

ADV Part 3 - Form CRS June 25, 2024

Introduction

3A PARTNERS LLC is registering with the Securities and Exchange Commission as an investment adviser and not a broker-dealer. Fees for brokerage and investment advisory services differ among broker-dealers and investment advisers and it is important that you understand the differences. Free and simple tools are available to research firms and financial professionals at Investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.

What investment services and advice can you provide me?

3A will seek to generate risk-adjusted returns with a fund of funds strategy through an Insurance Dedicated Fund (“IDF”) offering within life insurance policies, as well as Separately Managed Accounts (“SMA”) (Collectively, “each Fund” or “Funds”). Within the Fund, 3A provides clients the opportunity to invest in diversified SBICs, investment funds (pooled investment vehicles) privately raised and managed by various investment managers, as are licensed to operate by the U.S. Small Business Administration (the “SBA”) under the Small Business Investment Act of 1958, as amended. Investment management services include ongoing monitoring of your investment portfolio. Generally, the minimum commitment required is \$3,000,000. We waive this minimum for select clients.

An IDF is a type of investment fund specifically designed for insurance companies and their policyholders, such as Bank-Owned and Corporate-Owned Life Insurance policies. The underwriting or issuing Insurance Company, rather than the policyholder, is the actual investor in the IDF, through the issuing carriers Separate Account. 3A Partners will be acting in a sub-advisory capacity to one or more IDFs made available by SALI Fund Services (“SALI”) through the SALI Multi-Series Fund L.P. that are available for insurance company investment.

3A Partners LLC will only provide management and advisory services for investors that are considered “accredited investors” or “qualified purchasers”, not to retail investors.

- Our investment advice does not include proprietary products.
- Our investment advice within the Invested Portfolio is limited to LP investments in SBICs
- 3A has the discretionary authority to make investment decisions on behalf of our clients

Please refer to our [Form ADV, Part 2A Brochure](#), particularly Items 4 and 7, for more detailed information on our services.

As part of our advisory services, for cash management purposes, we also provide access to a Liquid Portfolio comprised of money market securities, cash, and short term corporate and/or government bonds with a primary goal of capital preservation.

You are encouraged to ask us questions including the following to help you better understand our services: *Given my financial situation, should I choose an investment advisory service? Why or why not? How will you choose investments to recommend to me? What is your relevant experience, including your licenses, education, and other qualifications? What do these qualifications mean?*

What fees will I pay?

We charge a percentage of assets under management for portfolio management services. Costs are generally assessed on a quarterly basis and paid in arrears. You should be aware that the more assets in your account, the more you will pay in costs. This means we have an incentive to encourage you to increase the assets in your account.

We also charge a performance-based fee which is calculated as a percentage of net new profits after the client exceeds an annual, non-compounding hurdle rate.

In addition to our costs, you may incur additional fees and costs related to the investments in your account, such as custodian fees, account maintenance fees, transaction costs, wire transfer and electronic fund fees, and internal management fees of mutual funds such as money market funds, as well as certain legal, tax or audit

expenses that may be required to properly administer our management services.

You are encouraged to ask us questions including the following to help you better understand the impact of fees and costs on investments: *Help me understand how these fees and costs might affect my investments. If I give you \$1,000,000 to invest, how much will go to fees and costs, and how much will be invested for me?*

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying. Please refer to our [Form ADV, Part 2A Brochure](#), particularly Item 5, for more detailed information about our fees and your investment costs.

What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

When we act as your investment adviser, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide to you. Here are some examples to help you understand what this means:

- We have several affiliated businesses that are investment advisers and/or broker-dealers. These affiliates are ultimately owned by our parent organization, Aon, PLC. Because our affiliated businesses receive compensation for providing investment advisory or broker-dealer services, we are incentivized to refer you to these affiliates because this revenue is retained within our organization.
- We are the advisors for each of our Funds. 3A and its related persons may manage multiple Funds. This creates conflicts in the allocation of time, resources and investment opportunities among the Funds.
- We are fiduciaries to you. That means we are required to act in your best interest throughout our entire advisory relationship.

Please refer to our [Form ADV, Part 2A Brochure](#), particularly Items 10, 11, and 12 for more detailed information about our conflicts of interest.

You are encouraged to ask us questions including the following to help you better understand our conflicts of interest: *How might your conflicts of interest affect me, and how will you address them?*

How do your financial professionals make money?

Our financial professionals are compensated based on factors such as the amount of investor assets they service and the revenue the firm earns from the financial professionals' advisory services or recommendations. This means our financial professionals have an incentive to encourage an investor to increase the assets in an investor's account.

Do you or your financial professionals have legal or disciplinary history?

No. Please visit Investor.gov/CRS for a free, simple search tool to research our firm and your financial professional.

You are encouraged to ask us questions including the following to help you better understand our disciplinary history: *As a financial professional, do you have any disciplinary history? For what type of conduct?*

Additional Information

You can find additional information about our advisory services in our Form ADV Brochure. You may request updated information and a copy of our Relationship Summary by contacting us at 614-406-8192 or Compliance@3apartners.com. You are encouraged to ask us questions including the following to help you better understand who to contact with any questions or complaints: *Who is my primary contact person? Is he or she a representative of an investment adviser or a broker-dealer? Who can I talk to if I have concerns about how this person is treating me?*