compensation and IAR Compensation," KoCAA does not receive commissions either directly or indirectly for the purchase or sale of securities by clients. Clients pay commissions and other transaction charges to brokers for executing transactions placed by KoCAA for the client's accounts, including the Funds. Certain brokerage firms, acting as custodian of client assets, may charge additional custodial fees. KoCAA may place orders for the execution of transactions through brokers and dealers as KoCAA may select, and a client may pay a commission on transactions in excess of the amount of commissions another broker or dealer would have charged. Please refer to Item 12 in this Brochure for further discussion of KoCAA' brokerage practices.

When deemed appropriate and authorized by a client, KoCAA will invest all or a portion of the client's assets in the Funds. KoCAA receives investment advisory fees from the Funds for providing investment advisory services. Clients in the IAR Program pay additional account-related fees.

In addition to the Funds, client accounts may be invested in shares of unaffiliated investment companies (such as open-end mutual funds), closed-end funds and exchange traded funds. In such cases, clients will be obligated to pay both a fee to KoCAA and the allocable portion of the investment advisory or management fee that is paid by such unaffiliated investment companies.

Except with respect to the Funds and certain separately managed accounts, KoCAA generally will not deduct fees from client accounts. Clients may instruct a qualified custodian to pay KoCAA' fees upon the client's receipt of an invoice from us, although we invoice some separately managed account clients and deduct the fees directly. In the context of the IAR Program, clients will instruct ATC to deduct our fee from Account Assets and pay us directly.

All advisory fees are assessed based upon an accurate valuation in accordance with the investment advisory or management agreement between KoCAA and the client. Pricing information is generally obtained from a third-party valuation agent or, in the case of the Funds, is based upon the applicable net asset value per share or interest of a Fund. In situations when the third party valuation agent is not able to obtain a value for an investment, or the prices available do not reflect current market conditions, KoCAA may provide the valuation agent with input regarding the appropriate fair value of such investments, and such input may include values based on bid prices estimated by third party brokers, based on matrix pricing or based on other factors deemed relevant by KoCAA and/or the valuation agent. Valuations by the valuation agent for a particular holding may differ from valuations by a different valuation agent for the same holding.

KoCAA has been designated by the board of trustees of the Mutual Funds' as the Mutual Funds' valuation designee to make all fair value determinations with respect to the Mutual Funds' portfolio investments pursuant to Rule 2a-5 under the 1940 Act.

Portfolio Manager Compensation and IAR Compensation: KoCAA's portfolio managers are compensated with a base salary and discretionary bonus based on the overall performance of KoCAA. KoCAA pays the IARs and certain general agents supervising such persons from the portion of the Platform Fee that it receives in connection with the IAR Program.

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

KoCAA treats each of its clients fairly in accordance with and under its obligations as a registered investment adviser registered under the Advisers Act. KoCAA has adopted an allocation policy that sets forth its procedures when allocating an investment opportunity among the accounts of its clients, such as the Funds and other accounts, including the Knights of Columbus' General Account investment portfolio. Pursuant to this policy, KoCAA makes allocation determinations based upon the appropriateness of the investment for the client. The allocation policy is designed to prohibit KoCAA from favoring one client over another client. KoCAA' allocation policy is also designed to prohibit its investment professionals from allocating or re-allocating investments to enhance the performance of one account over another account or to favor any affiliated or proprietary account or any other account in which KoCAA, its affiliate or an employee has any interest. In instances when KoCAA has clients with overlapping investment mandates and objectives, it will generally allocate investments proportionally among those clients. In cases where KoCAA does not proportionally allocate investments among client accounts with overlapping mandates, it documents its reasoning.

Performance-Based Fees: KoCAA enters into agreements that include the payment of performance-based fees with certain clients. The existence of a performance-based fee may create conflicts of interest in the allocation of management time, resources and investment opportunities between different strategies. Additionally, collecting performance-based fees may result in instances in which a portfolio manager concurrently manages accounts with different fee structures for the same strategy. This is referred to as "side-by-side" portfolio management and, in these instances, KoCAA will not determine allocations based on whether we are participating in a trade or on the fee structure of the managed accounts participating in the trade. Side-by-side portfolio management may give rise to potential conflicts of interest. The Mutual Funds, for example, generally pay management fees based on a fixed percentage of assets under management, while separate accounts and private funds potentially may have more varied fee structures, including performance-based incentives. Where performance is good, performance-based fee clients may be charged fees higher than the industry standard and those fees charged to other clients and funds with an asset-based fee. KoCAA may have a material incentive to favor certain, more lucrative accounts over those that may be less lucrative. Additionally, KoCAA may have a material incentive to favor accounts in which we, or our affiliates, have significant proprietary interest. For example, KoCAA has an incentive to allocate better performing securities to those accounts subject to performance fees and in which we or an affiliate have an ownership stake. These arrangements may also incentivize the portfolio manager to take riskier positions than would have otherwise been initiated. Additionally, the calculation of performance fees is based upon a number of factors both within and out of KoCAA' control.

To mitigate the foregoing conflicts, KoCAA has adopted policies and procedures to ensure that investment decisions are made based in the best interests of our clients and without consideration of our financial interests. These policies and procedures are designed to:

- Identify practices that may potentially favor actively managed accounts in which KoCAA has an ownership and/or a greater pecuniary interest (through, for example, a performance-based fee) over actively managed accounts in which KoCAA has no ownership and/or a lesser pecuniary interest;

- Prevent KoCAA and "covered persons" (as defined in KoCAA' Code of Ethics, discussed below) from inappropriately favoring some clients over others;

- Detect potential violations of such policies and procedures; and

- Promptly resolve any actual violations detected.

In addition to performance-based fees paid to KoCAA, the Funds may cover operating and organizational expenses of the KoCAA, if agreed to with a specific Fund. Please also refer to the offering documents or your applicable investment advisory or management agreement for complete information on any performance-based compensation arrangements.

ITEM 7 - TYPES OF CLIENTS

As stated earlier in Item 4, KoCAA provides portfolio management services and investment advisory services for mutual funds, other pooled investment vehicles and separately managed accounts (which may include accounts for natural persons, pension plans, profit sharing plans, retirement plans, foundations, corporations and other institutions). KoCAA also provides asset allocation services using proprietary asset allocation models and provides discretionary investment management services under the IAR Program.

Minimum initial investment amounts to establish an individual or separate account depend on, among other factors, the investment strategy selected. Minimum amounts may be waived in the discretion of KoCAA. The current standard minimum account size for separately managed accounts are as follows:

Fixed Income	$30 million
Equity	$5 Million

The Mutual Funds offer three classes of shares to investors. Each share class has its own shareholder eligibility criteria, investment minimums, cost structure and other features, as further described in the Mutual Funds' Prospectus(es) and SAI. Participants in the IAR Program will receive the lowest cost share class of the Mutual Funds – currently, class I shares, which do not pay Rule 12b-1 (distribution) or other shareholder services (sometimes referred to as sub-transfer agency) fees.

The standard minimum initial investment required to invest in any Fixed Income or Equity Private Commingled Fund is $2,500,000, the standard minimum initial investment for the Private Credit Fund is $1,000,000 the standard minimum initial investment for the Private Long/Short Fund is $1,000,000; however, KoCAA reserves the right to reduce such minimum initial investment amount in its discretion.

As noted above, there is a minimum of $6,000 to open a qualified account and a minimum of $10,000 to open a non-qualified account in the IAR Program. However, KoCAA reserves the right to reduce such minimum initial investment amount in its discretion.

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

Methods of Analysis

Fixed Income: The fixed income strategies generally seek to overweight or underweight sectors of the fixed income market based on KoCAA' analysis of the relative attractiveness of the relevant sector. Issue selection is bottom up and focused on identifying fixed income instruments that offer strong relative value versus their sector and the overall fixed income market. Investments are mainly in investment grade securities including, but not limited to, U.S. Treasury and agency issues, corporate bonds, asset backed securities, and commercial and residential mortgage-backed securities (including collateralized mortgage obligations). Generally, KoCAA does not invest client accounts in high yield securities but may hold securities that are below investment grade.

Equities: With respect to the equity strategies, the methods of analysis and research used by KoCAA varies depending on client type and strategy (U.S. domestic equity vs. International). Generally, however, the investment process combines quantitative and qualitative models and disciplines to construct portfolios as more fully described below.

Stock Selection Models

The factors in our models are based on fundamental company characteristics. The factors fall generally into groupings or "superfactors" which consist of: Valuation, Investor Sentiment, Growth & Profitability, and Earnings Quality. The superfactors are similar, but not identical between the US and International models. There are several different factors within each superfactor. Each factor is tested and monitored for performance within each of the industry groups. We calculate information coefficients and information ratios for each factor by industry group. This information is considered when choosing factors used to calculate an industry-group relative rank for each stock. In effect, we have an individual model for each industry group, consisting of the factors that we believe work the best in that group. The rankings are product specific; stocks are ranked relative to their industry group within a market capitalization specific universe, which consists of all securities within the underlying benchmark, plus all common stocks that trade on a US exchange that have similar capitalization, liquidity, and style characteristics of that benchmark. The end result is a decile-ranking of all stocks in the universe, 1-10, where 1 is a strong buy, 10 is a strong sell.

Regime Model

The regime model utilizes market and economic factors to seek to determine the current US stock market state, as either bull or bear/chaotic. While the model does not attempt to predict market direction, simply by describing the current state, we look to influence factor weightings based on the optimal combination of factors for that regime.

Risk Model

An integral part of the portfolio construction process is the consideration of risk. We utilize a risk model to quantify and manage exposures in the portfolio. Exposures include aggregate risk parameters (such as sector and factor exposures and beta) as well as individual stock exposures, as measured by contribution to tracking error.

As indicated under Item 4 above, in providing services to the Funds, KoCAA or, as applicable, a Sub-Advisor generally makes investment decisions consistent with the USCCB Guidelines or other similar Catholic screens, and therefore, the Funds are designed to avoid investments that hit certain revenue derived thresholds in companies that are believed to be involved with abortion, contraception, pornography, stem cell research/ human cloning, weapons of mass destruction, or other enterprises that conflict with the USCCB Guidelines. As part of the screening process for the Funds, KoCAA or, as applicable, a Sub-Advisor uses information from a third-party environmental, social, and governance research firm and consults with experts to assess the policies and practices of companies based on the criteria set forth in the USCCB Guidelines. Based on such assessment, KoCAA compiles and maintains a list of companies that it determines to be inconsistent with the USCCB Guidelines (the "Restricted Securities List"). The Funds seek to avoid investments in companies identified through this process. The policies and practices of the portfolio investments of the Funds are monitored for various issues contemplated by the USCCB Guidelines. If KoCAA or, as applicable, a Sub-Advisor becomes aware that a Fund is invested in a company whose policies and practices are inconsistent with the USCCB Guidelines, KoCAA or, as applicable, a Sub-Advisor, generally may sell the company's securities or otherwise exclude future investments in such company. Other accounts managed by KoCAA or, as applicable, a Sub-Advisor may also be managed consistent with the USCCB Guidelines or other similar Catholic screens, as set forth in individual client agreements. The criteria used to screen out companies for the Funds may be modified from time to time to seek to maintain alignment with any changes to the USCCB Guidelines.

See Item 4 above for additional information regarding methods of analysis and investment strategies.

<u>Specific Investment Strategies</u>

On behalf of its clients, KoCAA manages directly or oversees Sub-Advisor(s)' day-to-day management of portfolios that include investments in equity securities, fixed income securities, alternative investments and/or high-quality short-term instruments. See Item 4 above for our strategy in selecting Sub-Advisors.

Fixed Income Securities. Many of our investment strategies focus mainly or in part on fixed income securities, which can include a wide array of debt instruments, including investment grade debt, government securities, corporate debt, money market instruments, mortgage-backed securities, and others.

Equity Securities. Many of our investment strategies focus mainly or in part on equity securities. Equity securities can be of various types, such as common stock, preferred stock or global real estate investment trusts.

Alternative Investment Strategies. Many of our investment strategies focus mainly or in part on alternative investment strategies that have historically been operated in the private fund space.

Alternative investments may be pursued in various forms, such as ETF or closed-end fund trading strategies. Among the alternative investment strategies that KoCAA may pursue on behalf of a client are: investments in private equity funds, mezzanine debt, investments in bank loans, including junior and senior secured loans made to private equity funds, and investments in long/short equity strategies.

Liquidity Strategies/High Quality Short-Term Instruments. Certain of our investment strategies focus mainly on high quality short-term instruments, government securities and cash or cash-like instruments.

IAR Program. Strategies in this program carry the risks described above as a result of their investment in a mix of Funds that may include equity, fixed income, alternative strategies, as well as cash or cash equivalents.

General Investment Risks

Investing in securities involves risk of loss that clients should be prepared to bear. Set forth below are certain key investment risks associated with KoCAA' significant investment strategies and methods of analysis as well as with many of the investment techniques or instruments that may be used. Any of these following risks, among others, could affect performance or cause an investment to lose money or to underperform market averages. Potential investors should refer to the more detailed risk factors set forth in each Fund's Prospectus(es) and SAI or PPM and other governing documents, as applicable.

We do not guarantee the investment performance of any of the securities or investment instruments in any of our investment strategies. Past performance is not an indication of future results.

Catholic Values Investing. Because investments for the Funds and certain other client accounts are selected in part based upon religious criteria, the return on these investments may be lower or higher than investments based solely on fundamental security analysis. KoCAA considers the USCCB Guidelines in its investment process and may choose not to purchase, or may sell, otherwise profitable investments in companies which have been identified as being in conflict with the USCCB Guidelines. This means that the Funds and other client accounts may underperform other similar investments that do not consider the USCCB Guidelines when making investment decisions. In addition, there can be no guarantee that the activities of the companies identified by KoCAA' investment process will align (or be perceived to align) with the principles contained in the USCCB Guidelines. The process of screening out companies and maintaining the Restricted Securities List that is based on criteria set forth in the USCCB Guidelines relies in part on third-party information or data that may be inaccurate, unavailable or outdated, which could cause a Fund to inadvertently hold securities of companies that conflict with the USCCB Guidelines. For example, to the extent there are changes to the USCCB Guidelines, there could be a significant delay before the changes are fully incorporated into the screening process and reflected in the Restricted Securities List. This may cause a Fund to be invested for a period of time in companies that conflict with the USCCB Guidelines. Although each Fund's investment approach seeks to identify and screen out companies that are inconsistent with the USCCB Guidelines, investors may differ in their views of what companies fit within this category of investments. As a result, to the extent an investor intends to invest in a manner consistent with the investor's interpretation of the USCCB Guidelines, an investment in a Fund may fail to achieve such objective.

Company. The price of a given company's stock could decline or underperform for many reasons including, among others, poor management, financial problems, or business challenges. If a company declares bankruptcy or becomes insolvent, its stock could become worthless.

Convertible Securities. Convertible securities are securities that are convertible into or exercisable for common stock at a stated price or rate. Convertible securities are subject to the usual risks associated with debt securities, such as interest rate and credit risk. In addition, because convertible securities react to changes in the value of the stocks into which they convert, they are subject to market risk.

Credit Risk. The credit rating or financial condition of an issuer may affect the value of a fixed income security. Generally, the lower the credit quality of a security, the greater the perceived risk that the issuer will fail to pay interest fully and return principal in a timely manner. If an issuer defaults or becomes unable to honor its financial obligations, the security may lose some or all of its value.

Currency. To the extent that a client invests directly in foreign (non-U.S.) currencies or in securities denominated in or that trade in foreign currencies, it is subject to the risk that those currencies will decline in value relative to the U.S. dollar or, in the case of hedging positions, that the U.S. dollar will decline in value relative to the currency being hedged.

Derivative Instruments. Derivative instruments are subject to a number of risks, including the risk of changes in the market price of the underlying securities, credit risk with respect to the counterparty, and risk of loss due to changes in interest rates and liquidity risk. The use of certain derivatives may also have a leveraging effect which may increase volatility and reduce returns.

Emerging Market Investments. Investing in emerging market securities involve unique risks, such as exposure to economies less diverse and mature than that of U.S. or more established foreign markets. These markets are often in developing countries and tend to be more volatile and riskier than more established trading markets. Economic or political instability may cause larger price changes in emerging or frontier market securities than in securities of issuers based in more developed foreign countries. In addition, the instruments and investments of emerging markets often carry higher credit and/or company risks.

Foreign Investments. Investments in securities of foreign companies (including direct investments as well as investments through depositary receipts) can be more volatile than investments in U.S. companies. Diplomatic, political, or economic developments, including nationalization or appropriation, could affect investments in foreign companies. Foreign securities markets generally have less trading volume and less liquidity than U.S. markets. In addition, the value of securities denominated in foreign currencies, and of dividends from such securities, can change significantly when foreign currencies strengthen or weaken relative to the U.S. dollar. Financial statements of foreign issuers are governed by different accounting, auditing, and financial reporting standards than the financial statements of U.S. issuers and may be less transparent and uniform than in the United States. Thus, there may be less information publicly available about foreign issuers than about most U.S. issuers. Transaction costs are generally higher than those in the United States and expenses for custodial arrangements of foreign securities may be somewhat greater than typical expenses for custodial arrangements of similar U.S. securities. Some foreign governments levy withholding taxes against dividend and interest income. Although in some countries a portion of these taxes are recoverable, the non-recovered portion will reduce the income received from the securities comprising a client's portfolio. These risks may be heightened with respect to emerging market countries since political turmoil and rapid changes in economic conditions are more likely to occur in these countries.

Certain foreign countries have experienced outbreaks of infectious illnesses and may be subject to other public health threats, infectious illnesses, diseases or similar issues in the future. Any spread of an infectious illness, public health threat or similar issue could reduce consumer demand or economic output, result in market closures, travel restrictions or quarantines, and generally have a significant impact on the economies of the affected country and other countries with which it does business, which in turn could adversely affect a client's investments in that country and other affected countries.

Government Securities Risk. KoCAA may invest in securities issued or guaranteed by the U.S. government or its agencies and instrumentalities. U.S. government securities are subject to market risk, interest rate risk and credit risk. Securities that are backed by the full faith and credit of the United States are guaranteed only as to the timely payment of interest and principal when held to maturity and the market prices for such securities will fluctuate. Notwithstanding that these securities are backed by the full faith and credit of the United States, circumstances could arise that would prevent the payment of interest or principal. This would result in losses to a client's investment. Securities issued or guaranteed by U.S. government related organizations are not backed by the full faith and credit of the U.S. government and no assurance can be given that the U.S. government will provide financial support. Therefore, U.S. government related organizations may not have the funds to meet their payment obligations in the future. U.S. government securities include zero coupon securities, which tend to be subject to greater market risk than interest-paying securities of similar maturities.

Interest Rate Risk. Interest rates may change due to a variety of factors, and the change may be sudden and significant, with unpredictable impacts on the financial markets and a client's investments. During periods of rising interest rates, the values of outstanding fixed income securities generally decrease. Moreover, while securities with longer maturities tend to produce higher yields, the prices of longer maturity securities are also subject to greater market value fluctuations due to changes in interest rates. During periods of falling interest rates, certain debt obligations with high interest rates may be prepaid (or "called") by the issuer prior to maturity, and during periods of rising interest rates, certain debt obligations with low interest rates may be extended beyond maturity. A rise in interest rates may also increase volatility and reduce liquidity in the fixed income markets, and result in a decline in the value of the fixed income investments held. In addition, reductions in dealer market-making capacity due to structural or regulatory changes could further decrease liquidity and/or increase volatility in the fixed income markets. Very low or negative interest rates may prevent an investment from generating positive returns and may increase the risk that if followed by rising interest rates the investment's performance will be negatively impacted.

Liquidity. If a security is classified as illiquid, KoCAA (or the applicable Sub-Advisor) might be unable to sell the security at a time when desired, and the security could have the effect of decreasing the overall level of a Fund's liquidity.

Further, the lack of an established secondary market may make it more difficult to value illiquid securities, which could vary from the amount realized upon disposition. KoCAA may make investments that become less liquid in response to market developments or adverse investor perception. A client could lose money if it cannot sell a security at the time and price that would be most beneficial to it.

Market. Stock prices are volatile and are affected by the real or perceived impacts, including the possibility that the markets will go down sharply and unpredictably. The value of a security or other asset may decline due to changes in general market conditions, economic trends or events that are not specifically related to the issuer of the security or other asset, or factors that affect a particular issuer or issuers, exchange, country, group of countries, region, market, industry, group of industries, sector or asset class. Local, regional or global events such as war, acts of terrorism, the spread of infectious illness or other public health issue, recessions, or other events could have a significant impact on some or all of the companies in your portfolio. The stock market tends to be cyclical, with periods when stock prices generally rise and periods when stock prices generally decline. Any given stock market segment may remain out of favor with investors for a short or long period of time, and stocks as an asset class may underperform bonds or other asset classes during some periods.

Market Capitalization. Stocks fall into three broad market capitalization categories–large, mid and small. Investing primarily in one category carries the risk that, due to current market conditions, that category may be out of favor with investors. If valuations of large-capitalization companies appear to be greatly out of proportion to the valuations of mid- or small-capitalization companies, investors may migrate to the stock of mid- and small-sized companies causing an investment in these companies to increase in value more rapidly than an investment in larger, fully valued companies. Investing in mid- and small-capitalization companies may be subject to special risks associated with narrower product lines, more limited financial resources, smaller management groups, and a more limited trading market for their stock as compared with larger companies. As a result, stock of mid- and small-capitalization companies may decline significantly in market downturns.

Investment Strategy Risks. In addition to the risks involved with various instruments and markets noted above, various investment strategies also may entail unique risks. Several of these are set forth below. In all cases, a client should review applicable offering documents and/or other materials, which will generally have more detailed information about relevant risks.

Alternatives. Alternative investment strategies may present risks such as risks relating to market, volatility, leverage, liquidity, and counterparty creditworthiness, among others.

Equities. Equity securities include public and privately issued equity securities, common and preferred stocks, warrants, rights to subscribe to common stock, convertible securities, depositary receipts and shares of real estate investment trusts ("REITs"). Common stock represents an equity or ownership interest in an issuer. Preferred stock provides a fixed dividend that is paid before any dividends are paid to common stockholders, and which takes precedence over common stock in the event of a liquidation. Like common stock, preferred stocks represent partial ownership in a company, although preferred stock shareholders do not enjoy any of the voting rights of common stockholders. Also, unlike common stock, a preferred stock pays a fixed dividend that does not fluctuate, although the company does not have to pay this dividend if it lacks the financial ability to do so. Investments in equity securities in general are subject to market risks that may cause their prices to fluctuate over time, sometimes rapidly or unpredictability. The value of securities convertible into equity securities, such as warrants or convertible debt, is also affected by prevailing interest rates, the credit quality of the issuer and any call provision.

Emerging Markets. KoCAA has Funds and accounts that invest in emerging market debt or equity. Investing in emerging market securities involve unique risks, such as exposure to economies less diverse and mature than that of U.S. or more established foreign markets. These markets are often in developing countries and tend to be more volatile and riskier than more established trading markets. Economic or political instability may cause larger price changes in emerging or frontier market securities than in securities of issuers based in more developed foreign countries. In addition, the instruments and investments of emerging markets often carry higher credit and/or company risks.

Fixed Income. Fixed income securities are subject to certain risks such as credit risk, interest rate risk, prepayment and extension risk, liquidity risk, among others. When interest rates rise, the price of fixed income securities generally decline. Securities with longer maturities and lower credit ratings are generally more sensitive to interest rate changes than shorter-term, higher-grade securities. Despite KoCAA' opinion of the intrinsic value of a company, the price of that security may decline.

Mortgage-Backed and Asset-Backed Securities. Some strategies employ mortgage-backed securities, which are fixed income securities representing an interest in a pool of underlying mortgage loans. Mortgage-backed securities are sensitive to changes in interest rates but may respond to these changes differently from other fixed income securities due to the possibility of prepayment of the underlying mortgage loans. As a result, it may not be possible to determine in advance the actual maturity date or average life of a mortgage-backed security. Rising interest rates tend to discourage re-financings, with the result that the average life and volatility of the security will increase, exacerbating its decrease in market price. When interest rates fall, however, mortgage-backed securities may not gain as much in market value because of the expectation of additional mortgage prepayments, which must be reinvested at lower interest rates.

Asset-backed securities are securities backed by non-mortgage assets such as company receivables, truck and auto loans, leases, and credit card receivables. Asset-backed securities may be issued as pass-through certificates, which represent undivided fractional ownership interests in the underlying pools of assets. Therefore, repayment depends largely on the cash flows generated by the assets backing the securities. Asset-backed securities entail prepayment risk, which may vary depending on the type of asset, but is generally less than the prepayment risk associated with mortgage-backed securities. Asset-backed securities present credit risks that are not presented by mortgage-backed securities because asset-backed securities generally do not have the benefit of a security interest in collateral that is comparable in quality to mortgage assets. If the issuer of an asset-backed security defaults on its payment obligations, there is the possibility that, in some cases, a client account will be unable to possess and sell the underlying collateral and that the account's recoveries on repossessed collateral may not be available to support payments on the security. In the event of a default, a client account may suffer a loss if it cannot sell collateral quickly and receive the amount it is owed.

Real Estate. Various KoCAA strategies concentrate in real estate investments and may employ Sub-Advisors, including RGREA. Real estate markets tend to be less liquid than other markets and tend to have more subjectivity in valuation. In addition, real estate investments can be especially prone to regional or general economic cycles. Securities of companies principally engaged in the real estate sector may be subject to the risks associated with the direct ownership of real estate. Risks commonly associated with the direct ownership of real estate include (1) changes in general economic and market conditions; (2) changes in the value of real estate properties; (3) risks related to local economic conditions, overbuilding and increased competition; (4) increases in property taxes and operating expenses; (5) changes in zoning laws; (6) casualty and condemnation losses; (7) variations in rental income, neighborhood values or the appeal of property to tenants; (8) the availability of financing; and (9) changes in interest rates and quality of credit extended. In addition, the performance of the economy in each of the regions and countries in which the real estate owned by a company is located affects occupancy, market rental rates and expenses and, consequently, has an impact on the income from such properties and their underlying values. Some real estate companies have limited diversification because they invest in a limited number of properties, a narrow geographic area, or a single type of property. Moreover, certain real estate investments may be illiquid and, therefore, the ability of real estate companies to reposition their portfolios promptly in response to changes in economic or other conditions is limited.

Leverage/Short Sales. Certain of the Funds may incur leverage in their investment program, whether directly through the use of borrowed funds, or indirectly through investment in certain types of financial instruments with inherent leverage, such as puts, calls and warrants, which may be purchased for a fraction of the price of the underlying securities while giving the purchaser the full benefit of movement in the market of those underlying securities. While such strategies and techniques increase the opportunity to achieve higher returns on the amounts invested, they also increase the risk of loss. To the extent a client account purchases securities with borrowed funds, its net assets would tend to increase or decrease at a greater rate than if borrowed funds were not used.

Options and Other Derivative Instruments. Certain of the Funds may use options and derivative instruments, including buying and writing puts and calls on some of the securities held by a Fund in an attempt to supplement income derived from those securities. The prices of many derivative instruments, including many options and swaps, are highly volatile. The value of options and swap agreements depend primarily upon the price of the securities, indexes, commodities, currencies or other instruments underlying them. Price movements of options contracts and payments pursuant to swap agreements are also influenced by, among other things, interest rates, changing supply and demand relationships, trade, fiscal, monetary and exchange control programs and policies of governments, and national and international political and economic events and policies. Clients may also be subject to the risk of the failure of any of the exchanges on which its positions trade or of their clearinghouses or of counterparties. The cost of options is related, in part, to the degree of volatility of the underlying securities, currencies or other assets. Accordingly, options on highly volatile securities, currencies or other assets may be more expensive than options on other investments. Purchasing and writing put and call options and, in particular, writing "uncovered" options are highly specialized activities and entail greater than ordinary investment risks. Note that it is not the KoCAA' current practice to engage in writing uncovered options. Swaps and certain options and other custom instruments are subject to the risk of non-performance by the counterparty, including risks relating to the financial soundness and creditworthiness of the counterparty.

Financial Models. KoCAA and certain Sub-Advisors, including L2, may rely on certain proprietary and standard financial models to assess risk. Financial models attempt to account for risk and uncertainty. Despite their mathematical sophistication, at best they provide an oversimplification of reality and rely on data or models that may be incomplete or inaccurate. Moreover, incomplete or inaccurate data inputted into a Sub-Advisor's financial models is likely to compromise the models' integrity and generate inaccurate trading signals. The complex reality of the financial world, however, is not and cannot be reflected in a mathematical model. In the universe of finance, the behavior of individuals determines the value of individual financial instruments, and behavior can, and in crises, frequently does, change.

Additional information about KoCAA' strategies, methods of analysis and the risks of investing in each Fund may be found in the Fund's Prospectus(es) and SAI or PPM and other governing documents, as applicable.

Pandemics and COVID-19. Occurrences of epidemics or pandemics, depending on their scale, may cause different degrees of damage to global, national and local economies. COVID-19 resulted in a significant reduction in commercial activity on a global scale that adversely impacted many businesses. Governments, on the national, local and state level, instituted a variety of measures including lockdowns, quarantines and states of emergencies, which slowed the global economy. The ultimate impact of the COVID-19 outbreak has been difficult to predict, but it is likely that COVID-19 will continue to have a materially adverse impact on global, national and local economies. In particular, disruptions to commercial activity across economies due to the imposition of quarantines, remote working policies, "social distancing" practices and travel restrictions, and/or failures to contain the outbreak despite these measures, could materially and adversely impact the Funds' investments. Similar disruptions may occur in respect of the Firm and the Funds' service providers and counterparties (including providers of financing), which could also negatively impact the Funds. Such disruption could adversely affect the Funds' returns, operating results and financial condition. Such continued disruption could adversely affect the Fund's returns, operating results and financial condition.

The full economic fallout from this world health crisis may not be known for years. In the meantime, global equity, bond and credit markets have been, and will likely continue to be, impacted in some form. The foregoing risks, specifically, and the COVID-19 pandemic, generally, may have a significant and long-lasting impact upon the performance of the Funds' investments, as well as the business operations and financial condition of KoCAA and the applicable general partner, although the ultimate impact is currently unknown and may not be known for months or years.

Geopolitical Market and Credit Risks Generally and in Connection with the Russia/Ukraine Conflict. Russia launched a large-scale invasion of Ukraine in February 2022. The extent and duration of the military action, resulting sanctions and future market disruptions, including declines in stock markets and the value of the ruble against the U.S. dollar, are impossible to predict but could be significant and may adversely impact the Funds. Our business has been and could continue to be adversely affected directly or indirectly by: economic and political changes in the global markets regarding inflation rates, recessions, trade restrictions, tariff increases or potential new tariffs; foreign ownership restrictions and economic embargoes imposed by the United States or any of the foreign countries in which we do business; changes in laws, taxation, and regulations and the interpretation and application of these laws, taxes, and regulations; restrictions imposed by the U.S. government or foreign governments through exchange controls or taxation policy; nationalization or expropriation of property, undeveloped property rights, and legal systems or political instability; other governmental actions; and other external factors over which we have no control.

Economic and political conditions within the United States and foreign jurisdictions or strained relations between countries could result in fluctuations in demand, price volatility, loss of property, state sponsored cyberattacks, supply chain disruptions, or other disruptions. An open conflict or war across any region significant to our business could result in plant closures, employee displacement, and an inability to obtain key supplies and materials. Our investments are subject to risks of changes in market values. Periods of macroeconomic weakness or recession, heightened volatility or disruption in the financial and credit markets could increase these risks, potentially resulting in other-than-temporary impairment of assets in our investment portfolio.

The impact of geopolitical tension, such as a deterioration in the bilateral relationship between the United States and Russia, the United States and China or the conflict between Russia and Ukraine, including the resulting sanctions, export controls or other restrictive actions that have been or may be imposed by the United States and/or other countries against governmental or other entities in, for example, Russia, also could lead to disruption, instability and volatility in the global markets, which could have a negative impact on our investments across negatively impacted sectors or geographies.

Cyber Attacks. As with any entity that conducts business through electronic means in the modern marketplace, KoCAA, the Sub-Advisors, the Funds, and their service providers, may be susceptible to operational and information security risks resulting from cyber-attacks. Cyber-attacks include, among other behaviors, stealing or corrupting data maintained online or digitally, denial of service attacks on websites, the unauthorized monitoring, release, misuse, loss, destruction or corruption of confidential information, unauthorized access to relevant systems, compromises to networks or devices that KoCAA, a Sub-Advisor, the Funds and their service providers use to service client accounts or the Funds' operations, operational disruption or failures in the physical infrastructure or operating systems that support KoCAA, a Sub-Advisor, the Funds and their service providers, or various other forms of cyber security breaches. Cyber-attacks affecting KoCAA, the Sub-Advisors, the Funds or their service providers may adversely impact the Funds and their shareholders, potentially resulting in, among other things, financial losses or the inability of Fund shareholders to transact business. KoCAA, the Sub-Advisor, the Funds or their service providers may also incur additional costs for cyber security risk management purposes designed to mitigate or prevent the risk of cyber-attacks. Such costs may be ongoing because threats of cyber-attacks are constantly evolving as cyber attackers become more sophisticated and their techniques become more complex. There can be no assurance that KoCAA, a Sub-Advisor, the Funds, and their service providers will not suffer losses relating to cyber-attacks or other information security breaches in the future. In addition, work-from-home arrangements by KoCAA, the Funds and their service providers could increase all of the above risks, create additional data and information accessibility concerns, and make KoCAA, Funds and their service providers susceptible to operational disruptions, any of which could adversely impact their operations.

Regulatory Risk. KoCAA and its affiliates operate in a heavily regulated environment. As an SEC-registered investment adviser, which does not imply a certain level of skill or training, KoCAA is subject to the requirements of the Advisers Act and the rules thereunder. In 2022 and 2023, the SEC proposed numerous amendments to the Advisers Act rules applicable to SEC-registered investment advisers, which are likely present a number of significant and burdensome compliance challenges for investment advisers.

These proposals include amendments to:

- Enhance certain private fund reporting on Form PF;
- Create a specific framework for due diligence and recordkeeping requirements applicable to the oversight of service providers;
- Require adoption of an incident response program under Regulation S-P to safeguard customer records and information and to notify affected individuals whose sensitive information has been accessed or used without authorization;
- Implement enhanced cybersecurity safeguards, including (i) the adoption of certain policies and procedures, (ii) reporting significant cybersecurity incidents to the SEC, (iii) disclosure of cybersecurity risks and incidents to clients and prospects and (iv) maintenance of related records;
- Substantially expand private fund reporting including (i) new prohibitions on certain conflicted activities (including the charging of certain fees and expenses such as accelerated monitoring fees and the non pro rata allocation of broken deal expenses), (ii) new prohibitions on preferential treatment relating to redemptions and fund and investment information and increased transparency on other types of preferential treatment, (iii) new quarterly statements to investors on performance, fees and expenses, and adviser and related person compensation, (iv) enhanced annual audit requirements, and (v) new requirements relating to adviser-led secondary transactions (including a requirement to obtain a fairness opinion);

- Introduce expansive requirements to address and enhance investor disclosure practices, and related policies and procedures, regarding Environmental, Social and Governance ("ESG") investment considerations and objectives;

- Transform Rule 206(4)-2 (the "Custody Rule") under the Advisers Act into a new Rule 223-1 (the "Safeguarding Rule"), which would, if adopted as proposed, profoundly broaden the requirements;

Additionally, the new Advisers Act Rule 206(4)-1 (the "Marketing Rule"), which includes extensive changes to marketing requirements for registered advisers, took effect November 4, 2022.

Any failure to comply with the Marketing Rule and any of the other proposed requirements described herein as may be finally adopted could expose KoCAA and/or its affiliates to civil and/or criminal liability, as well as reputational damage, which could adversely affect the Funds.

Potential Emerging Banking Crisis. Inflation, and resulting rapid increases in interest rates, have led to a decline in the trading values of previously issued government securities with interest rates below current market interest rates. Certain financial institutions holding significant positions in these government securities have accumulated substantial unrealized losses, which has impaired or could impair the ability of such institutions to meet customer and other liquidity needs. One such financial institution was Silicon Valley Bank ("SVB"), which faced the prospect of a possible "run on the bank" as depositors became concerned about the solvency of the bank and the ability of depositors to access their funds. SVB's position became increasingly untenable and, on March 10, 2023, regulators shut down SVB and placed it in receivership under the Federal Deposit Insurance Corporation ("FDIC"). Shortly thereafter, Signature Bank was also placed in FDIC receivership. Market concern about the SVB and Signature Bank situations, as well as the risks posed to other similar-profile banks, created the potential for a domino effect across the U.S. banking sector, which was confronting its most significant set of challenges since the 2008 financial crisis.

In an effort to stabilize this deteriorating situation, the FDIC, in conjunction with the U.S. Department of Treasury and the Federal Reserve Board, announced: (i) a program to provide financial institutions up to $25 billion of loans secured by certain government securities held by SVB and similarly situated banks to mitigate the risk of potential losses on the sale of such government securities; and (ii) that SVB deposit accounts would be fully insured, with FDIC insurance extended beyond the existing $250,000 FDIC insured limit. Despite these efforts, concerns about the overall financial health and stability of the U.S. banking sector remains high, with many bank stocks trading at significantly lower prices than they did before the crisis began. Further governmental intervention may be required to stabilize the U.S. banking sector in the future if additional U.S. banks, particularly larger banks, appear to be at a risk of failure; it is unclear, however, whether the government would intervene in such circumstances and, if it did, whether such governmental intervention would be sufficient to forestall a full-blown banking crisis. It is also possible that further government intervention could result in other unforeseen adverse impacts on the economy over the short or long term. At the same time, global markets are being adversely impacted by the financial uncertainties surrounding Credit Suisse, which uncertainties have prompted the Swiss Central Bank's agreement to loan Credit Suisse up to 50 billion francs and has resulted in UBS agreeing to acquire Credit Suisse.

Even if, ultimately, market concerns about the financial health and stability of U.S. and global banking sectors are successfully addressed, many observers believe that the risk of a recession occurring in the U.S., and perhaps in other major global economies, has increased because of the recent events in the banking sector. Relatedly, these events may prompt the Federal Reserve Board and other central banking authorities to slow down the pace of future increases in benchmark interest rates, which could make it more difficult for the U.S. and other governments to mitigate inflationary pressures in the economy and contribute to a period of higher inflation.

The events described above present several potential risks including to: (i) investment advisers, general partners and their related entities, (ii) the funds which they manage, (iii) fund limited partners; (iv) the portfolio companies in which funds make and hold investments; and (v) founders and senior management teams of portfolio companies. Certain of these risks are described in more detail below but other risks may arise in the future as events unfold. In evaluating such risks in the context of a rapidly evolving situation like this one, one should assume that circumstances may change in ways that are not necessarily predictable, and that conditions may deteriorate. Any of the risks described below, or other risks not described, if realized, could have a material adverse effect on the liquidity, current and/or projected business operations, financial condition and/or performance results, as applicable, for any of KoCAA or its related parties, a Fund and/or the portfolio investments.

ITEM 9 - DISCIPLINARY INFORMATION

KoCAA has no disciplinary information to disclose.

ITEM 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

In addition to Knights of Columbus, KoCAA is affiliated the following entities in the financial services industry, each of which serves as a general partner to one of the Funds:

- Knights of Columbus Long/Short Equity Fund GP, LLC
- Knights of Columbus Private Credit Fund GP LLC
- Knights of Columbus Commingled Fund Manager LLC

Each of the above entities operates under the supervision and compliance program of KoCAA.

Neither KoCAA nor any of its management persons have registered, or have an application pending to register, as a broker-dealer or as a registered representative of a broker-dealer. Certain employees of KoCAA are registered representatives of Vigilant Distributors, LLC, for purposes of supporting the marketing and distribution efforts of the Mutual Funds, Private Commingled Funds and the Private Credit Fund.

Neither KoCAA nor any of its management persons are registered, or has an application pending to register, as a futures commissions merchant, commodity pool operator or commodity trading advisor, or as an associated person of any such entity.

Investment Companies: KoCAA serves as investment adviser to the Mutual Funds, which are a series of The Advisors' Inner Circle Fund III, a Delaware statutory trust registered under the Investment Company Act.

KoCAA serves as Investment Sub-Advisor to the ETF which is a part of the SHP ETF Trust, which is a Delaware statutory trust registered under the Investment Company Act. For the sake of clarity, it should be noted that the Mutual Funds and the ETF are separate and unrelated relationships.

Manager-of-Managers: As discussed in Item 4 above, for certain of the Funds, KoCAA functions as a manager-of-managers, meaning that KoCAA hires Sub-Advisors to perform asset management services in a Sub-Advisory capacity for the Funds. Except regarding L2 as described below, KoCAA does not recommend or select other investment advisers for its clients that pay compensation directly or indirectly to KoCAA. Any recommendation by KoCAA to hire or change a Sub-Advisor for a Fund is subject to the approval of the Board of Trustees and shareholders of the applicable Mutual Fund or similar governing body for a Private Commingled Fund. Any Sub-Advisor may be terminated by the Board of Trustees or shareholders of the applicable Mutual Fund or, in the case of the Private Commingled Funds, the Private Credit Fund and the Private Long/Short Fund, by KoCAA or an affiliate, as applicable.

RGREA has been engaged as a Sub-Advisor to Knights of Columbus Real Estate Fund.

L2 has been engaged as a Sub-Advisor to the Knights of Columbus Long/Short Equity Fund, the Knights of Columbus U.S. All Cap Index Fund and the Private Long/Short Fund. KoCAA is entitled to a share of the revenue generated by L2 in connection with providing services as an investment adviser to the private funds it advises, including with respect to the Private Long/Short Fund.

Sponsor of Funds Managed by Third Party Advisers: As discussed above, KoCAA serves as manager to the general partner of the Private Credit Fund. Audax, a third-party adviser, manages the investment portfolio of the Private Credit Fund, subject to oversight by the Private Credit Fund's general partner. KoCAA does not receive any fees from Audax. Rather, Audax is entitled to a portion of the PC Fund Management Fees payable to the general partner by the Private Credit Fund pursuant to an investment management agreement between the Private Credit Fund, Audax, and the general partner of the Private Credit Fund.

Insurance Companies: Knights of Columbus, a not-for-profit fraternal benefit society and the parent company of KoCAA, is licensed to conduct business in the United States (all fifty states, the District of Columbia, Puerto Rico, Guam, and the U.S. Virgin Islands) and Canada (ten provinces and two territories). Product offerings are limited to individual life, annuity, disability income insurance, and long-term care insurance. The Society does not offer equity-based insurance products, nor does it offer group coverage. The IARs engage in the sale of such insurance products as independent agents of Knights of Columbus.

Knights of Columbus also makes loans to certain organizations that are part of and/or affiliated with the Roman Catholic Church (examples of loan recipients include diocese, parishes, religious orders, seminaries and schools). The loans include secured and unsecured loans and certain loans are made through Knights of Columbus's Church Loan program.

Donor Advised Fund: KoCAA serves as the investment adviser to Knights of Columbus Charitable Fund ("KCCF"), an independent, nonprofit, public charity with a donor-advised fund ("DAF") program. A DAF is an IRS-approved philanthropic vehicle established as a public charity. Various entities affiliated with Knights of Columbus provide certain investment management and administrative services to KCCF. KoCAA serves as the investment adviser to KCCF, and the assets of KCCF are typically invested in the Funds. The value of an invested donation will fluctuate over time and may gain or lose money. IARs receive compensation in connection with clients who wish to invest in KCCF through the IAR Program.

Other: Certain supervised persons (as defined under the Advisers Act) of KoCAA assist in managing the portfolios of a foundation and the pension plan sponsored by Knights of Columbus.

ITEM 11 - CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

KoCAA is committed to providing investment guidance to clients in a manner that puts the clients' interests first. In accordance with applicable federal securities laws, KoCAA has adopted a Code of Ethics (the "Code") describing the duties of its employees in connection with personal trading and participation in client transactions and setting out the standards of business conduct required of KoCAA personnel, reflecting our fiduciary obligations and requiring compliance with applicable federal securities laws.

The Code governs personal securities transactions by "access persons" (i.e., a KoCAA employee who has access to nonpublic information regarding the portfolio holdings of one or more of our funds or who is involved in making securities recommendations to clients or has access to nonpublic recommendations) and helps prevent the interests of access persons from conflicting with the interests of KoCAA' clients. The Code governs personal transactions in non-exempt reportable securities with the intent of preventing access persons from effecting transactions in non-exempt reportable securities for their own account, or for the accounts in which they have a beneficial interest or control where such securities have been purchased or sold the same day for a client account. All access persons must request pre-clearance in order to make personal securities transactions in certain reportable securities, including shares offered in an initial public offering. Further, all access persons must certify to quarterly reports of their personal transactions within 30 days of the end of each calendar quarter (or, in the alternative, the access person may have his/her KoCAA-approved broker provide confirmations or periodic statements to KoCAA Compliance).

From time to time, employees and principals of KoCAA or any other related persons may have interests in securities owned by or recommended to KoCAA' advisory clients (or securities related to those securities). As these situations may represent a potential conflict of interest (possibly encouraging advisory personnel to put their economic interests ahead of KoCAA' clients), KoCAA has adopted procedures described above relating to personal securities transactions and insider trading, which are designed to mitigate these potential conflicts.

KoCAA may serve as the investment manager to other client accounts, as well as the Funds. KoCAA may give advice and take action with respect to any Funds or accounts they manage, or for their own account, that may differ from action taken by them on behalf of other Funds or client accounts. KoCAA is not obligated to recommend, buy or sell, or to refrain from recommending, buying or selling, any security that it or its access persons may buy or sell for their own accounts or for the accounts of their clients. KoCAA is not obligated to refrain from investing in securities held by Funds or accounts that they manage, except to the extent that such investments violate the Code or the policies or procedures of the Mutual Funds or other firm wide policy (e.g., insider trading policy).

KoCAA generally intends to avoid any transaction that constitutes a "principal transaction" within the meaning of Section 206(3) of the Advisers Act. In such a transaction, an adviser acts as principal for its own account with respect to the sale of a security to, or purchase of a security from, its client. If, however, KoCAA determines such a transaction is in the best interests of a client, KoCAA may enter into such transaction provided KoCAA has met the Advisers Act requirements with respect to such a transaction, including the relevant disclosure requirements and the requirement to obtain the informed consent of the client. Similarly, KoCAA generally intends to avoid cross-trades (i.e., transactions between client accounts). If, however, KoCAA determines such a transaction is in the best interests of all clients involved, KoCAA may enter into such transaction provided KoCAA has met the Advisers Act requirements with respect to such a transaction.

KoCAA has also adopted policies and procedures designed to help prevent insider trading. KoCAA and its related persons may, from time to time, come into possession of material nonpublic and other confidential information which, if disclosed, might affect an investor's decision to buy, sell or hold a security. KoCAA and its related persons are prohibited from improperly disclosing or using such information for their own personal benefit or for the benefit of any other person, regardless of whether such other person is a client of KoCAA. Accordingly, should such persons come into possession of material nonpublic or other confidential information with respect to any company, they are prohibited from communicating such information to, or using such information for their own benefit or the benefit of, their respective clients.

Any officer, director, elected manager or employee of KoCAA subject to the Code who fails to observe the Code and insider trading policy risks being subject to sanctions up to and including dismissal and personal liability.

A copy of the Code is available to any client or prospective client upon request by calling (617) 348-3174. In addition, KoCAA has policies in place that require all access persons and all supervised persons of KoCAA to comply with ethical restraints relating to, among other things, giving gifts to, and receiving gifts from, service providers.

ITEM 12 - BROKERAGE PRACTICES

In selecting broker-dealers to execute the purchase and sale of securities for clients, KoCAA seeks best execution reasonably available under the circumstances, taking into account the full range and quality of services offered by a broker-dealer, including, without limitation, such factors as price (including the applicable brokerage commission or dealer spread), execution capability, financial responsibility and responsiveness of the broker-dealer, and the brokerage and research services provided by the broker-dealer. The applicability and importance of specific factors will vary depending on the nature of the transaction, the market in which it occurs, and the number of broker-dealers that are capable of executing the transaction. KoCAA evaluates such factors as it considers to be relevant to seeking best execution at the time of each transaction. KoCAA periodically and systematically reviews the performance of the broker-dealers that execute its transactions in accordance with the Best Execution Policy adopted by the KoCAA and may employ third-party vendors to provide reports on broker-dealer executions.

With respect to client accounts (including any Funds) for which a Sub-Advisor has been engaged to directly manage the assets on a day-to-day basis, KoCAA will typically delegate responsibility for making determinations concerning the selection of broker-dealers to the Sub-Advisor. To the extent a Sub-Advisor has authority to select broker-dealers to execute the purchase and sale of securities for clients, the transactions will be subject to the brokerage practices utilized by the Sub-Advisor, which may include the use of soft dollar arrangements. KoCAA monitors the services performed by a Sub-Advisor in managing client accounts, which includes, among other things, reviewing the Sub-Advisor's policies and procedures relating to brokerage practices at least annually and monitoring the Sub-Advisor for adherence to such policies and procedures.

KoCAA has entered into soft dollar arrangements with a select number of broker-dealers. As a result of these soft dollar arrangements, a client may pay higher commissions than could be obtained from other broker-dealers if KoCAA determines in good faith that the commission is reasonable in relation to the value of any brokerage and research services provided within the "safe harbor" provided by Section 28(e) of the Securities Exchange Act of 1934. These types of research products and services typically assist investment advisers in terms of the adviser's overall investment responsibilities to the adviser's clients; however, each product or service received may not benefit all clients equally. The receipt of "soft dollar" benefits may create a conflict of interest by supplementing KoCAA' research at no cost to KoCAA or by providing an incentive for KoCAA to select or recommend a broker-dealer based upon its interest in receiving research products or services, rather than receiving the most favorable price available. To the extent KoCAA has delegated responsibility for making determinations concerning the selection of broker-dealers to a Sub-Advisor, the Sub-Advisor may enter into soft-dollar arrangements with broker-dealers.

KoCAA considers several of factors when placing orders for the purchase and sale and selecting brokers to effect these transactions, including, among others, the following:

- the total cost of execution services,
- the broker's ability to provide electronic transaction and communication services to the client and KoCAA,

- the efficiency with which the transactions are effected and competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc. and their willingness to negotiate them,

- the broker's ability to offer soft dollar credits toward research and services, the broker's ability to affect the transactions where a large block is involved, the availability of the broker to stand ready to execute possible difficult transactions in the future, and

- availability of direct proprietary research and other products and services that benefit KoCAA, as discussed below (see "Products and Services Available to KoCAA from brokers").

A higher commission is paid to a broker providing additional services such as the provision of research and other services (soft dollars), as more fully discussed below. Accordingly, transactions may not always be executed at the lowest possible commission cost, but commissions will generally be within the general range for that type of transaction.

Exceptions to our standard brokerage practices are transactions with respect to brokerage directed by the client known as "directed brokerage", as discussed more fully below, or with respect to a commission recapture program selected by the client are described in this paragraph.

KoCAA manages several accounts, some with similar or identical investment guidelines and some with different guidelines, that may trade in the same securities. Portfolio decisions with respect to purchases and sales of securities may be similar or different from client to client. We may, but need not, purchase or sell the same securities at the same time for various accounts and may in fact be selling a security for one account at the same time as we are purchasing the same security for another account. In making its investment decisions for each account, we will use our judgment on behalf of each client considering the investment guidelines for the account, the time horizon communicated by the client, and the cash position of the account and other factors. It is KoCAA' policy to allocate investment opportunities to the extent practicable to each account over time in a manner that we believe is fair and equitable to each client. See Item 6 above and Item 12 below for a further information regarding our allocation policy.

Sometimes, KoCAA may buy or sell a particular security on the same day for more than one client. KoCAA may, but need not, aggregate or "block" orders for accounts for which it has investment discretion, in circumstances in which we believe that batching will result in a more favorable overall execution. Where appropriate, KoCAA allocates such batched orders at the average price of the aggregated order. KoCAA may batch a client's trades with trades of other clients pursuant to an allocation process we consider fair and equitable to all clients over time. Generally, all accounts that participate in a block transaction will participate on a pro rata, percentage or other objective basis. Similarly, the costs of all non-account-specific commissions and transaction fees through executing broker-dealers will be charged to the advisory clients on a pro rata basis. KoCAA monitors allocation to help ensure that, in practice, no client account will be disfavored in comparison to any other client account over time.

For clients in the IAR Program, authorized transactions are made and executed by the custodian, ATC, pursuant to the client's agreement with ATC. If the transactions are executed through one or more third party intermediaries, ATC shall select the intermediary.

Your Custody and Brokerage Costs. In addition to other charges that a custodian may charge directly, a custodian is compensated by charging you commissions or other fees on the trades that it executes or that settle into your custodian/brokerage account. In addition to commissions, custodians/brokers may charge you a flat dollar amount as a "prime broker" or "trade away" fee for each trade that has been executed by a broker other than your custodian. These fees are in addition to the commissions or other fees you pay to the executing broker. Because of this, in order to minimize your trading costs, we have your custodian broker execute most trades for your account.

For clients in the IAR Program, custodial fees are included in the portion of the Platform Fee retained by AssetMark. However, the custodian, ATC, may charge you for additional services, such as for wiring of funds, providing additional account statements, or asset transfers, all in accordance with your agreement with ATC. In the event that you select a party other than ATC to custody Account Assets, additional fees may apply.

Products and Services Available to KoCAA From Custodians/Brokers. Certain brokers may provide KoCAA and our clients with access to their institutional brokerage – trading, custody, reporting and related services – many of which are not typically available to retail customers. Certain brokers also may make available various support services. Those services help KoCAA to manage and/or administer our clients' accounts. Such support services would generally be available on an unsolicited basis (meaning we do not have to request them) and at no charge to us as long as we continue to keep a specified minimum of our clients' assets in accounts at the custodian/broker. Below is a more detailed description of "support services" offered by custodians/brokers:

Services That Benefit You: Institutional brokerage may provide you access to a broad range of investment products, execution of securities transactions and custody of assets. The investment products available through institutional brokerage include some to which we might not otherwise have access or that would require potentially higher minimum initial investment by our clients.

Services that May Not Directly Benefit You. KoCAA may receive the benefit of access to products and services that benefit KoCAA but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both from the broker and from third parties. We may use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at the custodian/broker which supplied the research. In addition to investment research, certain custodian/brokers also make available software and other technology that:

- provides access to client account data (such as duplicate trade confirmations and account statements),
- facilitate trade execution and allocate aggregated trade orders for multiple client accounts,
- provide pricing or other market data,
- facilitate payment of our fees from clients' accounts, and

- assist with back-office functions, record keeping and client reporting.

Services That Generally Benefit Only Knights of Columbus Advisors. KoCAA may be offered other services intended to help us manage and further develop our business enterprise. These services include:

- educational conferences and events,
- technology, compliance, legal and business consulting,
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants and insurance providers.

Some of the services may be provided by the broker itself or through entities owned, directly or indirectly, by the broker. In other cases, the broker may arrange for third-party vendors to provide the services to us. Custodians/brokers may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. We may also receive other benefits such as occasional business entertainment of our personnel.

Our Interest in Broker Services. The availability of these services from brokers benefits us because we do not have to produce or purchase them. We do not have to pay for the brokers' services as long as we keep a minimum of client assets in accounts held at the custodian/broker. The minimum, therefore, will give us an incentive to recommend certain custodian/brokers to maintain your account based on our interest in receiving the services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of these brokers as custodian and broker is the best interests of our clients. It is primarily supported by the scope, quality and price of the broker's services and not the services that only benefit us. In many cases, there are significant client assets already custodied at the broker and the minimums are therefore not an issue.

Soft Dollars. KoCAA has entered into arrangements with selected brokers that provide research products or services in accordance with Section 28(e) of the Securities Exchange Act ("Soft Dollars"). Soft Dollars is the term used to describe the use of client commissions for payment of research and services offered by a third party or a broker to an Adviser. Generally, the following types of research and services are purchased with Soft Dollars:

- Third party macro-economic research
- Proprietary research developed by brokerage firms
- Risk models and analytics
- Stock selection models
- Financial models
- Benchmark data
- Portfolio analytics

When KoCAA uses client transactions to obtain research and services that we would otherwise have to pay for at our own expense, there is an incentive for us to place a greater volume of transactions or pay higher commissions than would otherwise be the case. Typically, $0.01 to

$0.03 cents per share are added to the standard commission fee in order to pay for Soft Dollar research. This additional cost is paid by the client. We obtain most of the research and brokerage services through transactions executed for larger institutional clients for whom we exercise full brokerage discretion. We use the benefits of such research and services for all of our clients, not just the clients whose transactions generate the commissions which pay for the research and brokerage services.

KoCAA has engaged Westminster Research Associates, a FINRA registered broker dealer and subsidiary of Cowen, Inc. ("Westminster"), for commission aggregation and third-party research payment in association with our use of Soft Dollars. Commission aggregation allows us to seek best execution across a network of brokers while consolidating the administrative and reporting functions of the Soft Dollar payments with Westminster.

Where we receive a benefit from a service that is not considered "research" under Section 28(e), we calculate a "soft dollar allocation" the purpose of which is to calculate the cost of a service that may not be paid for with client commissions. In such instances, we will determine the portion of such brokerage and research not used in the investment decision-making process and will pay for such portion out of its own funds.

KoCAA may effect a step-out trade to a different broker for one of several reasons, including to direct a trade to a broker that we believe can provide the best net price and execution on a transaction or to direct a trade to a different broker as part of the modification of the terms of the trade.

In addition to third party research purchased with soft dollars, we also receive research developed by the brokerage firms with which we execute trades. Clients will pay a higher commission as a result of our receipt of proprietary research. Sometimes, the research that is received by us has not been requested and is delivered to us automatically and may not be used by the Portfolio Management team as a meaningful contributor to the investment research effort. The value of the proprietary research received is difficult to value as the brokers who provide the research typically do not provide us with a cost or value of the research received.

Client-Directed Brokerage Arrangements. Separately managed accounts may request that KoCAA use a specific broker. The use of a specific broker at the client's direction may cost the client more money because it may limit KoCAA' ability to achieve most favorable execution and negotiate commissions with other brokers on the client's behalf. KoCAA will review the quality of services and execution skills of the broker selected by the client and advise the client of any unsatisfactory results and may refuse to conduct business with that broker. A client for whom KoCAA uses a client-requested broker may pay higher brokerage commissions to that broker because KoCAA may not be able to aggregate orders to reduce transaction costs, or the client may receive less favorable prices. In addition, such clients may not have the opportunity to participate in initial public offerings, which are typically allocated among clients on a pro rata basis.

Allocation and Aggregation. KoCAA has adopted an Allocation and Aggregation of Investment Opportunities Among Client Accounts Policy and Procedures that permit it to aggregate or "bunch" orders being placed for execution at the same time for accounts of two or more clients where it believes this action is consistent with its duty to seek best execution and in the best interests of clients. This practice may enable KoCAA to obtain more favorable executions and/or net prices for the aggregated order. As previously noted, KoCAA seeks to ensure that it does not disfavor any client account over time, and each account that participates in an aggregated order will participate at the average share price for all transactions placed by KoCAA in that security on a given business day, with all transaction costs shared on a pro rata basis. Transactions will not be aggregated with respect to any client if the practice is prohibited by or inconsistent with that client's investment advisory agreement with KoCAA.

Wrap-Fee and Dual-Contract Executions. In evaluating Wrap-Fee arrangements, a client should recognize that brokerage commissions or the execution terms of transactions in the client's account are not negotiated by KoCAA. Securities transactions for accounts that are under a Wrap-Fee arrangement are effected "net", i.e. without commission, and a portion of the Wrap-Fee is generally considered as being in lieu of commissions. Trades are generally executed only with the broker-dealers with which the client has entered into the Wrap-Fee or all-inclusive Wrap-Fee arrangement; so that we may not be free to seek best price and execution by placing transactions with other broker-dealers with which we presently act under the client's Wrap-Fee arrangements. Accordingly, the client should consider whether the broker-dealer offering the Wrap-Fee program can provide adequate price and executions of transactions. For a description of commission arrangements for Wrap-Fee accounts, see the Form ADV for each respective "Wrap-Fee" program sponsor.

ITEM 13 - REVIEW OF ACCOUNTS

Individual accounts, asset allocation accounts and separately managed accounts are reviewed at least quarterly based upon the account's annual cycle and are evaluated in terms of account investment objectives and KoCAA' evolving economic and market outlook. During the review process, individual assets held in client accounts are reviewed and evaluated in terms of their ability to contribute to overall objectives.

For clients in the IAR Program, we regularly monitor the Custom Strategies and, at least annually, review your account and will rebalance it if we think it is necessary to better track the strategy you selected.

Additional reviews are triggered by any of the following: (1) changes in account investment objectives or guidelines, (2) changes in KoCAA' investment outlook and (3) changes related to individual assets held in the client account. The reviews are conducted by the applicable Portfolio Manager responsible for the account, as well as by the President and Chief Investment Officer.

Subject to individual client arrangements, KoCAA meets with individual clients or applicable governing bodies, such as the Mutual Funds' Board of Trustees, at least annually, and provides performance reports at least quarterly to all clients—written asset statements are provided to individual, asset allocation and separately managed accounts quarterly. Such statements include a listing of the individual assets by category, the par value or number of shares held, the cost, current market value, and estimated annual income. From time to time, KoCAA may provide reports to clients outlining its economic and investment outlook. Wrap-fee and dual-contract clients may not receive statements or reports from the KoCAA depending on the agreement terms the client has made separately with the third-party provider.

The Funds are generally reviewed weekly by the applicable Portfolio Manager or Sub-Advisor. A security may be sold when it appreciates and is no longer undervalued, when a company fails to achieve its expected results or when economic factors or competitive or other developments impair its intrinsic value.

ITEM 14 - CLIENT REFERRALS AND OTHER COMPENSATION

KoCAA may send corporate gifts and/or pay for meals and entertainment such as golfing and tickets to sporting events for clients and prospective Clients and individuals of firms that do business with KoCAA. The giving and receipt of gifts and other benefits are subject to limitations under KoCAA's Code of Ethics and FINRA regulations.

See Item 12 "Soft Dollars" above for a description of KoCAA's arrangements with certain brokers that provide investment research and related products and services to KoCAA in exchange for executing client brokerage transactions through that particular broker. KoCAA typically pays higher commissions as a result of using brokers who provide Soft Dollars research or other products and services. Soft Dollar research and services is one of many factors considered in arriving at an execution price for brokerage transactions. Please see Section 12 above for a full discussion of Soft Dollar practices and the types of research and services paid for with Soft Dollars.

ITEM 15 - CUSTODY

Although an independent qualified custodian has physical custody of the Funds' cash and certificated securities, KoCAA is deemed to have custody of the Funds' assets since one of its affiliates serves as each Fund's general partner and has the authority to dispose of the Fund's assets. To meet certain of its obligations under Advisers Act Rule 206(4)-2 (the "Custody Rule"), KoCAA arranges on an annual basis for each Fund's financial statements to be (1) prepared in accordance with U.S. generally accepted accounting principles ("GAAP"), (2) audited by an independent public accountant that meets the requirements of the Custody Rule and (3) distributed to all Fund investors within 120 days of the Fund's fiscal year end. Additionally, KoCAA accepts authority to deduct its investment advisory fee from certain separately managed accounts and client accounts in the IAR Program.

Clients are urged to compare the account statements they receive from the qualified custodian with the account statements they receive from KoCAA.

ITEM 16 - INVESTMENT DISCRETION

KoCAA has investment discretion with respect to the Funds under the terms of the advisory and management agreements, as applicable, with the Funds. Additionally, KoCAA may have investment discretion for certain other client accounts, including those using the IAA Service and clients participating in the IAR Program. Generally, KoCAA does not act in a discretionary capacity for those firms or entities, or their accounts, to whom KoCAA provides the Institutional Model Portfolio strategies. When KoCAA has investment discretion, it will typically have the full power to supervise and direct the investment of client accounts and to make and implement investment decisions, all without prior consultation with the client, in accordance with investment objectives, guidelines and parameters determined by the client or, in the case of the Funds, in accordance with the investment policies and limitations described in each Fund's Prospectus(es) and SAI or PPM and other governing documents, as applicable.

For clients in the IAR Program, we have full and complete discretion to manage, supervise, and direct the investment and re-investment of securities, cash, cash equivalents, and other assets in your account.

KoCAA, as manager of the general partner of the Private Credit Fund, has ultimate discretion over the Private Credit Fund's assets and has delegated investment discretion to Audax pursuant to an investment management agreement with Audax that the general partner may terminate in its sole discretion upon 90 days' prior written notice to Audax. Under the investment management agreement, Audax is appointed as discretionary investment manager to the Private Credit Fund with respect to all of its assets to invest, manage and administer such assets subject to and in accordance with the investment objectives, policies and procedures set forth in the Private Credit Fund's PPM and the restrictions set forth in the investment management agreement.

An affiliate of KoCAA, as the managing member of the Long/Short Fund GP, has ultimate discretion of the Private Long/Short Fund's and the Long/Short Feeder Fund's assets and has delegated investment discretion to L2 with respect to (1) the Private Long/Short Fund pursuant to an Investment Sub-Advisory Agreement by and among KoCAA, L2, the Private Long/Short Fund and the Long/Short Fund GP and (2) the Long/Short Feeder Fund pursuant an Investment Sub-Advisory Agreement by and among KoCAA, L2, the Long/Short Equity Feeder and the Long/Short Fund GP. Under the Investment Sub-Advisory Agreements, L2 is appointed as discretionary investment manager to the Private Long/Short Fund and the Long/Short Feeder Fund with respect to all of their respective assets to invest, manage and administer such assets subject to and in accordance with the investment objectives, policies and procedures set forth in the Private Long/Short Fund's and the Long/Short Feeder Fund's respective PPMs and the restrictions set forth in the Investment Sub-Advisory Agreements.

ITEM 17 - VOTING CLIENT SECURITIES

KoCAA will assume responsibility for voting proxies on behalf of Funds, when requested by a specific client, and with respect to clients subject to the Employee Retirement Income Security Act of 1974. Clients participating in the IAR program shall be responsible for voting proxies for securities held in their account. Absent an agreement otherwise, KoCAA shall have no responsibility to vote proxies for clients participating in the IAR program. KoCAA has developed proxy voting policy and procedures in accordance with Rule 206(4)-3 under the Advisers Act and has adopted policies and procedures reasonably designed to ensure that we vote, where applicable, client securities in the best interests of the client. Proxies shall be voted in accordance with any resolutions or other instructions communicated to KoCAA by a Client or its representatives. KoCAA may accept directions from Clients to vote proxies in a manner which may result in their proxies being voted in a manner which is different from that which other Clients over which full discretionary authority exists. Additionally, if a potential material conflict between the client and KoCAA is determined to exist, the proxy will be voted according to the recommendation of an independent third party. KoCAA may delegate its Proxy Voting responsibilities to a third party, provided that it retains final authority and fiduciary responsibility for proxy voting. With respect to select Knights of Columbus Funds, such authority will be delegated to the applicable Sub-Advisor for a Fund in accordance with the terms of the applicable investment advisory agreement including the guidelines.

A copy of KoCAA's proxy voting policies and procedures or information as to how proxies were voted for securities held in a client account will be provided to any current or prospective client upon request upon request to:

Knights of Columbus Asset Advisors, LLC
One Columbus Plaza, 19th Floor
New Haven, CT 06510-3326
Telephone: (617) 348-3174
Attn: Timothy Kirwan, Chief Compliance Officer

ITEM 18 - FINANCIAL INFORMATION

KoCAA has not been the subject of a bankruptcy petition at any time during the past ten years. KoCAA currently does not have any financial condition that is reasonably likely to impair its ability to meet its contractual commitments to its clients.

Form ADV Part 2B

Brochure Supplement

Knights of Columbus Asset Advisors LLC

One Columbus Plaza
New Haven, CT 06510-3326
(844) 493-4010
kofcassetadvisors.org

This brochure supplement provides information about our investment team that supplements the Knights of Columbus Asset Advisors LLC Brochure. You should have received a copy of that Brochure. Please contact Knights of Columbus Asset Advisors' Chief Compliance Officer at (617) 348-3174 if you did not receive Knights of Columbus Asset Advisors LLC's Brochure or if you have any questions about the contents of this supplement.

Date: March 31, 2023

The members of the investment team of Knights of Columbus Assets Advisors LLC ("Knights of Columbus Asset Advisors") are as follows:

Anthony V. Minopoli

Eric R. Eaton

James W. Gaul

Nicholas Gentile

David A. Hanna

Gilles A. Marchand

Douglas A. Riley

Item 2. Educational Background and Business Experience

Anthony V. Minopoli, born in 1968, joined Knights of Columbus in 2005 and is responsible for the day to day management of the Knight's General Account investment portfolio and mutual fund strategies. Mr. Minopoli is also responsible for overseeing the internal investment staff and the fixed income and preferred stock investment strategy. In his role as CIO, Mr. Minopoli provides oversight for the investment managers in the Knights' defined benefit pension plan, defined contribution plan and charitable assets, all of which are externally managed. Prior to joining Knights of Columbus, Mr. Minopoli spent 18 years at Evaluation Associates with the last 10 years in the role of Senior Consultant where he worked with a wide array of pension and foundation clients. Mr. Minopoli's community leadership includes board positions with the National Shrine of the Immaculate Conception, a religious order, multiple Catholic schools, and other community foundations. Mr. Minopoli received both his B.S. in Finance and his MBA from the University of Bridgeport and is a member of Beta Gamma Sigma, the honor society for collegiate schools of business.

Item 3. Disciplinary Information

As a registered investment adviser, Knights of Columbus Asset Advisors is required to disclose all material facts regarding any legal or disciplinary events that would materially affect an evaluation of the supervised persons described above or the integrity of their management. However, there is no disciplinary information to disclose for any of the supervised persons described above.

Item 4. Other Business Activities

Not applicable.

Item 5. Additional Compensation

Not applicable.

Item 6. Supervision

Knights of Columbus Asset Advisors has adopted a Code of Ethics that sets forth standards of ethical conduct and requires compliance with federal securities laws. The Code of Ethics requires that designated personnel report personal securities holdings and transactions and obtain preapproval of certain investments. Knights of Columbus Asset Advisors has also adopted an insider trading policy that restricts the use and communication of material nonpublic information. Knights of Columbus Asset Advisors will provide a copy of the Code of Ethics and insider trading policy to clients and prospective clients upon request. The fundamental position of Knights of Columbus Asset Advisors is that, in effecting personal securities transactions, personnel of Knights of Columbus Asset Advisors must place the interests of clients ahead of their own pecuniary interests at all times.

Clients with questions or concerns should contact Timothy Kirwan, Chief Compliance Officer of Knights of Columbus Asset Advisors, at (617) 348-3174.

Item 2. Educational Background and Business Experience

<u>Eric R. Eaton</u>, born in 1982, joined Knights of Columbus Asset Advisors in 2019 and is a Portfolio Manager. Prior to joining Knights of Columbus Asset Advisors, Mr. Eaton was a Portfolio Manager and Equity Analyst at Boston Advisors, LLC ("Boston Advisors"). Mr. Eaton earned a Master of Business Administration from Harvard Business School. He also holds an MS in Finance from Bentley University and a BA in Economics and Accounting from Gordon College. Mr. Eaton holds CFA designation and is a member of the CFA Society Boston and the CFA Institute. He also holds a CPA license in the state of Massachusetts.

Item 3. Disciplinary Information

As a registered investment adviser, Knights of Columbus Asset Advisors is required to disclose all material facts regarding any legal or disciplinary events that would materially affect an evaluation of the supervised persons described above or the integrity of their management. However, there is no disciplinary information to disclose for any of the supervised persons described above.

Item 4. Other Business Activities

Not applicable.

Item 5. Additional Compensation

Not applicable.

Item 6. Supervision

Knights of Columbus Asset Advisors has adopted a Code of Ethics that sets forth standards of ethical conduct and requires compliance with federal securities laws. The Code of Ethics requires that designated personnel report personal securities holdings and transactions and obtain preapproval of certain investments. Knights of Columbus Asset Advisors has also adopted an insider trading policy that restricts the use and communication of material nonpublic information. Knights of Columbus Asset Advisors will provide a copy of the Code of Ethics and insider trading policy to clients and prospective clients upon request. The fundamental position of Knights of Columbus Asset Advisors is that, in effecting personal securities transactions, personnel of Knights of Columbus Asset Advisors must place the interests of clients ahead of their own pecuniary interests at all times.

Clients with questions or concerns should contact Timothy Kirwan, Chief Compliance Officer of Knights of Columbus Asset Advisors, at (617) 348-3174.

Item 2. Educational Background and Business Experience

James W. Gaul, born in 1975, joined Knights of Columbus Asset Advisors in 2019 and is a Senior Portfolio Manager. Prior to joining Knights of Columbus Asset Advisors, Mr. Gaul was a Vice President and Portfolio Manager at Boston Advisors, providing equity and fixed income management services institutional clients. Prior to Boston Advisors, he was an institutional fixed income sales professional with Commerce Capital Markets, Inc. Prior to joining Commerce, he served various roles with Advest, Inc. including institutional fixed income sales, Public Finance Investment Banking and Internal Audit. Mr. Gaul earned a B.S. in Business Administration (Investments) from Babson College and a Master of Science in Investment Management from Boston University's Graduate School of Management. Mr. Gaul also holds the CFA designation.

Item 3. Disciplinary Information

As a registered investment adviser, Knights of Columbus Asset Advisors is required to disclose all material facts regarding any legal or disciplinary events that would materially affect an evaluation of the supervised persons described above or the integrity of their management. However, there is no disciplinary information to disclose for any of the supervised persons described above.

Item 4. Other Business Activities

Not applicable.

Item 5. Additional Compensation

Not applicable.

Item 6. Supervision

Knights of Columbus Asset Advisors has adopted a Code of Ethics that sets forth standards of ethical conduct and requires compliance with federal securities laws. The Code of Ethics requires that designated personnel report personal securities holdings and transactions and obtain preapproval of certain investments. Knights of Columbus Asset Advisors has also adopted an insider trading policy that restricts the use and communication of material nonpublic information. Knights of Columbus Asset Advisors will provide a copy of the Code of Ethics and insider trading policy to clients and prospective clients upon request. The fundamental position of Knights of Columbus Asset Advisors is that, in effecting personal securities transactions, personnel of Knights of Columbus Asset Advisors must place the interests of clients ahead of their own pecuniary interests at all times.

Clients with questions or concerns should contact Timothy Kirwan, Chief Compliance Officer of Knights of Columbus Asset Advisors, at (617) 348-3174.

Item 2. Educational Background and Business Experience

<u>Nicholas Gentile</u>, born in 1991, joined the Knights of Columbus in 2013 and was named Vice President, Fixed Income in 2022. His portfolio management responsibilities include the residential and commercial mortgage-backed, asset-backed, government and agency sectors. From 2019-2022, Mr. Gentile served as Senior Structured Trader with trading responsibilities for all sectors of the securitized products market. Prior to 2019, Mr. Gentile was an esoteric asset-backed securities analyst. Mr. Gentile received his BS in Business Administration with a concentration in Finance from Bryant University, graduating Summa Cum Laude in 2013. He was awarded his Chartered Financial Analyst ("CFA") charter in 2018 and is a member of the Hartford CFA Society.

Item 3. Disciplinary Information

As a registered investment adviser, Knights of Columbus Asset Advisors is required to disclose all material facts regarding any legal or disciplinary events that would materially affect an evaluation of the supervised persons described above or the integrity of their management. However, there is no disciplinary information to disclose for any of the supervised persons described above.

Item 4. Other Business Activities

Not applicable.

Item 5. Additional Compensation

Not applicable.

Item 6. Supervision

Knights of Columbus Asset Advisors has adopted a Code of Ethics that sets forth standards of ethical conduct and requires compliance with federal securities laws. The Code of Ethics requires that designated personnel report personal securities holdings and transactions and obtain preapproval of certain investments. Knights of Columbus Asset Advisors has also adopted an insider trading policy that restricts the use and communication of material nonpublic information. Knights of Columbus Asset Advisors will provide a copy of the Code of Ethics and insider trading policy to clients and prospective clients upon request. The fundamental position of Knights of Columbus Asset Advisors is that, in effecting personal securities transactions, personnel of Knights of Columbus Asset Advisors must place the interests of clients ahead of their own pecuniary interests at all times.

Clients with questions or concerns should contact Timothy Kirwan, Chief Compliance Officer of Knights of Columbus Asset Advisors, at (617) 348-3174.

Item 2. Educational Background and Business Experience

David A. Hanna, born in 1964, joined Knights of Columbus Asset Advisors in 2019 and is a Senior Portfolio Manager. Prior to joining Knights of Columbus Asset Advisors, Mr. Hanna was a Vice President and Portfolio Manager at Boston Advisors. Prior to Boston Advisors, he was a senior portfolio manager in the Global Hedge Fund Strategies Group of State Street Global Advisors and was with that firm in various roles from 1997 to 2005. Prior to joining SSgA, he was Vice President, Quantitative Analysis at Standish, Ayer & Wood from 1992-1997. Mr. Hanna earned a B.S. in Finance from the Pennsylvania State University in 1987. He also attended the Institute Universitaire de Technologie in Nice, France.

Item 3. Disciplinary Information

As a registered investment adviser, Knights of Columbus Asset Advisors is required to disclose all material facts regarding any legal or disciplinary events that would materially affect an evaluation of the supervised persons described above or the integrity of their management. However, there is no disciplinary information to disclose for any of the supervised persons described above.

Item 4. Other Business Activities

Not applicable.

Item 5. Additional Compensation

Not applicable.

Item 6. Supervision

Knights of Columbus Asset Advisors has adopted a Code of Ethics that sets forth standards of ethical conduct and requires compliance with federal securities laws. The Code of Ethics requires that designated personnel report personal securities holdings and transactions and obtain preapproval of certain investments. Knights of Columbus Asset Advisors has also adopted an insider trading policy that restricts the use and communication of material nonpublic information. Knights of Columbus Asset Advisors will provide a copy of the Code of Ethics and insider trading policy to clients and prospective clients upon request. The fundamental position of Knights of Columbus Asset Advisors is that, in effecting personal securities transactions, personnel of Knights of Columbus Asset Advisors must place the interests of clients ahead of their own pecuniary interests at all times.

Clients with questions or concerns should contact Timothy Kirwan, Chief Compliance Officer of Knights of Columbus Asset Advisors, at (617) 348-3174.

Item 2. Educational Background and Business Experience

Gilles A. Marchand, born in 1964, has been the Portfolio Manager of Credit Investments for the Knights of Columbus since March 2010. Prior to this, he was the Chief Investment Officer for Global Plus Investment Management ("GPIM") from 2007 until he joined the Knights of Columbus. Before GPIM, Mr. Marchand founded the high yield group at Aladdin Capital in 2001 and was the senior portfolio manager responsible for managing nine CLO funds and three open ended funds with over $4 billion in assets under management. From 1996-2000, Mr. Marchand co-managed ten high yield mutual funds and a CLO for Merrill Lynch Asset Management aggregating $11 billion in assets. From 1990-1996, he was a credit analyst at Babson Capital reviewing private placements, high yield bonds, convertible bonds and corporates for MassMutual's general account investment portfolio, 2 public mezzanine funds and a CDO. Mr. Marchand received his MBA from Cornell University and is a member of the CFA Institute and the Hartford CFA Society.

Item 3. Disciplinary Information

As a registered investment adviser, Knights of Columbus Asset Advisors is required to disclose all material facts regarding any legal or disciplinary events that would materially affect an evaluation of the supervised persons described above or the integrity of their management. However, there is no disciplinary information to disclose for any of the supervised persons described above.

Item 4. Other Business Activities

Not applicable.

Item 5. Additional Compensation

Not applicable.

Item 6. Supervision

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Item 2. Educational Background and Business Experience

<u>Douglas A. Riley</u>, born in 1966, joined Knights of Columbus Asset Advisors in 2019 and is a Senior Portfolio Manager. Prior to joining Knights of Columbus Asset Advisors, Mr. Riley was a Vice President and Portfolio Manager at Boston Advisors. Prior to Boston Advisors, Mr. Riley was a Portfolio Manager with Babson-United Investment Advisors, Inc. from April 1991 to May 2002. Mr. Riley earned a BA from Emory University in 1988 and an MBA from Northeastern University in 1996. Mr. Riley also holds the CFA designation.

Item 3. Disciplinary Information

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Item 4. Other Business Activities

Not applicable.

Item 5. Additional Compensation

Not applicable.

Item 6. Supervision

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