FORM ADV

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

F	Prim	ary Business Name: GAINGELS \	VENTURES LLC		CRD Number: 3170	99
•	SEC	ERA Report, State ERA Report - A	All Sections		Rev. 10/20	21
•	1/24	4/2022 4:24:06 PM				
		·	•	_	al of your application, revocation of your registration, or criminal see Form ADV General Instruction 4.	
Г			u are, where you are d	loing business, and how we can	contact you. If you are filing an umbrella registration, the	
		•	•	•	vides information to assist you with filing an umbrella registration	7.
A. Your full legal name (if you are a sole proprietor, your last, first, and middle names): GAINGELS VENTURES LLC						
B. (1) Name under which you primarily conduct your advisory business, if different from Item 1.A. GAINGELS VENTURES LLC						
		List on Section 1.B. of Schedule D a	any additional names ui	nder which you conduct your adv	isory business.	
		(2) If you are using this Form ADV	V to register more thar	n one investment adviser under	an <i>umbrella registration</i> , check this box	
		If you check this box, complete a S	ichedule R for each relyi	ing adviser.		
	C.	If this filing is reporting a change in name change is of ☐ your legal name or ☐ your prime.		m 1.A.) or primary business nan	me (Item 1.B.(1)), enter the new name and specify whether the	
	D.	(1) If you are registered with the(2) If you report to the SEC as an(3) If you have one or more Centre	exempt reporting advis	ser, your SEC file number: 802-		
	E.	(1) If you have a number ("CRD N	lumber") assigned by t	he FINRA's CRD system or by the	e IARD system, your CRD number: 317099	
		If your firm does not have a CRD n	umber, skip this Item 1	.E. Do not provide the CRD numb	per of one of your officers, employees, or affiliates.	
		(2) If you have additional CRD Nu	mbers, your additional	CRD numbers:		
			•	No Information Filed		
	F.	Principal Office and Place of Busines	SS			
		(1) Address (do not use a P.O. Bo Number and Street 1: 3 MAIN ST, SUITE 214		Number and Street 2:		
		City: BURLINGTON	State: Vermont	Country: United States	ZIP+4/Postal Code: 05401	
		If this address is a private res	sidence, check this box	c: 🗖		
		you are applying for registration which you are applying for reg	on, or are registered, which is are registered, which is tration or with whom you are an exempt reporting	ith one or more state securities a you are registered. If you are app	of business, at which you conduct investment advisory business. In uthorities, you must list all of your offices in the state or states to slying for SEC registration, if you are registered only with the SEC, of the offices in terms of numbers of employees as of the end of your	or
		(2) Days of week that you norma Monday - Friday Other:	ally conduct business a	t your <i>principal office and place c</i>	of business:	
		Normal business hours at this 9:00AM EST TO 5:00PM EST	s location:			

(5) What is the total number of offices, other than your principal office and place of business, at which you conduct investment advisory business as of

(3) Telephone number at this location:

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

the end of your most recently completed fiscal year?

917-843-3621

	0				
G.	Mailing address, if differen	nt from your <i>principal office and pla</i>	ce of business address:		
	Number and Street 1:		Number and Street	2:	
	City:	State:	Country:	ZIP+4/Postal Code:	
	If this address is a private	e residence, check this box:			
Н.	If you are a sole proprieto	or, state your full residence addres	ss, if different from your <i>pi</i>	incipal office and place of business address in Item 1.F.:	
	Number and Street 1:	-	Number and Street	2:	
	City:	State:	Country:	ZIP+4/Postal Code:	
			· · · · · · · · · · · · · · · · ·		Yes No
1.	Do you have one or more LinkedIn)?	websites or accounts on publicly a	available social media plat	forms (including, but not limited to, Twitter, Facebook and	
	If a website address serves addresses for all of the other available social media platfo	s as a portal through which to acce. er information. You may need to lis	ss other information you ha it more than one portal add content. Do not provide the	publicly available social media platforms on Section 1.1. of Sove published on the web, you may list the portal without listingers. Do not provide the addresses of websites or accounts or individual electronic mail (e-mail) addresses of employees or	ing n publicly
J.	Chief Compliance Officer				
		contact information of your Chief Compliance Officer, if you have or		are an exempt reporting adviser, you must provide the contete Item 1.K. below.	tact
	Name:		Other titles, if any:		
	Telephone number:		Facsimile number, if	any:	
	Number and Street 1:		Number and Street	2:	
	City:	State:	Country:	ZIP+4/Postal Code:	
	Electronic mail (e-mail) ad	ddress, if Chief Compliance Officer	has one:		
K.	under the Investment Con Employer Identification Nu Name: IRS Employer Identification	npany Act of 1940 that you advise Imber (if any): n Number:	e for providing chief compl	than you, a <i>related person</i> or an investment company registance officer services to you, provide the <i>person's</i> name and	d IRS
	about this Form ADV, you	may provide that information here	e.		
	Name:		Titles:		
	Telephone number:		Facsimile number, if	any:	
	Number and Street 1:		Number and Street	2:	
	City:	State:	Country:	ZIP+4/Postal Code:	
	Electronic mail (e-mail) a	ddress, if contact person has one:			
L.	•	all of the books and records you a our <i>principal office and place of busi</i>		Section 204 of the Advisers Act, or similar state law,	Yes No
	If "yes," complete Section	1.L. of Schedule D.			Vaa Na
M.	Are you registered with a	foreign financial regulatory authori	ty?		Yes No
	•	registered with a foreign financial i s," complete Section 1.M. of Schedi		you have an affiliate that is registered with a foreign financia	1
					Yes No
N.	Are you a public reporting	company under Sections 12 or 15	5(d) of the Securities Exch	ange Act of 1934?	0 0
					Yes No
Ο.		more in assets on the last day of imate amount of your assets:	your most recent fiscal ye	ar?	0 0
	\$1 billion to less than	\$10 billion			

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

S \$50 billion or more
For purposes of Item 1.O. only, "assets" refers to your total assets, rather than the assets you manage on behalf of clients. Determine your total assets using the total assets shown on the balance sheet for your most recent fiscal year end.
P. Provide your <i>Legal Entity Identifier</i> if you have one:
A legal entity identifier is a unique number that companies use to identify each other in the financial marketplace. You may not have a legal entity identifier.
SECTION 1.B. Other Business Names
No Information Filed
SECTION 1.F. Other Offices
No Information Filed
SECTION 1.I. Website Addresses
List your website addresses, including addresses for accounts on publicly available social media platforms where you control the content (including, but not limited to, Twitter, Facebook and/or LinkedIn). You must complete a separate Schedule D Section 1.1. for each website or account on a publicly available social media platform.
Address of Website/Account on Publicly Available Social Media Platform: https://www.gaingels.com
Address of Website/Account on Publicly Available Social Media Platform: https://www.linkedin.com/company/gaingels/
Address of Website/Account on Publicly Available Social Media Platform: https://www.twitter.com/GaingelsVC
SECTION 1.L. Location of Books and Records
No Information Filed
SECTION 1.M. Registration with Foreign Financial Regulatory Authorities
No Information Filed
Item 2 SEC Registration/Reporting SEC Reporting by Exempt Reporting Advisers
B. Complete this Item 2.B. only if you are reporting to the SEC as an exempt reporting adviser. Check all that apply. You:
(1) qualify for the exemption from registration as an adviser solely to one or more venture capital funds, as defined in rule 203(I)-1;
(2) qualify for the exemption from registration because you act solely as an adviser to private funds and have assets under management, as defined
in rule 203(m)-1, in the United States of less than \$150 million; (3) act solely as an adviser to <i>private funds</i> but you are no longer eligible to check box 2.B.(2) because you have assets under management, as defined in rule 203(m)-1, in the United States of \$150 million or more.
If you check box (2) or (3), complete Section 2.B. of Schedule D.
State Securities Authority Notice Filings and State Reporting by Exempt Reporting Advisers
C. Under state laws, SEC-registered advisers may be required to provide to <i>state securities authorities</i> a copy of the Form ADV and any amendments they file with the SEC. These are called <i>notice filings</i> . In addition, <i>exempt reporting advisers</i> may be required to provide <i>state securities authorities</i> with a copy of reports and any amendments they file with the SEC. If this is an initial application or report, check the box(es) next to the state(s) that you would like

Jurisdictions			
□ AL	П	□ NE	□ sc
□ AK	□ IN	□ NV	□ _{SD}
□ AZ	□ IA	□ NH	□ TN
□ AR	□ KS	D N1	□ TX
□ CA	□ KY	□ NM	□ UT
□ co	□ LA	□ NY	▼ VT
□ CT	□ ME	□ NC	
□ DE	□ _{MD}	□ ND	□ VA
□ DC	□ MA	□ он	□ WA
□ FL	∥ □ MI	□ок	□ wv
□ GA	∥ □ MN	□ OR	□ wi
□ GU	□ MS	∥ □ _{PA}	□ wy
□ ні	□ MO	□ PR	
□ ID	∥ □ MT	∥ □ _{RI}	
	sets , what is the amount of the <i>private</i>	e fund assets that you manage?	
E: " <i>Private fund</i> assets" has	, what is the amount of the <i>private</i> the same meaning here as it has	under rule 203(m)-1. If you are an inv	estment adviser with its <i>principal office and place</i>
u check Item 2.B.(2) or (3) :: " <i>Private fund</i> assets" has ness outside the United Sta	, what is the amount of the <i>private</i> the same meaning here as it has		·
u check Item 2.B.(2) or (3) E: "Private fund assets" has ness outside the United State 3 Form of Organization	, what is the amount of the <i>private</i> the same meaning here as it has ates only include <i>private fund</i> asse	under rule 203(m)-1. If you are an inv	ess in the United States.
u check Item 2.B.(2) or (3) E: "Private fund assets" has ness outside the United State 3 Form of Organization	, what is the amount of the <i>private</i> the same meaning here as it has ates only include <i>private fund</i> asse	under rule 203(m)-1. If you are an inv ts that you manage at a place of busine	ess in the United States.
u check Item 2.B.(2) or (3) E: "Private fund assets" has ness outside the United State 3 Form of Organization are filing an umbrella regis	, what is the amount of the <i>private</i> the same meaning here as it has ates only include <i>private fund</i> asse	under rule 203(m)-1. If you are an inv ts that you manage at a place of busine	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has ness outside the United States 3 Form of Organization are filing an umbrella regis How are you organized? C Corporation	, what is the amount of the <i>private</i> the same meaning here as it has ates only include <i>private fund</i> asse	under rule 203(m)-1. If you are an inv ts that you manage at a place of busine	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has ness outside the United States 3 Form of Organization are filing an umbrella registed are you organized? Corporation Sole Proprietorship	, what is the amount of the <i>private</i> the same meaning here as it has ates only include <i>private fund</i> assesstration, the information in Item 3	under rule 203(m)-1. If you are an inv ts that you manage at a place of busine	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has bess outside the United States 3 Form of Organization are filing an umbrella registed are you organized? C Corporation Sole Proprietorship Limited Liability Partners	, what is the amount of the <i>private</i> the same meaning here as it has ates only include <i>private fund</i> assesstration, the information in Item 3	under rule 203(m)-1. If you are an inv ts that you manage at a place of busine	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has bess outside the United States 3 Form of Organization are filing an umbrella registed are you organized? C Corporation Sole Proprietorship Limited Liability Partnership Partnership	, what is the amount of the <i>private</i> the same meaning here as it has ates only include <i>private fund</i> assestates, the information in Item 3 ership (LLP)	under rule 203(m)-1. If you are an inv ts that you manage at a place of busine	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has bess outside the United States outside	, what is the amount of the <i>private</i> the same meaning here as it has ates only include <i>private fund</i> assestates, the information in Item 3 ership (LLP)	under rule 203(m)-1. If you are an inv ts that you manage at a place of busine	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has ness outside the United States outside Items of Corporation of Sole Proprietorship outside Limited Liability Company of Limited Liability Company outside Items of Corporation outside Items	, what is the amount of the <i>private</i> the same meaning here as it has ates only include <i>private fund</i> assestates, the information in Item 3 ership (LLP)	under rule 203(m)-1. If you are an inv ts that you manage at a place of busine	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has ness outside the United States outside the United Partial Research of Corporation Sole Proprietorship Counter Limited Liability Partice outside Limited Liability Company Counter (specify):	, what is the amount of the <i>private</i> the same meaning here as it has ates only include <i>private fund</i> assestates, the information in Item 3 ership (LLP)	under rule 203(m)-1. If you are an invits that you manage at a place of busined should be provided for the filing adviser	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has bess outside the United States outside the United Programme of Corporation Sole Proprietorship Limited Liability Partner Partnership Limited Liability Compared to Compare the United Partnership (Limited Partnership) Other (specify): If you are changing your results outside the United States	the same meaning here as it has ates only include private fund assertation, the information in Item 3 ership (LLP) any (LLC) P)	under rule 203(m)-1. If you are an invits that you manage at a place of busined should be provided for the filing adviser	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has bess outside the United States outside the United Partial register of Corporation of Sole Proprietorship of Limited Liability Particle Partnership of Limited Liability Companies of Limited Partnership (London Other (specify): If you are changing your results outside the United Partnership (London Other (specify):	the same meaning here as it has ates only include private fund assertation, the information in Item 3 ership (LLP) any (LLC) sponse to this Item, see Part 1A Institute is a second of the private fund assertation.	under rule 203(m)-1. If you are an invits that you manage at a place of businesshould be provided for the filing adviser	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has bess outside the United States outside the United Partial register outside Total Partial P	the same meaning here as it has ates only include private fund assertation, the information in Item 3 ership (LLP) any (LLC) P)	under rule 203(m)-1. If you are an invits that you manage at a place of businesshould be provided for the filing adviser	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has bess outside the United States outside	the same meaning here as it has ates only include private fund assertation, the information in Item 3 ership (LLP) any (LLC) sponse to this Item, see Part 1A Institute is a second of the private fund assertation.	under rule 203(m)-1. If you are an invits that you manage at a place of businesshould be provided for the filing adviser	ess in the United States.
a check Item 2.B.(2) or (3) E: "Private fund assets" has ness outside the United States outside the United States 3 Form of Organization are filing an umbrella registed are you organized? Corporation Sole Proprietorship Limited Liability Partnership Limited Liability Compact Limited Partnership Limited Partnership (L. Other (specify): If you are changing your results you are changing your for DECEMBER Under the laws of what states are country Delaware United States	the same meaning here as it has ates only include private fund assets only include private fund assets tration, the information in Item 3 ership (LLP) any (LLC) P) sponse to this Item, see Part 1A Institute iscal year end each year? Ite or country are you organized?	under rule 203(m)-1. If you are an invits that you manage at a place of businesshould be provided for the filing adviser	ess in the United States.

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

A.	You	are actively engaged in business as a (check all that apply):	
		(1) broker-dealer (registered or unregistered)	
		(2) registered representative of a broker-dealer	
		(3) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)(4) futures commission merchant	
		(5) real estate broker, dealer, or agent	
		(6) insurance broker or agent	
		(7) bank (including a separately identifiable department or division of a bank)	
		(8) trust company	
		(9) registered municipal advisor(10) registered security-based swap dealer	
		(11) major security-based swap dealer (11) major security-based swap participant	
		(12) accountant or accounting firm	
		(13) lawyer or law firm	
		(14) other financial product salesperson (specify):	
	If yo	ou engage in other business using a name that is different from the names reported in Items 1.A. or 1.B.(1), complete Section 6.A. of Schedule D.	
			Yes No
B.	(1)	Are you actively engaged in any other business not listed in Item 6.A. (other than giving investment advice)?	\circ
	(2)	If yes, is this other business your primary business?	0 0
		If "yes," describe this other business on Section 6.B.(2) of Schedule D, and if you engage in this business under a different name, provide that na	
		ii yes, describe triis other business on section 6.6.(2) or schedule D, and ii you engage in triis business under a different hame, provide that ha	
	(0)		Yes No
	(3)	Do you sell products or provide services other than investment advice to your advisory clients?	\circ
		If "yes," describe this other business on Section 6.B.(3) of Schedule D, and if you engage in this business under a different name, provide that na	amo
		The yes, describe this other business on section o.b.(s) of seriedale b, and it you engage in this business under a different harne, provide that he	ime.
SEC	TION	I 6.A. Names of Your Other Businesses	
		No Information Filed	
SEC	TION	I 6.B.(2) Description of Primary Business	
De	scribe	e your primary business (not your investment advisory business):	
lf v	you ei	ngage in that business under a different name, provide that name:	
SEC	TION	6.B.(3) Description of Other Products and Services	
De	scribe	e other products or services you sell to your client. You may omit products and services that you listed in Section 6.B.(2) above.	
lf y	you ei	ngage in that business under a different name, provide that name:	
Itei	n 7 F	inancial Industry Affiliations	
		em, we request information about your financial industry affiliations and activities. This information identifies areas in which conflicts of interesting.	et may
		tween you and your <i>clients</i> .	stillay
			of your
Α.		s part of Item 7 requires you to provide information about you and your related persons, including foreign affiliates. Your related persons are all isory affiliates and any person that is under common control with you.	or your
		have a related person that is a (check all that apply):	
	100		
		(1) broker dealer, municipal securities dealer, or government securities broker or dealer (registered or unregistered)	
		 (1) broker-dealer, municipal securities dealer, or government securities broker or dealer (registered or unregistered) (2) other investment adviser (including financial planners) 	
		 (1) broker-dealer, municipal securities dealer, or government securities broker or dealer (registered or unregistered) (2) other investment adviser (including financial planners) (3) registered municipal advisor 	
		 (2) other investment adviser (including financial planners) (3) registered municipal advisor (4) registered security-based swap dealer 	
		 (2) other investment adviser (including financial planners) (3) registered municipal advisor (4) registered security-based swap dealer (5) major security-based swap participant 	
		 other investment adviser (including financial planners) registered municipal advisor registered security-based swap dealer major security-based swap participant commodity pool operator or commodity trading advisor (whether registered or exempt from registration) 	
		 other investment adviser (including financial planners) registered municipal advisor registered security-based swap dealer major security-based swap participant commodity pool operator or commodity trading advisor (whether registered or exempt from registration) futures commission merchant 	
		 (2) other investment adviser (including financial planners) (3) registered municipal advisor (4) registered security-based swap dealer (5) major security-based swap participant (6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (7) futures commission merchant (8) banking or thrift institution 	
		 other investment adviser (including financial planners) registered municipal advisor registered security-based swap dealer major security-based swap participant commodity pool operator or commodity trading advisor (whether registered or exempt from registration) futures commission merchant banking or thrift institution trust company 	
		 (2) other investment adviser (including financial planners) (3) registered municipal advisor (4) registered security-based swap dealer (5) major security-based swap participant (6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (7) futures commission merchant (8) banking or thrift institution 	
		 other investment adviser (including financial planners) registered municipal advisor registered security-based swap dealer major security-based swap participant commodity pool operator or commodity trading advisor (whether registered or exempt from registration) futures commission merchant banking or thrift institution trust company accountant or accounting firm lawyer or law firm insurance company or agency 	
		 (2) other investment adviser (including financial planners) (3) registered municipal advisor (4) registered security-based swap dealer (5) major security-based swap participant (6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (7) futures commission merchant (8) banking or thrift institution (9) trust company (10) accountant or accounting firm (11) lawyer or law firm (12) insurance company or agency (13) pension consultant 	
		 (2) other investment adviser (including financial planners) (3) registered municipal advisor (4) registered security-based swap dealer (5) major security-based swap participant (6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (7) futures commission merchant (8) banking or thrift institution (9) trust company (10) accountant or accounting firm (11) lawyer or law firm (12) insurance company or agency (13) pension consultant (14) real estate broker or dealer 	
		 (2) other investment adviser (including financial planners) (3) registered municipal advisor (4) registered security-based swap dealer (5) major security-based swap participant (6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (7) futures commission merchant (8) banking or thrift institution (9) trust company (10) accountant or accounting firm (11) lawyer or law firm (12) insurance company or agency (13) pension consultant 	

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

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

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

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

You must complete Section 7.A. of Schedule D for each related person acting as qualified custodian in connection with advisory services you provide to your

	clients (other than any mutual fund transfer agent pursuant to rule 206(4)-2(b)(1)), regardless of whether you have determined the related person to be operationally independent under rule 206(4)-2 of the Advisers Act.					
SEC	TION 7.A. Financial Industry Affiliations					
Cor	nplete a separate Schedule D Section 7.A. for each related person listed in Item 7.A.					
1.	Legal Name of <i>Related Person</i> : GAINGELS MANAGEMENT LLC					
2.	Primary Business Name of <i>Related Person</i> : GAINGELS MANAGEMENT LLC					
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)					
	or Other					
4.	Related Person's (a) CRD Number (if any): 317100					
	(b) CIK Number(s) (if any): No Information Filed					
		es No				
6.		0				
7.	Are you and the related person under common control?	9 0				
8.	(a) Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i> ?	•				
	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required	0				

to obtain a surprise examination for your clients' funds or securities that are maintained at the related person?

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

		Number and Street 1:		Number and Street 2:			
		City:	State:	Country:	ZIP+4/Postal Code:		
		If this address is a private	e residence, check this box: 🗖				
					•	Yes	No
9.	(a)	If the related person is an i	investment adviser, is it exempt from	n registration?		\odot	0
	(b)	If the answer is yes, under RULE 203(L)-1	er what exemption?				
10.	(a)	Is the related person regist	tered with a foreign financial regulato	ry authority?		0	•
	(b)	If the answer is yes, list the	he name and country, in English of ea	ach <i>foreign financial regulato</i> No Information Filed	ry authority with which the related person is register	ed.	
11.	Do y	ou and the <i>related person</i> s	share any <i>supervised persons</i> ?			•	0
12.	Do y	ou and the <i>related person</i> s	share the same physical location?			•	0

Item	7 Private Fund Reporting		
		Ye	s No
B. Ar	e you an adviser to any <i>private fund</i> ?	•	0
se re 7.	"yes," then for each private fund that you advise, you must complete a Section 7.B.(1) of Schedule D, except in certain circumstances described in the order of the Instructions to Part 1A. If you are registered or applying for registration with the SEC or reporting as an SEC exemptor porting adviser, and another SEC-registered adviser or SEC exemptor reporting adviser reports this information with respect to any such private fund in B.(1) of Schedule D of its Form ADV (e.g., if you are a subadviser), do not complete Section 7.B.(1) of Schedule D with respect to that private fund. Yes stead, complete Section 7.B.(2) of Schedule D.	mpt in Sectio	on
cc	either case, if you seek to preserve the anonymity of a private fund client by maintaining its identity in your books and records in numerical or alpha de, or similar designation, pursuant to rule 204-2(d), you may identify the private fund in Section 7.B.(1) or 7.B.(2) of Schedule D using the same consignation in place of the fund's name.		
SECT	ION 7.B.(1) <i>Private Fund</i> Reporting		
A. F	PRIVATE FUND		
<u>Inf</u>	ormation About the Private Fund		
1.	(a) Name of the <i>private fund</i> :		
	3P MEDIA GAINGELS MYTHICAL LLC		
	(b) Private fund identification number:		
	(include the "805-" prefix also) 805-2034996763		
	003-2034990703		
2.	Under the laws of what state or country is the <i>private fund</i> organized:		
	State: Country:		
	Vermont United States		
	(a) Name (a) of Caparal Partner, Manager, Trustee, or Directors (or persons conving in a similar capacity).		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): Name of General Partner, Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC		
	GAINGELS VENTURES LLC		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes I	۷o
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	⊙
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
	No Information Filed		
		Yes I	Vo
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?		
	Name of <i>private fund</i> :		
	Private fund identification number:		
	(include the "805-" prefix also)		

	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	า of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all cassets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	ssue	d
8.	(a) Is this <i>private fund</i> a "fund of funds"?	Yes	
Ο.	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment	О	•
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the private fund?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	e fun	ıd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 368,064		
<u>Ow</u>	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 40		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 20%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 1%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients?	Yes O	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 5%		
You	ur Advisory Services		
17		Yes	
1/.	(a) Are you a subadviser to this <i>private fund</i>?(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the answer to question 17.(a) is "no," leave this question blank.	0	•
	No Information Filed		

18. (a) Do any investment advisers (other than the investment advisers liste	ed in Section 7.B.(1).A.3.(b)) advise the <i>private</i>	e fund?					
(b) If the answer to question 18.(a) is "yes," provide the name and SEC to question 18.(a) is "no," leave this question blank.	file number, if any, of the other advisers to th	e <i>private fund</i> . If the answer					
	Name of Other Adviser to private fund	SEC file number	CRD number					
	GAINGELS MANAGEMENT LLC		317100					
			Yes No					
	re your <i>clients</i> solicited to invest in the <i>private fund?</i>		○ ⊙					
N	OTE: For purposes of this question, do not consider feeder funds of the priv	vate fund.						
20. A _l	oproximately what percentage of your <i>clients</i> has invested in the <i>private</i>	e fund?						
Privat	e Offering							
21. H	as the <i>private fund</i> ever relied on an exemption from registration of its s	securities under Regulation D of the Securities	Yes No Act of 1933?					
22. If	yes, provide the <i>private fund's</i> Form D file number (if any):							
F	orm D file number							
0	21-420360							
	/ICE PROVIDERS							
<u>Audito</u>	<u>ors</u>		Yes No					
23. (a) (1) Are the <i>private fund's</i> financial statements subject to an annual a	udit?	0 0					
	(2) If the answer to question 23.(a)(1) is "yes," are the financial stat	ements prepared in accordance with U.S. GAA	P? O O					
	If the answer to question 23.(a)(1) is "yes," respond to questions (by you must complete questions (b) through (f) separately for each audit	,	ore than one auditing firm,					
	No Information Filed							
(c) Are the <i>private fund's</i> audited financial statements for the most recen	atly completed fiscal year distributed to the <i>pri</i>	Yes No					
(8	investors?	my completed fiscal year distributed to the pri	vate fund's C O					
(h) Do all of the reports prepared by the auditing firm for the private fund	d since your last annual updating amendment co	ontain unqualified opinions?					
	O Yes O No O Report Not Yet Received							
	If you check "Report Not Yet Received," you must promptly file an amen	ndment to your Form ADV to update your respon	se when the report is available.					
Prime	<u>Broker</u>		Yes No					
24. (a) Does the <i>private fund</i> use one or more prime brokers?		0 0					
	If the answer to question 24.(a) is "yes," respond to questions (b) the fund uses more than one prime broker, you must complete questions	•	ivate fund uses. If the private					
	No Information Filed							
Custo	<u>dian</u>							
ar (). Doos the private fundings and quaterlines (included in the land)	re lieted above) to hold " . " . "	Yes No					
∠5. (a) Does the <i>private fund</i> use any custodians (including the prime broker If the answer to question 25.(a) is "yes," respond to questions (b) thruses more than one custodian, you must complete questions (b) thrush	hrough (g) below for each custodian the <i>privat</i>	~ ~					
	Additional Custodian Information : 1 Record(s) Filed.	(a)atoly lot basin dastodiam						
	If the answer to question 25.(a) is "yes," respond to questions (b)	through g) below for each custodian the priva	ate fund uses. If the private					

fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.

	(b)	Legal name of custodian: SILICON VALLEY BANK			
	(c)	Primary business name of SILICON VALLEY BANK	custodian:		
	(d)	The location of the custodi	an's office responsible for <i>custody</i> o	f the <i>private fund's</i> assets (city, state and country):	
		City:	State:	Country:	
		SANTA CLARA	California	United States	Yes No
	(e)	Is the custodian a related p	person of your firm?		○ ⊙
	(f)	If the custodian is a broker	-dealer, provide its SEC registration	number (if any):	
		- CRD Number (if any):			
	(g)	If the custodian is not a br identifier (if any)	oker-dealer, or is a broker-dealer b	ut does not have an SEC registration number, provide	its <i>legal entity</i>
Ad	ministrato	r			
		_			Yes No
26.			ninistrator other than your firm?	arough (f) below If the private fund upon more than	© O
		•	us yes, respond to questions (b) to ough (f) separately for each adminis	nrough (f) below. If the <i>private fund</i> uses more than outrator.	ne administrator, you
	Add	itional Administrator Infori	mation : 1 Record(s) Filed.		
	If	the answer to question 26.(a	ı) is "yes," respond to questions (b)	through (f) below. If the <i>private fund</i> uses more than	one
	ad	ministrator, you must compl	ete questions (b) through (f) separa	itely for each administrator.	
	(b)	Name of administrator:			
		GAINGELS INC			
	(c)	Location of administrator (rity state and country):		
		City:	State:	Country:	
		NEW YORK	New York	United States	
	(d)	Is the administrator a <i>rela</i> i	red person of your firm?		Yes No ○ ⊙
			-		
	(e)	•		atements to the <i>private fund's</i> investors? out not all investors) out No (provided to no investors)	
	(f)	·		the investor account statements to the (rest of the) (rest of the) private fund's investors, respond "not app	
27.	your <i>rela</i>	our last fiscal year, what per ted person?	centage of the <i>private fund's</i> assets	(by value) was valued by a person, such as an admin	istrator, that is not
	relevant	•	n used for purposes of investor sub	n procedure established for that asset, if any, includin scriptions, redemptions or distributions, and fee calcu	0 0
<u>Ma</u>	<u>rketers</u>				
					Yes No

You must answer "yes" whether the *person* acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar *person*. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the *private fund*

 \odot

28. (a) Does the *private fund* use the services of someone other than you or your *employees* for marketing purposes?

	uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		
	No Information Filed		
A. P	RIVATE FUND		
Info	ormation About the <i>Private Fund</i>		
1.	(a) Name of the <i>private fund</i> :		
	GAINGELS AETHER BIO 2021 LLC		
	(b) Private fund identification number:		
	(include the "805-" prefix also)		
	805-7342755925		
2.	Under the laws of what state or country is the <i>private fund</i> organized:		
۷.	State: Country:		
	Vermont United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC		
	GAINGELS VENTURES LLC		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
5.	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1 List the name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered.	940	
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	•
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	\odot
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number:		
	(include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Se for the master-feeder arrangement or reporting on the funds separately.	ection 7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(the feeder funds answer the following questions:	1), for each	า of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantial assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question	-	
	associs in a single rana (master rana). A fana would also be a feeder rand finesting in a master rand for purposes of this questio	ii ii ii issue	(

	m	ultiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
0	,		Yes	
8.		i) Is this <i>private fund</i> a "fund of funds"? OTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment		•
		chicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	\circ	0
9.	D	uring your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment	Yes	No ©
	С	ompany Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		~
10.	W	hat type of fund is the <i>private fund</i> ?		
	C	hedge fund $^{f C}$ liquidity fund $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securitized asset fund $^{f C}$ venture capital fund $^{f C}$ Other <i>priva</i>	te fur	nd:
	N	OTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	С	urrent gross asset value of the <i>private fund</i> :		
	\$	182,000		
Ow	ne	<u>rship</u>		
12.		inimum investment commitment required of an investor in the <i>private fund</i> : 1,000		
		T,000 OTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the	!	
	or	ganizational documents of the fund).		
13.	Αį	oproximate number of the <i>private fund's</i> beneficial owners:		
	13	3		
14.	W	hat is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
	6			
15	(2) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
13.	2			
			Yes	No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	•
16.	W O	hat is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
	U.	70		
You	ur /	Advisory Services		
17.	(2) Are you a subadviser to this <i>private fund</i> ?	Yes	No ⊙
. , ,) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the private fund. If the answer		٠
		question 17.(a) is "no," leave this question blank.		
		No Information Filed	Yes	No.
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	• • • • • • • • • • • • • • • • • • •	0
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the	answ	
		to question 18.(a) is "no," leave this question blank. Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
		GAINGELS MANAGEMENT LLC 317100		
			Yes	No
19.		re your <i>clients</i> solicited to invest in the <i>private fund</i> ?	\circ	•
	Ν	OTE: For purposes of this question, do not consider feeder funds of the private fund.		
20	Δι	oproximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		

2%

<u>Priv</u>	/ate	e Offering		
21.	Has	s the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ⊙	No
22.	If y	yes, provide the <i>private fund's</i> Form D file number (if any):		
		rm D file number		
	02	1-420768		
B. S	ERVI	ICE PROVIDERS		
Auc	ditor	<u>"S</u>	Yes	. No
23.	(a)	(1) Are the private fund's financial statements subject to an annual audit?	0	•
		(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	o
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audyou must complete questions (b) through (f) separately for each auditing firm.	diting firm	,
		No Information Filed		
	(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i>		No
	(9)	investors?	0	0
	(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	d opinions	3?
		C Yes C No C Report Not Yet Received		
		If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the repo	rt is availa	ble.
<u>Prir</u>	ne E	<u>Broker</u>		
24	(a)	Does the <i>private fund</i> use one or more prime brokers?		No
	(4)	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. I <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	f the <i>priva</i>	• te
		No Information Filed		
	itodi (a)	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the	•	No O fund
		uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed.		
		If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If <i>fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: State: Country: SANTA CLARA California United States	the <i>private</i>	
		(e) Is the custodian a related person of your firm?	0 (⊙

	(f) If the custodian is a bro	ker-dealer, provide its SEC registration	n number (if any):	
	CRD Number (if any):			
	(g) If the custodian is not a identifier (if any)	broker-dealer, or is a broker-dealer b	out does not have an SEC registration number,	provide its <i>legal entity</i>
<u>Admini</u>	strator			
				Yes No
26. (a)	·	dministrator other than your firm?	hrough (f) below. If the private fund uses more	• than one administrator, you
	•	hrough (f) separately for each adminis	•	than one dammetrator, you
	Additional Administrator Inf	ormation : 1 Record(s) Filed.		
	· ·	.(a) is "yes," respond to questions (b aplete questions (b) through (f) separ) through (f) below. If the <i>private fund</i> uses mo ately for each administrator.	ore than one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrato	r (city, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Yes No
	(d) Is the administrator a re	elated person of your firm?		0 ⊚
	O Yes (provided to all in	ovestors) C Some (provided to some I	atements to the <i>private fund's</i> investors? out not all investors) No (provided to no investors) s the investor account statements to the (rest	
	investors? If investor ac NOT APPLICABLE	count statements are not sent to the	(rest of the) private fund's investors, respond	"not applicable."
yo 0%	ur related person?		s (by value) was valued by a <i>person</i> , such as a not	
rel		tion used for purposes of investor sub	oscriptions, redemptions or distributions, and for	
<u>Market</u>	<u>ers</u>			Yes No
28. (a)	Does the <i>private fund</i> use the	services of someone other than you o	r your <i>employees</i> for marketing purposes?	0 0
	similar person. If the answer to	question 28.(a) is "yes," respond to	ent, consultant, finder, introducer, municipal acquestions (b) through (g) below for each such nplete questions (b) through (g) separately for	marketer the private fund
		No In	formation Filed	
A. PRIVA	TE FUND			
nforma	tion About the <i>Private Fund</i>			
111011116	HIGH ADOULTHE FITVATE FUILU			

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

GAINGELS BECAUSE LLC

(b) *Private fund* identification number:

	805-9308506152		
2.	Under the laws of what state or country is the <i>private fund</i> organized:		
	State: Country:		
	Vermont United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC		
	GAINGELS VENTURES LLC		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
٦.	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	⊙
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ? No Information Filed		
	No miornation riieu		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?		
	Name of private fund:		
	Private fund identification number:		
	(include the "805-" prefix also)		
	NOTE. Very words a grant to a very first or a feed or a grant and a grant to	7 D (· 4 \
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder file of the feeder arrangement according to the instructions to this Section 7.B.(1), for	r eacl	n of
	the feeder funds answer the following questions:		
	No Information Filed		
	The filled the second to the s		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all	l of th	neir
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it	issue	d
	multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	Yes	No
8.	(a) Is this private fund a "fund of funds"?		•
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment	_	
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
0	During your last fiscal year, did the private fund invest in securities issued by investment compenies registered under the Investment	Yes	
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	O	⊙
10.	What type of fund is the <i>private fund</i> ?		

(include the "805-" prefix also)

	O hedge fund O liquidity fund O private equity fund O real estate fund O secur	itized asset fund $^{f O}$ venture capital fund $^{f O}$ Oth	ier <i>private fund</i> :
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instruction	ns to Part 1A.	
11.	Current gross asset value of the <i>private fund</i> : \$ 99,999		
<u>Ow</u>	<u>nership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related p</i> organizational documents of the fund).	ersons (even if different from the amount set for	th in the
13.	Approximate number of the <i>private fund's</i> beneficial owners: 15		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you a 10%	nd your <i>related persons</i> :	
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the 3%)	ne aggregate) by funds of funds:	
	(b) If the private fund qualifies for the exclusion from the definition of investment co- Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	empany under section 3(c)(1) of the Investment	Yes No ○ ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non-L 35%	Inited States persons:	
You	ur Advisory Services		
17.	(a) Are you a subadviser to this <i>private fund?</i>(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number	r, if any, of the adviser of the <i>private fund</i> . If the	Yes No C o answer to
	question 17.(a) is "no," leave this question blank. No Information Fil	ed	
10			Yes No
18.	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number	•	⊙ ⊙ d. If the answer
	to question 18.(a) is "no," leave this question blank. Name of Other Adviser to private fund	SEC file number CRD numb	per
	GAINGELS MANAGEMENT LLC	317100	
19	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?		Yes No
. , .	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		0 0
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 3%		
<u>Pri</u>	vate Offering		
			Yes No
21.	Has the private fund ever relied on an exemption from registration of its securities up	nder Regulation D of the Securities Act of 1933?	⊚ ೧
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	Form D file number 021-420369		
B. S	ERVICE PROVIDERS		

	(1) Are the private fund's financial statements subject to an annual audit?	С	
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	С	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audyou must complete questions (b) through (f) separately for each auditing firm.	liting firr	η,
	No Information Filed		
		Ye	s N
g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	С	(
h)	Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> contain unqualifie	d opinior	ns?
	O Yes O No O Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the repo	t is avai	lable
e B	<u>roker</u>		
a)	Does the <i>private fund</i> use one or more prime brokers?	_	s N
a)	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If	C the <i>nri</i> v	_
	fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	the pm	/ale
	No Information Filed		
odia a)	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	e) (
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the	e	_
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	e private	e fur
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses.	e private	e fur
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian:	e private	e fur
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian:	e private	e fur
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: State: Country:	e private	e fur
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund</i> 's assets (city, state and country):	e private) (e fur
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: State: Country:	e private	tte
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: State: Country: SANTA CLARA California United States	e private he priva	No
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: SANTA CLARA California United States (e) Is the custodian a related person of your firm?	e private he priva	No

O

26. (a) Does the *private fund* use an administrator other than your firm?

	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator.					
	Additional Administrator Inform					
		a) is "yes," respond to questions (b) ete questions (b) through (f) separa	through (f) below. If the <i>private fund</i> use ately for each administrator.	es more than one		
	(b) Name of administrator: GAINGELS INC					
	(c) Location of administrator (city, state and country):				
	City: NEW YORK	State: New York	Country: United States			
	NEW YORK	New York	United States	Yes No		
	(d) Is the administrator a relati	ted person of your firm?		0 0		
	(e) Does the administrator pro	epare and send investor account sta	atements to the <i>private fund's</i> investors?			
	· ·		out not all investors) No (provided to no	o investors)		
			s the investor account statements to the (rest of the) <i>private fund's</i> investors, resp	· •		
	our related person?	centage of the <i>private fund's</i> assets	(by value) was valued by a person, such	as an administrator, that is not		
Ind rel	clude only those assets where (i) s	on used for purposes of investor sub	n procedure established for that asset, if a scriptions, redemptions or distributions, a	3 0 0 3		
Market	<u>ters</u>					
00 (a)) Doos the private fundues the ser	ruices of semeene other than you ar	r your <i>employees</i> for marketing purposes?	Yes N		
20. (d)	You must answer "yes" whether similar <i>person</i> . If the answer to q	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to a	ent, consultant, finder, introducer, municip questions (b) through (g) below for each applete questions (b) through (g) separate	oal advisor or other solicitor, or such marketer the <i>private fund</i>		
		No Inf	formation Filed			
PRIVA	ATE FUND					
nforma	ation About the <i>Private Fund</i>					
1. (a)) Name of the <i>private fund</i> : GAINGELS BOKKSU LLC					
(b)) <i>Private fund</i> identification number (include the "805-" prefix also) 805-9017991759	:				
2. Un	nder the laws of what state or cour	ntry is the <i>private fund</i> organized:				
	State: Vermont	Country: United States				
3. (a)) Name(s) of General Partner Man	ager, Trustee, or Directors (or <i>perso</i>	ons serving in a similar canacity).			
		agai, induced, or Directors (or perse	one solving in a similar capacity).			
Na	arrie di Gerierai Partrier, Mariader	, Trustee, or Director				
	AINGELS MANAGEMENT LLC	, Trustee, or Director				

	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	☐ (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
6.	(a) Is this a "master fund" in a master-feeder arrangement?	_	No ©
·	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	О	٠
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	\odot
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	r eacl	n of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially al assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issue	d
8.	(a) Is this <i>private fund</i> a "fund of funds"?	Yes	O
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investmen vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	te fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 99,998		
Οw	nership		

12. Minimum investment commitment required of an investor in the *private fund*:

\$ 1,000

NOTE: Report the amount routinely required of investors who are not your *related persons* (even if different from the amount set forth in the organizational documents of the fund).

13.	App 11	roximate number of the <i>private fund's</i> beneficial owners:			
14.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by yo	u and your <i>related persons</i> :		
15.	(a) 3%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	(b)	If the private fund qualifies for the exclusion from the definition of investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	t company under section 3(c)(1) of the Investm	Yes N	No ⊙
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by no	n-United States persons:		
Υοι	ır Ad	Ivisory Services			
17	(2)	Are you a subadviser to this <i>private fund</i> ?		Yes N	
17.		If the answer to question 17.(a) is "yes," provide the name and SEC file num question 17.(a) is "no," leave this question blank.	nber, if any, of the adviser of the <i>private fund</i> . It		⊙
		No Information	n Filed		
				Yes N	No
18.	(a)	Do any investment advisers (other than the investment advisers listed in Sec	ction 7.B.(1).A.3.(b)) advise the private fund?	•	0
	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file num to question 18.(a) is "no," leave this question blank.	nber, if any, of the other advisers to the private	fund. If the answer	r
		Name of Other Adviser to private fund		number	
		GAINGELS MANAGEMENT LLC	31710)0	
10	•			Yes N	No
19.		your <i>clients</i> solicited to invest in the <i>private fund</i> ?	al.	0	•
	NOT	TE: For purposes of this question, do not consider feeder funds of the private fun	a.		
20.	App	roximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?			
<u>Priv</u>	/ate	Offering		Yes N	No
21.	Has	the private fund ever relied on an exemption from registration of its securities	s under Regulation D of the Securities Act of 19	2222 -	0
22.	If y	es, provide the <i>private fund's</i> Form D file number (if any):			
		m D file number			
	021	1-420352			
B. SI	ERVI	CE PROVIDERS			
Auc	ditors	<u>5</u>		Yes I	No
23.	(a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?			(O
		(2) If the answer to question 23.(a)(1) is "yes," are the financial statements	prepared in accordance with U.S. GAAP?	_	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through you must complete questions (b) through (f) separately for each auditing firm	•		
		No Informatio	n Filed		
				Yes I	Nο
	(g)	Are the <i>private fund's</i> audited financial statements for the most recently com	pleted fiscal year distributed to the <i>private func</i>	11	0
		investors?	,	v	-
	(h)	Do all of the reports prepared by the auditing firm for the <i>private fund</i> since y	your last <i>annual updating amendment</i> contain ur	nqualified opinions?)

rime F	Broke <u>r</u>			
THITIC L	or or or			Yes N
4. (a)	•	ves," respond to questions (b) t	nrough (e) below for each prime broker the <i>private fu</i> (b) through (e) separately for each prime broker.	O Gund uses. If the private
		No Inf	ormation Filed	
ustodi	<u>an</u>			
5. (a)	Does the <i>private fund</i> use any custod	ians (including the prime broker	s listed above) to hold some or all of its assets?	Yes No
. ,	If the answer to question 25.(a) is "y	res," respond to questions (b) the	arough (g) below for each custodian the <i>private fund</i> bugh (g) separately for each custodian.	~ ~
	Additional Custodian Information :	1 Record(s) Filed.		
	•		through g) below for each custodian the <i>private fund</i> (b) through (g) separately for each custodian.	d uses. If the <i>private</i>
	(b) Legal name of custodian: SILICON VALLEY BANK			
	(c) Primary business name of customatics SILICON VALLEY BANK	odian:		
	(d) The location of the custodian's City: SANTA CLARA	office responsible for <i>custody</i> o State: California	the <i>private fund's</i> assets (city, state and country): Country: United States	
	(e) Is the custodian a related person	on of your firm?		Yes No
	(f) If the custodian is a broker-dea	aler, provide its SEC registration	number (if any):	
	CRD Number (if any):			
	(g) If the custodian is not a broker identifier (if any)	-dealer, or is a broker-dealer b	it does not have an SEC registration number, provid	e its <i>legal entity</i>
dminis	strator			
	Does the <i>private fund</i> use an adminis	trator other than your firm?		Yes No
o. (a)	•	res," respond to questions (b) the	rough (f) below. If the <i>private fund</i> uses more than crator.	⊙ Cone administrator, you
	Additional Administrator Informati	on : 1 Record(s) Filed.		
	If the answer to question 26.(a) is administrator, you must complete of		through (f) below. If the <i>private fund</i> uses more tha tely for each administrator.	n one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (city,	•		
	City:	State:	Country:	

C Yes C No C Report Not Yet Received

		NEW YORK	New York	United States		
					Yes I	No
	(d)	Is the administrator a	related person of your firm?		O	•
	(e)	Does the administrator	prepare and send investor account sta	atements to the <i>private fund's</i> investors?		
				out not all investors) No (provided to n		
	(f)	· ·		the investor account statements to the (rest of the) <i>private fund's</i> investors, resp	• •	
27.		our last fiscal year, what ted person?	percentage of the <i>private fund's</i> assets	(by value) was valued by a <i>person</i> , such	n as an administrator, that is r	not
	relevant o	quotes, and (ii) the valu	* · · · · · · · · · · · · · · · · · · ·	n procedure established for that asset, if scriptions, redemptions or distributions,)
Ma	<u>rketers</u>					
						es No
28.	You r	must answer "yes" whet ar <i>person</i> . If the answer t	her the <i>person</i> acts as a placement age to question 28.(a) is "yes," respond to d	your <i>employees</i> for marketing purposes ent, consultant, finder, introducer, munici questions (b) through (g) below for each aplete questions (b) through (g) separate	pal advisor or other solicitor, on such marketer the <i>private fur</i>	
			No Inf	ormation Filed		
nf o	(a) Name GAIN (b) <i>Priva</i> i (inclu	bout the Private Fund e of the private fund: GELS BRAINBASE LLC te fund identification nun ide the "805-" prefix also				
2.	Under the	e laws of what state or o	country is the <i>private fund</i> organized:			
	State Verm		Country: United States			
3.			Manager, Trustee, or Directors (or <i>perso</i>	ons serving in a similar capacity):		
	GAINGEL	S MANAGEMENT LLC				
	GAINGEL	S VENTURES LLC				
	(b) If filin	ng an <i>umbrella registratic</i>	n, identify the <i>filing adviser</i> and/or <i>relyir</i>	ng adviser(s) that sponsor(s) or manage(s	s) this <i>private fund</i> .	
			No Infor	mation Filed		
4.	(1) qu	ualifies for the exclusion		any under section 3(c)(1) of the Investment		
5.	List the n	ame and country in End	ilish, of each <i>foreign financial regulatory</i>	authority with which the private fund is re	egistered.	
J.	5	and obtaining, in Elig		mation Filed	- <u>-</u>	
			NO THIOT		Y	es No

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

	No Information Filed	
	(c) Is this a "feeder fund" in a master-feeder arrangement?	Yes No
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	0 0
	Name of <i>private fund</i> :	
	Private fund identification number: (include the "805-" prefix also)	
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each of
	No Information Filed	
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	
		Yes No
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment	0 0
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	
	(b) If yes, does the private rund invest in runds managed by you or by a related person:	0 0
2		Yes No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0 0
10.	What type of fund is the <i>private fund</i> ?	
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	te fund:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.	
11.	Current gross asset value of the <i>private fund</i> : \$ 210,000	
<u>Ow</u>	nership	
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000	
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	•
13.	Approximate number of the <i>private fund's</i> beneficial owners: 20	
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 6%	
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 1%	Voc. N-
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes No

	Wha 5%	t is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>Ui</i>	nited States persons:			
Vour	- Δd	visory Services				
<u>10ui</u>	Д	visor y services			Yes	No
17. ((a)	Are you a subadviser to this <i>private fund</i> ?			0	\odot
(If the answer to question 17.(a) is "yes," provide the name and SEC file number, question 17.(a) is "no," leave this question blank.	if any, of the adviser of the private	e fund. If the answer t	to	
		No Information File	ed			
					Yes	No
		Do any investment advisers (other than the investment advisers listed in Section	•			0
(If the answer to question 18.(a) is "yes," provide the name and SEC file number, to question 18.(a) is "no," leave this question blank.	if any, of the other advisers to the	: private fund. If the a	INSW	er
		Name of Other Adviser to private fund	SEC file number	CRD number		
		GAINGELS MANAGEMENT LLC		317100		
					Yes	No
19. /	Are	your clients solicited to invest in the private fund?			\circ	\odot
I	NO7	E: For purposes of this question, do not consider feeder funds of the private fund.				
20. /	Арр	oximately what percentage of your clients has invested in the private fund?				
•	1%					
Priva	ate	Offering				
					Yes	No
21. H	Has	the private fund ever relied on an exemption from registration of its securities un	der Regulation D of the Securities A	Act of 1933?	•	0
22. I	If y∈	es, provide the <i>private fund's</i> Form D file number (if any):				
		n D file number -421778				
B. SEF		CE PROVIDERS				
					Yes	No
23. ((a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?			\circ	\odot
		(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared	pared in accordance with U.S. GAAF	??	0	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h you must complete questions (b) through (f) separately for each auditing firm.) below. If the <i>private fund</i> uses mo	ore than one auditing	firm,	,
		No Information File	ed			
					Yes	No
(Are the <i>private fund's</i> audited financial statements for the most recently complete investors?	ed fiscal year distributed to the <i>priv</i>	ate fund's	0	0
((h)	Do all of the reports prepared by the auditing firm for the private fund since your	last annual updating amendment co	ntain unqualified opir	nions	?
		C Yes C No C Report Not Yet Received				
		If you check "Report Not Yet Received," you must promptly file an amendment to yo	ur Form ADV to update your respons	e when the report is a	vailal	ble.
<u>Prim</u>	ie B	<u>roker</u>				
24. ((a)	Does the <i>private fund</i> use one or more prime brokers?			Yes	No
		If the answer to question 24.(a) is "yes," respond to questions (b) through (e) be fund uses more than one prime broker, you must complete questions (b) through			priva	te
		No Information File	ed			

If the answer to question 25 (a) is		listed above) to hold some or all of its assets?	
•		ough (g) below for each custodian the <i>private fund</i> ugh (g) separately for each custodian.	uses. If the <i>pi</i>
Additional Custodian Information	on : 1 Record(s) Filed.		
[] ·		hrough g) below for each custodian the <i>private fund</i> b) through (g) separately for each custodian.	uses. If the
(b) Legal name of custodian: SILICON VALLEY BANK			
(c) Primary business name of constitution SILICON VALLEY BANK	ustodian:		
(d) The location of the custodia	n's office responsible for <i>custody</i> of t	he <i>private fund's</i> assets (city, state and country):	
City:	State:	Country:	
SANTA CLARA	California	United States	
(e) Is the custodian a related pe	erson of your firm?		
(f) If the custodian is a broker-	dealer, provide its SEC registration n	umber (if any):	
CDD Number (If are)			
CRD Number (if any):			
(g) If the custodian is not a bro identifier (if any)	ker-dealer, or is a broker-dealer but	does not have an SEC registration number, provide	its <i>legal enti</i>
trator Does the <i>private fund</i> use an admi	nistrator other than your firm?		
Does the <i>private fund</i> use an admi If the answer to question 26.(a) is	,	ough (f) below. If the <i>private fund</i> uses more than or ator.	ne administra
Does the <i>private fund</i> use an admi	s "yes," respond to questions (b) through (f) separately for each administra	•	ne administr <i>a</i>
Does the <i>private fund</i> use an admi If the answer to question 26.(a) is must complete questions (b) throu Additional Administrator Inform If the answer to question 26.(a) administrator, you must complete	s "yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed.	ator. hrough (f) below. If the <i>private fund</i> uses more than	
Does the <i>private fund</i> use an admi If the answer to question 26.(a) is must complete questions (b) throu Additional Administrator Inform If the answer to question 26.(a)	s "yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the second of the s	ator. hrough (f) below. If the <i>private fund</i> uses more than	
Does the <i>private fund</i> use an admi If the answer to question 26.(a) is must complete questions (b) throu Additional Administrator Inform If the answer to question 26.(a) administrator, you must comple (b) Name of administrator:	s "yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separate	ator. hrough (f) below. If the <i>private fund</i> uses more than	
Does the <i>private fund</i> use an admi If the answer to question 26. (a) is must complete questions (b) throu Additional Administrator Inform If the answer to question 26. (a) administrator, you must comple (b) Name of administrator: GAINGELS INC (c) Location of administrator (circity:	s "yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separate (ity, state and country): State:	ator. hrough (f) below. If the <i>private fund</i> uses more than ely for each administrator. Country:	
Does the <i>private fund</i> use an admi If the answer to question 26. (a) is must complete questions (b) throu Additional Administrator Inform If the answer to question 26. (a) administrator, you must comple (b) Name of administrator: GAINGELS INC (c) Location of administrator (ci	s "yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separate	hrough (f) below. If the <i>private fund</i> uses more than ely for each administrator.	one
Does the <i>private fund</i> use an admi If the answer to question 26. (a) is must complete questions (b) throu Additional Administrator Inform If the answer to question 26. (a) administrator, you must comple (b) Name of administrator: GAINGELS INC (c) Location of administrator (circity:	s "yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separate (ity, state and country): State: New York	ator. hrough (f) below. If the <i>private fund</i> uses more than ely for each administrator. Country:	
Does the <i>private fund</i> use an admi If the answer to question 26. (a) is must complete questions (b) throu Additional Administrator Inform If the answer to question 26. (a) administrator, you must comple (b) Name of administrator: GAINGELS INC (c) Location of administrator (ci City: NEW YORK (d) Is the administrator a <i>relate</i> (e) Does the administrator preg	s "yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separate (ity, state and country): State: New York and person of your firm?	ator. hrough (f) below. If the <i>private fund</i> uses more than ely for each administrator. Country:	one

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

	Include only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the valuation determined by such <i>person</i> .				
<u>Ma</u>	rket	<u>ers</u>			
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	_	No.	
20.	(u)	You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicito similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		•	
		No Information Filed			
A. P	RIVA	TE FUND			
Info	orma	tion About the <i>Private Fund</i>			
1.	(a)	Name of the <i>private fund</i> :			
	(u)	GAINGELS CARTOGRAPHY LLC			
	(b)	Private fund identification number:			
		(include the "805-" prefix also)			
		805-4158192645			
2.	Und	der the laws of what state or country is the <i>private fund</i> organized:			
		State: Country:			
		Vermont United States			
3.		Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):			
		Ime of General Partner, Manager, Trustee, or Director AINGELS MANAGEMENT LLC			
		AINGELS VENTURES LLC			
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.			
		No Information Filed			
4.	The	e private fund (check all that apply; you must check at least one):			
	V	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940			
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940			
5.	List	t the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.			
		No Information Filed			
			Yes	No	
6.		Is this a "master fund" in a master-feeder arrangement?	0	⊙	
	(b)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ? No Information Filed			
		No miornation rileu			
			Yes	No	
	(c)	Is this a "feeder fund" in a master-feeder arrangement?	0	⊙	
	(d)	If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :			
		Private fund identification number: (include the "805-" prefix also)			

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

your related person?

0%

	for the master-feeder arrangement or reporting on the funds separately.		
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	or each	of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially a assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if i multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	t issued	d
8.	(a) Is this <i>private fund</i> a "fund of funds"?	Yes	_
0.	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	nt	•
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	\circ
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	Yes	No ⊙
10.	What type of fund is the private fund?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	ate fund	d:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 350,000		
<u>Ov</u>	vnership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	1e	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 48		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 3%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes O	No ©
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 7%		
Yo	ur Advisory Services	Yes	No
17.	(a) Are you a subadviser to this <i>private fund</i> ?	O	⊙
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	r to	
	No Information Filed	Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>?(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>. If the	•	0

Additions 2. Acceptable foliable for the private funds from the private funds of the private fund. 2. Approximately what percentage of your cleants has invested in the private fund? 2. The private fund even relied on an exemption from negistration of its securities under Regulation D of the Securities Act of 1933? 2. It yes, provide the private fund even relied on an exemption from negistration of its securities under Regulation D of the Securities Act of 1933? 2. It yes, provide the private fund even relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933? 2. EXEMPLE PROVIDERS Additions 2. SERVICE PROVIDERS Additions 2. (2) It the answer to question 23 (a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? 2. (2) It the answer to question 23 (a)(1) is "yes," respond to questions (b) through (b) below. If the private fund uses more than one auditing from your most complete questions (b) through (f) separation from the private fund's susting financial statements for the most recently completed fiscal year distribution to the private funds 2. (a) Are the private fund's susting financial statements for the most recently completed fiscal year distribution to the private funds 2. (b) Are the private fund's susting financial statements for the most recently completed fiscal year distribution to the private funds 2. (c) No. C No. C No. C Report Not Yet Received. You must promptly the an emondment to your form ADV to update your despends who the report is available. 2. (c) Does the private funds would not on more prime brokers? 3. (d) Does the private funds would not on more prime brokers? 4. (e) Does the private funds would not on more prime brokers? 4. (e) Does the private funds would not on more prime brokers? 5. (f) the answer to question 24 (a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses in the private fund uses more than one prime broker. 5. (e) Does the privat		to question 18.(a) is "no," leave this question blank.		
19		·	SEC file number	
19. Are your cleants solicined to lowest in the private rand? NOTE For purposes of this question, do not consider fooder funds of the private fund 20. Approximately what percentage of your cleans has invested in the private fund 196 Private Offering 21. Ites this private fund controlled on an examption from negligization of its securities under Regulation D of the Securities Act of 1933? 21. Ites this private fund controlled on an examption from negligization of its securities under Regulation D of the Securities Act of 1933? 21. Ites this private fund controlled in an examption from registration of its securities under Regulation D of the Securities Act of 1933? 22. If you provide the private funds form D file mander (if any)		GAINGELS MANAGEMENT LLC		317100
### ### ##############################				Yes N
26. Approximately what paramitage of your disasts has invasidat in the private tand? 178. Private Offering 27. Has the private And over rolled on an examption from registration of its securities under Regulation D of the Securities Act of 1933? 28. If yes, provide the private family from D file number (6 any): Form D file number	19. Are	e your clients solicited to invest in the private fund?		0 6
Private Othering 2: Has the private And over rolled on an exemption from registration of its securities under Regulation D of the Securities Act of 1933? © 2: If yes, provide the provate transit orm is the number (it any): Form D tile number	NC	TE: For purposes of this question, do not consider feeder funds of the privat	te fund.	
Private Othering 21. Has the private funds and its rorm is tile number (it any): Form Dille number (21. 122572 22. If yes, provide the private funds form is tile number (it any): Form Dille number (21. 422573 1. STRANCE PROVIDERS Auditors 23. (a) (1) Are the private funds mandal statements subject to an annual audit? (2) If the answer to question 23 (a)(1) is "yes," respons to questions (b) through (b) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (c) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (c) separately for each private funds audited financial statements for the most recently completed fiscal year distributed to the private fund's number fund's number funds audited financial statements for the most recently completed fiscal year distributed to the private fund's number funds audited financial statements for the most recently completed fiscal year distributed to the private fund's number funds audited financial statements for the most recently completed fiscal year distributed to the private fund's number funds audited financial statements for the most recently completed fiscal year distributed to the private fund's number funds funds for the private funds audited financial statements for the most recently completed fiscal year distributed to the private fund's number funds funds fund uses under funds audited financial statements for the most recently completed fiscal year distributed to the private fund's number funds funds funds for the private funds audited financial statements for the most recently completed fiscal year distributed to the private fund's number funds funds funds funds for the private funds audited financial statements for the most recently completed fiscal year distributed to the private funds audited financial statements for the most recently completed fiscal year distributed to the private funds audited financial statements for the private funds financial statement	00 4			
Pass the private fund over relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933? (a)			und?	
22. If yes, provide the private fund's Form D file number (if any): Form D file number	<u>Private</u>	e Offering		
22. If yes, provide the private fund's Form D file number (if any): Form D file number	21. Ha	s the <i>private fund</i> ever relied on an exemption from registration of its sec	curities under Regulation D of the Secu	Yes Nrities Act of 1933?
Service PROVIDERS Auditors Auditors (a) (1) Are the private rund's financial statements subject to an annual audit? (b) If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (b) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm. No Information Filed Yes (g) Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's investors? (h) Do all of the reports propered by the auditing firm for the private fund since your last annual auditing amendment contain unqualified opinions of Yes C No C Report Not Yet Received if you check "Report Not Yet Received." you must promptly the an amendment to your form ADV to update your response when the report is available. Prime Broker 24. (a) Does the private fund use one or more prime brokers? If the answer to question 24 (a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No Information Filed Ves 25. (a) Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets? (a) If the answer to question 25. (a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) below for each custodian.				
Auditors 23. (a) (1) Are the private tund's financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (n) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (n) below in the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm. No information Hiled Yes (g) Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's investors? (h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opinions? Yes O No O Report Not Yet Received If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is available fit the answer to question 24 (a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No information Filed Custodian Yes Custodian Yes Custodian Yes Custodian Yes Custodian Yes Custodian Yes (a) Does the private fund'use any custodians (including the prime brokers listed above) to hold some or all of its assets? (b) If the answer to question 25 (a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) below for each custodian.				
Auditors 23. (a) (1) Are the <i>private fund</i> 's financial statements subject to an annual audit? (2) If the answer to question 23 (a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? (3) If the answer to question 23 (a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm. No Information Filed Yes (g) Are the <i>private fund</i> 's audited financial statements for the most recently completed riseal year distributed to the <i>private fund</i> 's neverons? (h) Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> contain unqualified opinions? (h) Yes (h) No (h) Report Not Yet Received if you cheek. "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is available to the private fund use one or more prime brokers? Yes (a) Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24 (a) is "yes," respond to questions (b) through (c) below for each prime broker the <i>private fund</i> uses. If the <i>private fund</i> uses more than one prime broker, you must complete questions (b) through (c) separately for each prime broker. No information Filed Custodian Yes (a) Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? (a) If the answer to question 25, (a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses more than one outstodian, you must complete questions (b) through (g) separately for each custodian.				
Auditors Yes 23. (a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? (3) If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm. No Information Filed Yes (g) Are the <i>private fund</i> 's audited financial statements for the most recently completed fiscal year distributed to the <i>private fund</i> 's investors? (h) Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> contain unqualified opinions: Yes Yes Yes Yes The Broker Yes If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the <i>private fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No Information Filed Custodian Yes 25. (a) Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? (f) the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses for each prime brokers fund uses. If the <i>private fund</i> uses for than one custodian, you must complete questions (b) through (g) separately for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses for each custodian.	02	.1-422370		
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uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	25. (a)			~ `
Additional Custodian Information : 1 Record(s) Filed.				unvate runu uses. II the private run
		Additional Custodian Information : 1 Record(s) Filed.		
If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.				
(b) Legal name of custodian:		(b) Legal name of custodian:		

	(c) Primary business name of SILICON VALLEY BANK	custodian:		
	(d) The location of the custoc	ian's office responsible for <i>custody</i>	of the <i>private fund's</i> assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	Yes No
	(e) Is the custodian a related	person of your firm?		0 0
	(f) If the custodian is a broke	r-dealer, provide its SEC registration	on number (if any):	
	CRD Number (if any):			
	(g) If the custodian is not a bidentifier (if any)	roker-dealer, or is a broker-dealer	but does not have an SEC registration number, provide its	legal entity
<u>Adminis</u>	<u>trator</u>			Yes No
26. (a)	Does the private fund use an ad	ministrator other than your firm?		⊚ 0
	•	is "yes," respond to questions (b) rough (f) separately for each admin	through (f) below. If the <i>private fund</i> uses more than one a istrator.	dministrator, you
	Additional Administrator Info	mation : 1 Record(s) Filed.		
	11	a) is "yes," respond to questions (lete questions (b) through (f) sepa	o) through (f) below. If the <i>private fund</i> uses more than one rately for each administrator.	€
	(c) Location of administrator	(city, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Yes No
	(d) Is the administrator a rela	ted person of your firm?		O •
	(e) Does the administrator of	enare and send investor account s	tatements to the <i>private fund's</i> investors?	
		·	but not all investors) No (provided to no investors)	
	1		ds the investor account statements to the (rest of the) <i>priva</i> e (rest of the) <i>private fund's</i> investors, respond "not applica	
	ing your last fiscal year, what per related person?	rcentage of the <i>private fund's</i> asse	s (by value) was valued by a <i>person</i> , such as an administra	ator, that is not
rele		on used for purposes of investor su	on procedure established for that asset, if any, including oblibscriptions, redemptions or distributions, and fee calculation	
<u>Markete</u>	er <u>s</u>			
				Yes No
28. (a)	Does the private fund use the se	rvices of someone other than you	or your <i>employees</i> for marketing purposes?	0 0

You must answer "yes" whether the *person* acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar *person*. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the *private fund*

uses. If the *private fund* uses more than one marketer you must complete questions (b) through (g) separately for each marketer.

SILICON VALLEY BANK

	No Information Filed		
A. P	/ATE FUND		
Info	nation About the <i>Private Fund</i>		
1.	A) Name of the <i>private fund</i> : GAINGELS CLARA LLC D) <i>Private fund</i> identification number: (include the "805-" prefix also) 805-1004581676		
2.	Inder the laws of what state or country is the <i>private fund</i> organized: State: Country: Vermont United States		
3.	a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC		
	GAINGELS VENTURES LLC		
	o) If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> . No Information Filed		
4.	he <i>private fund</i> (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company (2) qualifies for the exclusion from the definition of investment (2) qualifies for the exclusion from the definition of investment (2) qualifies for the exclusion from the definition of investment (2) qualifies for the exclusion from the exclusio		
5.	ist the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
,	N. La Abia a Universita formalli in a consistant facility and a superior and the	Yes	
6.	a) Is this a "master fund" in a master-feeder arrangement? b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	0	⊙
	No Information Filed		
		Yes	No
	c) Is this a "feeder fund" in a master-feeder arrangement?	0	\odot
	d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	OTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Secti or the master-feeder arrangement or reporting on the funds separately.	on 7.B.(´	1)
7.	you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), ne feeder funds answer the following questions:	for each	of

NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of their assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issued multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.

No Information Filed

Ο.	(a)	is this private rund a Tund of Tunds ?	0	⊙
		E: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment icles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b)	If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
			Yes	No
9.		ing your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment npany Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	Wha	at type of fund is the private fund?		
	O r	nedge fund $^{f O}$ liquidity fund $^{f O}$ private equity fund $^{f O}$ real estate fund $^{f O}$ securitized asset fund $^{f O}$ venture capital fund $^{f O}$ Other <i>privat</i>	e fun	d:
	NOT	E: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.		rent gross asset value of the <i>private fund</i> : 20,014		
<u>Owi</u>	ners	hip		
12.		mum investment commitment required of an investor in the private fund:		
		000 TE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the anizational documents of the fund).		
13.	Арр 12	roximate number of the <i>private fund's</i> beneficial owners:		
14.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
15.	(a) 1%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
		If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No ⊙
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
You	ır Ad	Ivisory Services		
17	(=)	Are you a subadviser to this private fund?	Yes	_
17.		Are you a subadviser to this <i>private fund</i> ? If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer	c to	•
		question 17.(a) is "no," leave this question blank. No Information Filed		
			Yes	N _C
10	(a)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ?		
10.	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the a to question 18.(a) is "no," leave this question blank.	⊙ answ	C er
		Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
		GAINGELS MANAGEMENT LLC 317100		
			Yes	No
19.	Are	your clients solicited to invest in the private fund?	0	•
		FE: For purposes of this question, do not consider feeder funds of the private fund.		•
20.	App	roximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		

	rm D file number 11-424056	
. SERVI	ICE PROVIDERS	
Auditor	' <u>s</u>	Yes No
23. (a)	(1) Are the private fund's financial statements subject to an annual audit?	0 0
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0 0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audityou must complete questions (b) through (f) separately for each auditing firm.	iting firm,
	No Information Filed	
		Yes No
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	0 0
(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	d opinions?
	C Yes O No O Report Not Yet Received	
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report	t is available.
Prime I	<u>Broker</u>	
24. (a)	Does the <i>private fund</i> use one or more prime brokers?	Yes No
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	
	No Information Filed	
Custodi	<u>ian</u>	
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the	Yes No © C e private fund
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	⊙ ○
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the	⊙ ○
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	⊙ C e private fund
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the	⊙ C e private fund
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian:	⊙ C e private fund
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian:	⊙ C e private fund
	If the answer to question 25. (a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25. (a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund</i> 's assets (city, state and country): City: State: Country:	⊙ C e private fund
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country):	e private fund
	If the answer to question 25. (a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25. (a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund</i> 's assets (city, state and country): City: State: Country:	⊙ C e private fund

21. Has the *private fund* ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?

 \odot \circ

dmini	strator			
				Yes I
6. (a)	Does the <i>private fund</i> use an adm	-		
		us "yes," respond to questions (b) to ough (f) separately for each adminis	nrough (f) below. If the <i>private fund</i> uses more trator.	than one administrator, you
	Additional Administrator Inform	mation : 1 Record(s) Filed.		
		a) is "yes," respond to questions (b) lete questions (b) through (f) separa	through (f) below. If the <i>private fund</i> uses mortely for each administrator.	re than one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (city, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Yes No
	(d) Is the administrator a relation	ted person of your firm?		0 0
	(a) is the dammistrator a velati	tea perserrer year min.		~ ~
	(e) Does the administrator pro	epare and send investor account sta	Itements to the <i>private fund's</i> investors? ut not all investors) © No (provided to no inve	
	(e) Does the administrator pro Yes (provided to all inve	epare and send investor account statestors) Some (provided to some because of the contract of	'	stors) of the) <i>private fund's</i>
you 0% Ind rel	(e) Does the administrator pro Yes (provided to all inventor) (f) If the answer to question investors? If investor acconstruction investors? If investor acconstruction investors acconstruction investors? Yes (provided to all inventor) Investors investor acconstruction investors? If investor acconstruction investors? If investor acconstruction investors? In the answer to question investors acconstruction investors? Yes (provided to all investors acconstruction investors) In the answer to question investors acconstruction investors? In the answer to question investors acconstruction investors? In the answer to question investors acconstruction investors? In the answer to question investor acconstruction investors acconstruction investors.	epare and send investor account statestors) Some (provided to some beginning of some," who sends that statements are not sent to the exercise of the private fund's assets such person carried out the valuation used for purposes of investor sub	ut not all investors) No (provided to no inve	stors) of the) private fund's not applicable." administrator, that is not ncluding obtaining any
you 0% Ind rel	(e) Does the administrator pro Yes (provided to all invectors) (f) If the answer to question investors? If investor acconstruction investors? If investor acconstructions investors? If investor acconstructions acconstructions investors? If investor acconstructions investors? If investor acconstructions investors? If the answer to question investors acconstructions investors? If the answer to question investors acconstructions investors? If the answer to question investors acconstructions investors? If investors acconstructions acconstructions investors acconstructions investors acconstructions.	epare and send investor account statestors) Some (provided to some beginning of some," who sends that statements are not sent to the exercise of the private fund's assets such person carried out the valuation used for purposes of investor sub	ut not all investors) No (provided to no investigation of the investor account statements to the (rest of the) private fund's investors, respond " (by value) was valued by a person, such as an approcedure established for that asset, if any, in	stors) of the) private fund's not applicable." administrator, that is not necluding obtaining any e calculations (including
you 0% Ind rel alld	(e) Does the administrator pro Yes (provided to all invectors) (f) If the answer to question investors? If investor acconnot APPLICABLE ring your last fiscal year, what per our related person? Solude only those assets where (i) sevant quotes, and (ii) the valuation determinants of the control of the co	epare and send investor account statestors) Some (provided to some because) is "no" or "some," who sends that statements are not sent to the example of the private fund's assets such person carried out the valuation used for purposes of investor submined by such person.	ut not all investors) No (provided to no investigation of the investor account statements to the (rest of the) private fund's investors, respond " (by value) was valued by a person, such as an approcedure established for that asset, if any, in	stors) of the) private fund's not applicable." administrator, that is not ncluding obtaining any
you 0% Ind rel alld	(e) Does the administrator pro Yes (provided to all invectors) (f) If the answer to question investors? If investor acconnot APPLICABLE ring your last fiscal year, what per our related person? Solude only those assets where (i) sevant quotes, and (ii) the valuation determined by the private fund use the ser you must answer "yes" whether similar person. If the answer to questions and the private fund use the ser you must answer "yes" whether similar person. If the answer to questions are to private fund use the ser you must answer "yes" whether similar person. If the answer to question investors acconnoted the private fund use the ser you must answer "yes" whether similar person. If the answer to question investors acconnoted to the private fund use the ser you must answer "yes" whether similar person. If the answer to question investors acconnoted to the private fund use the ser you must answer "yes" whether similar person. If the answer to question investors acconnoted to the private fund use the ser you must answer "yes" whether similar person.	epare and send investor account statestors) Some (provided to some because) In Some (provided to some because) Some (provided to some because) Some (provided to some because) In Some, who sends the statements are not sent to the sound statements are not sent to the sound statements are not sent to the sound sent to the person carried out the valuation on used for purposes of investor submined by such person. Tryices of someone other than you or the person acts as a placement age question 28.(a) is "yes," respond to the sentence of the person to the person acts as a placement age question 28.(a) is "yes," respond to the person to the person to the person acts as a placement age question 28.(a) is "yes," respond to the person to the person to the person to the person acts as a placement age question 28.(a) is "yes," respond to the person to the person to the person to the person acts as a placement age question 28.(a) is "yes," respond to the person to the person to the person acts as a placement age question 28.(a) is "yes," respond to the person to the person to the person acts as a placement age question 28.(a) is "yes," respond to the person to the person to the person acts as a placement age question 28.(a) is "yes," respond to the person to the person acts as a placement age.	ut not all investors) No (provided to no investigation of the investor account statements to the (rest of the) private fund's investors, respond " (by value) was valued by a person, such as an on procedure established for that asset, if any, it is scriptions, redemptions or distributions, and fer	stors) of the) private fund's not applicable." administrator, that is not necluding obtaining any e calculations (including Yes visor or other solicitor, or marketer the private fund
you 0% Ind rel alld	(e) Does the administrator pro Yes (provided to all invectors) (f) If the answer to question investors? If investor acconnot APPLICABLE ring your last fiscal year, what per our related person? Solude only those assets where (i) sevant quotes, and (ii) the valuation determined by the private fund use the ser you must answer "yes" whether similar person. If the answer to questions and the private fund use the ser you must answer "yes" whether similar person. If the answer to questions are to private fund use the ser you must answer "yes" whether similar person. If the answer to question investors acconnoted the private fund use the ser you must answer "yes" whether similar person. If the answer to question investors acconnoted to the private fund use the ser you must answer "yes" whether similar person. If the answer to question investors acconnoted to the private fund use the ser you must answer "yes" whether similar person. If the answer to question investors acconnoted to the private fund use the ser you must answer "yes" whether similar person.	epare and send investor account statestors) Some (provided to some bestors) Some (provided to some bestors) To some, "who sends that statements are not sent to the example of the private fund's assets such person carried out the valuation on used for purposes of investor submined by such person. Tryices of someone other than you or the person acts as a placement age question 28. (a) is "yes," respond to or than one marketer you must come	ut not all investors) No (provided to no invented to the investor account statements to the (rest of the) private fund's investors, respond " (by value) was valued by a person, such as an approcedure established for that asset, if any, in scriptions, redemptions or distributions, and features are your employees for marketing purposes? In consultant, finder, introducer, municipal adequestions (b) through (g) below for each such	stors) of the) private fund's not applicable." administrator, that is not necluding obtaining any e calculations (including Yes visor or other solicitor, or marketer the private fund

CRD Number (if any):

GAINGELS CLIMATEVIEW LLC

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

805-3038746135

2.	Under the laws of what state or country is the private fund organized:		
	State: Country:		
	Vermont United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC		
	GAINGELS VENTURES LLC		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund. No Information Filed		
	No miormation riled		
4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	\odot
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?		
	Name of private fund:		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	r each	n of
	A		
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially al assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No
8.	(a) Is this <i>private fund</i> a "fund of funds"?	0	\odot
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	t	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	ate fur	nd:

	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 99,903		
<u>Ow</u>	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in organizational documents of the fund).	the	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 17		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 7%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 3%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes O	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 12%		
You	ur Advisory Services		
47		Yes	No
17.	(a) Are you a subadviser to this <i>private fund</i>?(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the ans	O wer to	⊙
	question 17.(a) is "no," leave this question blank.	WCI TO	
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	⊙	0
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If to question 18.(a) is "no," leave this question blank.	the answ	er
	Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
	GAINGELS MANAGEMENT LLC 317100		
		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund?</i>	0	\odot
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 3%		
<u>Pri</u>	vate Offering		
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	No
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	Form D file number		
	021-420361		
B. S	ERVICE PROVIDERS		
Aud	<u>ditors</u>		
23	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?		No •

(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?

	No Information Filed					
		Ye				
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	C				
(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	ed opinior				
	C Yes C No C Report Not Yet Received					
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the repo	ort is avaii				
e E	<u>Broker</u>	Ye				
a)	Does the <i>private fund</i> use one or more prime brokers?	0				
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	~				
	No Information Filed					
d	<u>ian</u>	Υe				
a)	Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets?	•				
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.					
	Additional Custodian Information : 1 Record(s) Filed.					
	Additional Custodian Information : 1 Record(s) Filed.					
	Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	the <i>priva</i>				
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If	the <i>priva</i>				
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian:	the <i>priva</i>				
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian:	the <i>priva</i>				
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: State: Country:	the <i>priva</i>				
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If <i>fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country):					
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: State: Country:					
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: State: Country: SANTA CLARA California United States	Yes				
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If <i>fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: State: Country: SANTA CLARA California United States (e) Is the custodian a <i>related person</i> of your firm?	Yes				

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you

26. (a) Does the *private fund* use an administrator other than your firm?

must complete questions (b) through (f) separately for each administrator.

Yes No

(e) Does the administrator prepare and send investor account statements to the private fund's investors? O'vice (provided to all investors) ⊙ Some (provided to some but not all investors) ⊚ No (provided to no investors) (f) If the answer to question 26,(c) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors. Provided to no investors? NOT APPLICABLE During your less tissed year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is no your related person? During your less tissed year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is no your related person? During your related person? Not applicable." During your related person? You must answer show the valuation used for purposes of investor subscriptions, redemptions or distributions, and rec calculations (including allocations) was the valuation determined by such person. Laters You must answer shows the private fund use the services of someone other than you or your employees for marketing purposes? You must answer shows the private fund use the services of someone other than you or your employees for marketing purposes? You must answer shows the question 28 (a) is "yes," respond to questions (b) through (g) below for each such marketer the private fund uses. If the private fund uses more than one marketer you must complete questions (b) through (g) below for each such marketer. No information Filed VATE FUND Matter fund (a) Name of the private fund GAINGELS CRAFTY LLC (b) Private fund identification number: (include the 18th of private fund organized: State: Country: Vermont United States (a) Namo(s) of General Partner, Managor, Trustoo, or Directors (or persons serving in a similar capacity):	GAINGELS INC (c) Location of administrator (city, state and country): City: State: During YORK New YORK New York: United States Yes (d) Is the administrator a rolated posson of your time? (e) Does the administrator prepare and send investor account statements to the private fund's investors? PYCs (provided to all investors) —Seme (provided to some but not all investors) —No (provided to re-investors) (f) If the answer to question 26.(e) is "not" or "some." who sends the investors account statements in the (rest of the) private fund's investors? NOT APPLICABLE During your last fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is 1 your rolated passon? ON. Include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and for calculations (including allocations) was the valuation determined by such person. **Exters** (a) Does the private fund use the services of semicone other than you or your crapticyces for marketing purposes? You must answer "yes" whether the person asts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, similar peaces. If the answer to question 36 (a) is "yes," respond to questions (b) through (g) below for each such marketer the private fund case. If the private fund use the or which marketer the protest or case. If the private fund use the or "yes" whether the person asts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor. No Information Filed INVATE FUND **Martin of the private fund (a) Name of the private fund (b) Private fund identification number: (notable the Sister) Country:	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator.					
City NEW YORK New York United States Ves Now York United States (d) Is the administrator prepare and send investor account statements to the private treat's prevated to all investors? (e) 10est the administrator prepare and send investor account statements to the private treat's prevated to all investors? (f) It the answer to question 26 (e) is "not" or "some," who sends the investor account statements in the (rest or the) private fund's investors, respond "not applicable." (f) It the answer for question 26 (e) is "not" or "some," who sends the investor account statements in the (rest or the) private fund's investors, respond "not applicable." NOT APPLICATED Ourling your less fiscal year, what percontage of the private fund's assets (by value) was valued by a person, such as an administrator, that is no pour related person? Ourling your less fiscal year, what percontage of the private fund's assets (by value) was valued by a person, such as an administrator, that is no pour related person? Ourling your less fiscal year, what percontage of the private fund's assets (by value) was valued by a person, such as an administrator, that is no pour related person? Our related person? You must answer "yos" whicher the private fund out the valuation procedure established for that asset, if any, including nationing any valued person of the private fund use the services of someone other than you or your employees for marketing purposes? You must answer "yos" whicher the person acts as a piscoment agent, consultant, finds, introducer, municipal advisor or other solitator, or similar person. If the private fund gueston 28, 60, 81 yes, "respond to questions (b) through (b) separately for each marketer the private fund control. Also information it lied VALITION Note for the private fund. GAINGLIS IS CRAITY IT C. Or West fund dentification number: (reduce the "9505"- prifts also) solitates. Our funder the laws of what state or	City: NEW YORK New York United States (d) Is the administrator a related person of your firm? (e) Does the administrator prepare and send investor account statements to the private fund's investors? (e) Does the administrator prepare and send investor account statements to the private fund's investors? (f) Of the answer to question 25 (c) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors. (pNo (provided to no investors) (f) If the answer to question 25 (c) is "no" or "some," who sends the investor account statements to the (rest of the) private funds investors. (respond "not applicable." NOT APPLICABLE During your list fiscal year, what percentage of the private fund's ussets (by value) was valued by a person, such as an administrator, that is investored, and (ii) the valuation destinated person? (iii) The answer to question used for purposes of investor subscriptions, redemptions or distributions, and for buildeding obtaining any relevant quaties, and (iii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and for buildeding finiteding subscriptions, was the valuation determined by such person. **Valuation** (a) Does the private fund uses the sendese or someone other than you or your employees for marketing purposes?* **Valuation** You must answer "yest" whether the person acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, similar person. If the investor fund uses more than one marketer you must complete questions (b) through (g) below for cach such marketer. **No Information Flied** No Information Flied** **Valuation** Valuation** **No Information** **Private Fund funding the number: (including the laws of what state or country is the private fund organized: Site: **Double the Titles** **Private Fund funding the number: (including the laws of what state or country is the private fund organized: Site: **Vermon** **Unified States** **Vermon** **V	(b)					
(d) Is the administrator prepare and send Investor account statements to the private fund's investors? (e) Does the administrator prepare and send Investor account statements to the private fund's investors? (f) It the answer to quistion 76 (e) is "not" or "some," who sends the investor account statements to the (rest or the) private fund's investors? Investors (investor account statements are not sent to the (rest of the) private fund's investors. The private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE During your last fiscal year, what percentage or the private fund's assets (by value) was valued by a person, such as an administrator, that is no your related person? 3% Include only those assets where (f) such person carried out the valuation procedure established for that asset, if any, including obtaining any elevant quotes, and (i) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the valuation determined by such person. Letters You (a) Does the private fund use the services of someone other than you or your employees for marketing purposes? You must answer "you" which the person asts as a placement agent, consulting, finding purposes? You must arrive if the answer of upsiston 28 (a) 5 "yes," respond to questions (b) through (g) beauty for each such marketer to private fund uses. If the private fund capson private fund seems on than one marketer you must complete questions (b) through (g) separately for each marketer to private fund (include the 1806s private fund Califoctis CRAFTY LLC 10. Private Fund 30. Name (s) of Ceneral Further, Manager, Trustee, or Directors (or persons serving in a similar capacity):	(d) Is the administrator a related person of your firm? (e) Does the administrator prepare and send investor account statements to the private fund's investors? (b) Eves (provided to all investors) & Some (provided to some but not all investors) & No (provided to no investors) (f) If the unswer to question 26, (e) is "not" or "some," who sends the investor account statements to the frest of the) private fund's investors. Proposed "not applicable." NOT APPLICABLE. During your last fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is a person test to the five person accreted out the valuation procedure established for that asset, if any, including obtaining any related person? Some content of the private fund use the person carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, und (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including infocations) was the valuation determined by such person. (a) Does the private fund use the services of someone other than you or your employees for marketing purposes? You must answer "yes" whether the person acts as a placement agent, consultant, finder, introducer, multiplandation or other solition, similar peace, if the answer to question 28 (as it "yes," response to questions (b) through (g) begarately for each marketer the private fund uses more than one marketer you must complete questions (b) through (g) begarately for each marketer. No Information Filed WATE FUND matien About the Private Fund (g) Name of the private fund Local private, fund uses an experiment of country is the private fund organized: Sitate: Country: United States (g) Name(n) of Ceneral Partner, Manager, Trustee, or Directory (or persons serving in a similar capacity): Name(n) of Ceneral Partner, Manager, Trustee, or Directory (or persons serving in a similar capacity):	(c)			Country:		
(d) Doos the administrator a related person of your firm? (e) Doos the administrator prepare and send investor account statements to the private fund's investors? (f) If the answer to question 2h. (e) is "not" or "some," who sends the Investor account statements to the (rest of the) private fund's investors. The investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." (g) If the answer to question 2h. (e) is "not" or "some," who sends the Investor account statements to the (rest of the) private fund's investors, respond "not applicable." (g) If the answer to question 2h. (e) is "not" or "some," who sends the Investor account statements to the (rest of the) private fund's investors, respond "not applicable." (g) If the answer to question 2h (e) is "not" or "some," who sends the Investor account statements to the (rest of the) private fund's investors, respond "not applicable." (h) If the answer to question 2h (e) is "not" or "some," who sends the Investor account statements to the (rest of the) private fund's investors, respond "not applicable." (h) If the answer to question account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." (h) If the answer to question account statements are not sent to the (rest of the) private accounts and investors account account account account accounts fund under the private fund use the private fund use the private fund use the calculations (including including including including including questions, and (i) the valuation accounts, and (ii) the valuation precedure established for that asset. If any, including accounts account accounts account account accounts account accounts account account account accounts account accounts accounts accounts account accounts	(d) Is the administrator a related person of your firm? (e) Does the administrator propare and send investor account statements to the private hand's investors? (e) Does the administrator propare and send investors account statements to the private hand's investors? (f) If the answer to question 26, (e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investors account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." During your last discal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is, your related person? NOT APPLICABLE During your last discal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is, your related person? NOT APPLICABLE During your last discal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is, your related person? Your pust and pust assets where (I) such person catried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation determined by such person. Selects (a) Does the private fund use the services of someone other than you or your employees for marketing purposes? Your must answer to question 20, (a) is 'yes,' respond to questions (b) through (g) below to each such marketier the private fund uses, if the private fund uses more than one marketier you must complete questions (a) through (g) below to each such marketier the private fund uses. If the private fund: No Information Fited WALLET UNIO Matter Private Fund (g) Name of the private fund: Out of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity) Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity)		NEW YORK	New York	United States		
O'Yes (provided to all investors) Same (provided to some but not all investors) No (provided to no investors) (f) If the answer to question 26, (e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investors account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE During your last fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is no our relined person? Note that the private fund is a sest of the private fund's assets (by value) was valued by a person, such as an administrator, that is no our relined person? Note that the private fund uses the relicularition used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including locations) vas the valuation determined by such person. Letters Yee Does the private fund use the services of someone other than you or your employees for marketing purposes? You must answer "yes" whether the person acis as a placement agent, consultant, finder, introduce, municipal advisor or other solicitor, or similar person. If the private fund uses more than one marketer you must complete questions (b) through (g) separately for each marketer. No Information I lied WATE FUND Name of the private fund: CANICELS CRAFTY LLC Private fund identification number: (include the laws of what state or country is the private fund organized: State: Country. Vermont United States No Indied States No Indied States	Of the answer to question 2d. (e) is "no" or "some," who sends the investors). (e) No (provided to no investors) (f) If the answer to question 2d. (e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? It investors account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE During your last fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is not our related person? Not include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any elevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including inlocations) was the valuation determined by such person. **Effects** 10 Does the private fund use the services of semicone other than you or your employees for marketing purposes? You must answer "yes" whether the person acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, similar person. If the answer to question 28 (a) is "yes," respond to questions (b) through (g) below for each such marketer the private fund uses. If the private fund uses more than one marketer you must complete questions (b) through (g) separately for each marketer. No information Filed **ATE FUND** Note: Construction of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):	(d)	Is the administrator a re	ated person of your firm?			
(f) If the answer to question 26.(e) is "no" or "some," who sends the Investor account statements to the (rest of the) private fund's investors. Private fund's investors. The private fund's investors. The private fund's investors, respond "not applicable." NOT APPLICABLE NOT APPLICAB	(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE During your lost fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is a cour related person? Producted only those assets where (i) such person carried out the valuation precedure established for that asset, if any, including obtaining any elevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including literations) was the valuation determined by such person. Peters Does the private fund use the services of someone other than you or your employees for marketing purposes? You must answer 'yes' whether the person acids as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the private fund uses in the private fund uses more than one marketer you must complete questions (b) through (g) separately for each marketer. No Information Filed No Information Filed ANATE FUND Notice the Private Fund ANATE FUND Notice the Sept - prefix also) SOB-8971874520 Indeed the Sept - prefix also) SOB-8971874520 Indeed the Sept - prefix also or country is the private fund organized: State: Country: Vermont United States No Indeed States No In	(e)	Does the administrator p	repare and send investor account sta	tements to the <i>private fund's</i> investors?		
Investors? If Investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE Inviting your last fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is no our related person? The private fund (i) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including literations) was the valuation determined by such person. The private fund use the services of someone other than you or your employees for marketing purposes? You must enswer "yos" whether the person acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor or similar person. It the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the private fund uses. If the private fund uses more than one marketer you must complete questions (b) through (g) separately for each marketer. No Information Filed WATE FUND The private fund identification number: (include the "805." prefix also) 805.8971874526 Indeed the laws of what state or country is the private fund organized: State: Country: Vermont United States Shame(s) of General Partner, Manager, Trustoe, or Directors (or persons serving in a similar capacity):	investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE Not APPLICABLE Not applicable." Not APPLICABLE Not applicable." Not applicable do y approximation of applicable." Not applicable do y applicable." Not applicable do y applicabl		C Yes (provided to all in	vestors) Some (provided to some b	ut not all investors) 👩 No (provided to no invest	tors)	
pour related person? 19% 19% 19% 19% 19% 19% 19% 19	your related person? One conduction only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including illocations) was the valuation determined by such person. eters (a) Does the private fund use the services of someone other than you or your employees for marketing purposes? You must answer "yes" whether the person acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, similar person. If the answer to question 28 (a) is "yes," respond to questions (b) through (g) below for each such marketer the private funduses. If the private fund uses more than one marketer you must complete questions (b) through (g) separately for each marketer. No Information Filed VATE FUND mation About the Private Fund: CAINCELS CRAFTY LLC (b) Private fund identification number: (include the "805-" prefix also) 805-8971874526 Under the laws of what state or country is the private fund organized: State: Country: Vermont United States (a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): Name of General Partner, Manager, Trustee, or Directors	(f)	investors? If investor acc			• •	
similar person. If the answer to question 28. (a) is "yes," respond to questions (b) through (g) below for each such marketer than uses. If the private fund uses more than one marketer you must complete questions (b) through (g) separately for each marketer. No Information Filed WATE FUND Mation About the Private Fund (a) Name of the private fund: GAINGELS CRAFTY LLC (b) Private fund identification number: (include the "805-" prefix also) 805-8971874526 Under the laws of what state or country is the private fund organized: State: Country: Vermont United States (a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):	similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the private fund uses. If the private fund uses more than one marketer you must complete questions (b) through (g) separately for each marketer. No Information Filed VATE FUND mation About the Private Fund (a) Name of the private fund: GAINGELS CRAFTY LLC (b) Private fund identification number: (include the "805-" prefix also) 805-8971874526 Under the laws of what state or country is the private fund organized: State:	clude o levant o ocation <u>ters</u>	quotes, and (ii) the valuation dete	ion used for purposes of investor substrmined by such <i>person</i> .	scriptions, redemptions or distributions, and fee		
ATE FUND nation About the Private Fund a) Name of the private fund: GAINGELS CRAFTY LLC b) Private fund identification number: (include the "805-" prefix also) 805-8971874526 Inder the laws of what state or country is the private fund organized: State: Country: Vermont United States a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):	ATE FUND Ination About the Private Fund a) Name of the private fund: GAINGELS CRAFTY LLC b) Private fund identification number: (include the "805-" prefix also) 805-8971874526 Inder the laws of what state or country is the private fund organized: State: Country: Vermont United States a) Name(s) of General Partner, Manager, Trustee, or Directors Name of General Partner, Manager, Trustee, or Director	simila	ar <i>person</i> . If the answer to	question 28.(a) is "yes," respond to	uestions (b) through (g) below for each such m	arketer the <i>private fund</i>	
a) Name of the private fund: GAINGELS CRAFTY LLC b) Private fund identification number: (include the "805-" prefix also) 805-8971874526 Under the laws of what state or country is the private fund organized: State: Vermont United States a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):	a) Name of the <i>private fund</i> : GAINGELS CRAFTY LLC b) <i>Private fund</i> identification number: (include the "805-" prefix also) 805-8971874526 Under the laws of what state or country is the <i>private fund</i> organized: State: Vermont United States a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): Name of General Partner, Manager, Trustee, or Director			No Inf	ormation Filed		
(a) Name of the <i>private fund</i> : GAINGELS CRAFTY LLC (b) <i>Private fund</i> identification number: (include the "805-" prefix also) 805-8971874526 Under the laws of what state or country is the <i>private fund</i> organized: State: Country: Vermont United States (a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	(a) Name of the <i>private fund</i> : GAINGELS CRAFTY LLC (b) <i>Private fund</i> identification number: (include the "805-" prefix also) 805-8971874526 Under the laws of what state or country is the <i>private fund</i> organized: State: Vermont United States (a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): Name of General Partner, Manager, Trustee, or Director	ATE FUN	ND				
GAINGELS CRAFTY LLC (b) Private fund identification number: (include the "805-" prefix also) 805-8971874526 Under the laws of what state or country is the private fund organized: State: Country: Vermont United States (a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):	GAINGELS CRAFTY LLC (b) Private fund identification number: (include the "805-" prefix also) 805-8971874526 Under the laws of what state or country is the private fund organized: State: Vermont United States (a) Name(s) of General Partner, Manager, Trustee, or Directors Vame of General Partner, Manager, Trustee, or Director	ation A	bout the <i>Private Fund</i>				
State: Country: Vermont United States (a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	State: Country: Vermont United States (a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): Name of General Partner, Manager, Trustee, or Director	GAIN Privat (inclu	GELS CRAFTY LLC te fund identification numb ude the "805-" prefix also)	er:			
Vermont United States a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	Vermont United States a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): Name of General Partner, Manager, Trustee, or Director						
	Name of General Partner, Manager, Trustee, or Director			•			
	Name of General Partner, Manager, Trustee, or Director) Name					
Name of General Partner, Manager, Trustee, or Director			e(s) of General Partner, Ma	anager, Trustee, or Directors (or <i>perso</i>	ns serving in a similar capacity):		

(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.

4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	0
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
	(c) Is this a "feeder fund" in a master-feeder arrangement?	Yes	No ⊙
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		٠
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	r each	า of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially al assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issue	d
8.	(a) Is this <i>private fund</i> a "fund of funds"?	Yes	
0.	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment	_	•
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		•
10.	What type of fund is the <i>private fund</i> ?		
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund venture capital fund C Other private	ite fun	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 100,000		
Ow	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	9	

13. Approximate number of the $\it private fund's$ beneficial owners:

No Information Filed

	13					
14.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by you and y 6	our related persons:			
15.		What is the approximate percentage of the <i>private fund</i> beneficially owned (in the a	ggregate) by funds of funds:			
	3%				Yes	No
	(b)	If the private fund qualifies for the exclusion from the definition of investment compact Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	any under section 3(c)(1) of the I	nvestment	0	•
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>Unite</i>	d States persons:			
You	ır A d	dvisory Services				
					Yes	No
17.		Are you a subadviser to this <i>private fund</i> ?			0	\odot
	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if a question 17.(a) is "no," leave this question blank.	any, of the adviser of the <i>private i</i>	<i>fund</i> . If the answer	to	
		No Information Filed				
4.0	<i>(</i>)		2 (4) 4 0 (1) 1 1 1 1 1 1 1 1	5	Yes	No
18.		Do any investment advisers (other than the investment advisers listed in Section 7.8 If the answer to question 18.(a) is "yes," provide the name and SEC file number, if the advisers 10.(c) is "yes," blanks	,		⊙ answ	o er
		to question 18.(a) is "no," leave this question blank. Name of Other Adviser to <i>private fund</i>	SEC file number	CRD number		
		GAINGELS MANAGEMENT LLC		317100		
					Yes	No
19.	Are	your <i>clients</i> solicited to invest in the <i>private fund</i> ?			0	\odot
	NO7	TE: For purposes of this question, do not consider feeder funds of the private fund.				
20.	App 3%	proximately what percentage of your clients has invested in the private fund?				
<u>Priv</u>	<u>rate</u>	Offering				
21.	Has	the <i>private fund</i> ever relied on an exemption from registration of its securities under	Regulation D of the Securities Ac	et of 1933?	Yes ©	No O
22.	If y	es, provide the <i>private fund's</i> Form D file number (if any):				
		m D file number				
	021	1-999999				
B. SI	ERVI	CE PROVIDERS				
Aud	litors	<u>S</u>				
					Yes	No
23.	(a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?			0	⊙
		(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepare			0	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) b you must complete questions (b) through (f) separately for each auditing firm.	elow. If the <i>private fund</i> uses mor	e than one auditing	g firm	,
		No Information Filed				
					Yes	No
		Are the <i>private fund's</i> audited financial statements for the most recently completed finvestors?	iscal year distributed to the <i>priva</i>	te fund's	0	0
	(h)	Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your las	t annual updating amendment con	tain unqualified op	inions	s?
		C Yes C No C Report Not Yet Received				

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

24. (a)	•	'yes," respond to questions (b) thro	ough (e) below for each prime broker the <i>private fund</i> use b) through (e) separately for each prime broker.	Yes No C © s. If the <i>private</i>				
		No Infor	mation Filed					
Custod	<u>lian</u>							
2F (a)	Doos the private fundues any quate	diana (including the prime brokers	isted above) to hold some or all of its assets?	Yes No				
25. (a)	If the answer to question 25.(a) is	'yes," respond to questions (b) thro	isted above) to hold some or all of its assets? Sugh (g) below for each custodian the <i>private fund</i> uses. If gh (g) separately for each custodian.	⊙ of the <i>private fund</i>				
	Additional Custodian Information	: 1 Record(s) Filed.						
	•		nrough g) below for each custodian the <i>private fund</i> uses.) through (g) separately for each custodian.	If the private				
	(b) Legal name of custodian: SILICON VALLEY BANK							
	(c) Primary business name of cus	stodian:						
	(d) The location of the custodian'	s office responsible for <i>custody</i> of the	ne <i>private fund's</i> assets (city, state and country):					
	City: SANTA CLARA	State: California	Country: United States					
	(e) Is the custodian a related per	son of your firm?		Yes No				
	(f) If the custodian is a broker-de	ealer, provide its SEC registration n	umber (if any):					
	- CRD Number (if any):							
	(g) If the custodian is not a broke identifier (if any)	er-dealer, or is a broker-dealer but	does not have an SEC registration number, provide its <i>le</i> ç	gal entity				
<u>Admini</u>	<u>istrator</u> Yes I							
26. (a)) Does the <i>private fund</i> use an admini	strator other than your firm?		⊙ (
	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator.							
	Additional Administrator Informa	tion : 1 Record(s) Filed.						
	•	s "yes," respond to questions (b) the questions (b) through (f) separate	rough (f) below. If the <i>private fund</i> uses more than one y for each administrator.					
	(b) Name of administrator: GAINGELS INC							
	(c) Location of administrator (city	, state and country):						
	City:	State: New York	Country: United States					

Yes No

Prime Broker

		(a) is the administrator a related person or your firm:	•	
		(e) Does the administrator prepare and send investor account statements to the private fund's investors?		
		OYes (provided to all investors) OSome (provided to some but not all investors) No (provided to no investors)		
		(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) <i>private fund's</i> investors? If investor account statements are not sent to the (rest of the) <i>private fund's</i> investors, respond "not applicable." NOT APPLICABLE		
		No 1711 ETO/ISEE		
0.7	D			
21.		ing your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that related person?	is not	
	90ui 0%	related person:		
		ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining a	D) /	
	relev	vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (included assets) was the valuation determined by such <i>person</i> .	•	
Maı	rkete	e <u>rs</u>		
			Yes	No
28.	(a)	Does the private fund use the services of someone other than you or your employees for marketing purposes?	0	\odot
	,	You must answer "yes" whether the person acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicito	or, or	
		similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the private		
		uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		
		No Information Filed		
A. PF	RIVAT	TE FUND		
Info	rmati	ion About the <i>Private Fund</i>		
1	(0)	Name of the private fund		
1.		Name of the private fund:		
		GAINGELS DELIX THERAPEUTICS LLC		
	` ,	Private fund identification number: (include the "ROE" profix class)		
		(include the "805-" prefix also)		
		805-2588734620		
2.	Unde	er the laws of what state or country is the <i>private fund</i> organized:		
		State: Country:		
	· ·	Vermont United States		
3.		Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
		me of General Partner, Manager, Trustee, or Director		
	GAI	NGELS MANAGEMENT LLC		
	GAI	NGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
		No information riled		
4.		private fund (check all that apply; you must check at least one):		
	V	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	N _C
4	(0)	Is this a "master fund" in a master feeder arrangement?		
6.		Is this a "master fund" in a master-feeder arrangement?	0	⊙
	(b)	If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		

	(c) Is this a "feeder fund" in a master-feeder arrangement?	Yes	_
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	О	⊙
	Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	า of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it i multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No
8.	(a) Is this <i>private fund</i> a "fund of funds"?	\circ	\odot
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	e fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 235,000		
<u>Ow</u>	vnership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 25		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 2%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 1%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No ©
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		

<u>Custodian</u>

Your A	dvisory Services				
47 (es l	No
	 Are you a subadviser to this private fund? If the answer to question 17.(a) is "yes," provide the name and SEC file number 	if any of the advisor of the private			⊙
a)	question 17.(a) is "no," leave this question blank.	, if arry, of the adviser of the <i>private</i>	runa. If the answer to		
	No Information Fil	ed			
			Υ	es l	No
18. (a	Do any investment advisers (other than the investment advisers listed in Section	7.B.(1).A.3.(b)) advise the private	fund?	⊙	0
(b	If the answer to question 18.(a) is "yes," provide the name and SEC file number to question 18.(a) is "no," leave this question blank.	, if any, of the other advisers to the	private fund. If the an	swer	-
	Name of Other Adviser to private fund	SEC file number	CRD number		
	GAINGELS MANAGEMENT LLC		317100		
			Υ	es l	No
19. Ar	e your clients solicited to invest in the private fund?		(0	⊙
No	OTE: For purposes of this question, do not consider feeder funds of the private fund.				
20. Ap	proximately what percentage of your clients has invested in the private fund?				
19	6				
<u>Privat</u>	e Offering		V	es l	Na
21. Ha	is the <i>private fund</i> ever relied on an exemption from registration of its securities ur	nder Regulation D of the Securities A			O
		ide. Regulation 2 of the cood these		٠	
22. If	yes, provide the <i>private fund's</i> Form D file number (if any):				
F	orm D file number				
0	21-421250				
Audito	<u>rs</u>		Y	′es ∣	No
23. (a	(1) Are the private fund's financial statements subject to an annual audit?			0	•
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements pre	pared in accordance with U.S. GAAF	?	0	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (by you must complete questions (b) through (f) separately for each auditing firm.	n) below. If the <i>private fund</i> uses mo	re than one auditing fi	rm,	
	No Information Fil				
	NO INFORMATION FILE	ea 			
			٧	′es ∣	No
(g	Are the <i>private fund's</i> audited financial statements for the most recently complet investors?	ed fiscal year distributed to the <i>priv</i>			0
(h	Do all of the reports prepared by the auditing firm for the private fund since your	last annual updating amendment co	ntain unqualified opini	ons?	,
	C Yes C No C Report Not Yet Received				
	If you check "Report Not Yet Received," you must promptly file an amendment to yo	our Form ADV to update your respons	e when the report is ava	ailab.	le.
<u>Prime</u>	<u>Broker</u>				
			Y	'es	No
24. (a	Does the <i>private fund</i> use one or more prime brokers?	polow for each prime had a the			•
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) be fund uses more than one prime broker, you must complete questions (b) through	·	·	ıvate	ج
	No Information Fil	ed			

raditio	onal Custodian Information :	: 1 Record(s) Filed.		
	·		through g) below for each custodian the <i>private fur</i> (b) through (g) separately for each custodian.	nd uses. If the
	egal name of custodian: SILICON VALLEY BANK			
	rimary business name of custo SILICON VALLEY BANK	odian:		
(d) T	he location of the custodian's	office responsible for <i>custody</i> of	the private fund's assets (city, state and country):	
	ity:	State:	Country:	
S	SANTA CLARA	California	United States	
(e) Is	s the custodian a <i>related perso</i>	on of your firm?		`
(f) If	f the custodian is a broker-dea	aler, provide its SEC registration	number (if any):	
C	RD Number (if any):			
	The real results of the array re			
, and the second	dentifier (if any)			
<u>rator</u> Does th	ne <i>private fund</i> use an adminis	J	nrough (f) below. If the <i>private fund</i> uses more than	one administra
Does the amust co	ne <i>private fund</i> use an adminis nswer to question 26.(a) is "y	yes," respond to questions (b) the (f) separately for each administ	nrough (f) below. If the <i>private fund</i> uses more than trator.	one administra
Does the amust contact of the admiral admirativa admirativa admirativa admirativa admirativa admirativ	ne <i>private fund</i> use an administing nswer to question 26.(a) is "y permanent of the properties of the	yes," respond to questions (b) the (f) separately for each administion: 1 Record(s) Filed.	trator. through (f) below. If the <i>private fund</i> uses more that	
Does the street of the amust continued admirately admirately (b) N	ne <i>private fund</i> use an administ nswer to question 26.(a) is "y complete questions (b) through conal Administrator Information e answer to question 26.(a) is nistrator, you must complete of	yes," respond to questions (b) the (f) separately for each administrion: 1 Record(s) Filed. "yes," respond to questions (b)	trator. through (f) below. If the <i>private fund</i> uses more that	
Does the addition of the admiral control of t	ne private fund use an administration 26.(a) is "yomplete questions (b) through conal Administrator Information answer to question 26.(a) is histrator, you must complete column of administrator:	yes," respond to questions (b) the (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separate	trator. through (f) below. If the <i>private fund</i> uses more that	
Does the street of the street	ne private fund use an administrator Information answer to question 26.(a) is "younglete questions (b) through the properties of the prope	yes," respond to questions (b) the (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separate	trator. through (f) below. If the <i>private fund</i> uses more that	
Does the addition of the admiration of the admir	ne private fund use an administrator Inswer to question 26.(a) is "yomplete questions (b) through conal Administrator Information answer to question 26.(a) is histrator, you must complete column of administrator: GAINGELS INC	yes," respond to questions (b) the (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separate	through (f) below. If the <i>private fund</i> uses more that tely for each administrator.	
Does the addition of the admiration of the admir	ne private fund use an administrator to question 26. (a) is "y complete questions (b) through conal Administrator Information answer to question 26. (a) is histrator, you must complete column of administrator: GAINGELS INC occation of administrator (city, city:	yes," respond to questions (b) the (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separately state and country): State: New York	through (f) below. If the <i>private fund</i> uses more that tely for each administrator. Country:	
Does the addition of the admiration of the admir	ne private fund use an administrator Information answer to question 26. (a) is "younglete questions (b) through conal Administrator Information answer to question 26. (a) is nistrator, you must complete column of administrator: SAINGELS INC occation of administrator (city, city:	yes," respond to questions (b) the (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separately state and country): State: New York	through (f) below. If the <i>private fund</i> uses more that tely for each administrator. Country:	an one
Does the adminant of the adminant control of the admin	ne private fund use an administrator to question 26. (a) is "y complete questions (b) through conal Administrator Information answer to question 26. (a) is nistrator, you must complete column of administrator: SAINGELS INC City: SEW YORK Sethe administrator a related p	yes," respond to questions (b) the (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separately state and country): State: New York person of your firm?	through (f) below. If the <i>private fund</i> uses more that tely for each administrator. Country:	an one Ye
Does the If the a must contain (b) No (c) Look (d) Is (e) Do	ne private fund use an administrator to question 26. (a) is "y complete questions (b) through conal Administrator Information answer to question 26. (a) is histrator, you must complete collame of administrator: GAINGELS INC ocation of administrator (city, city: IEW YORK Is the administrator a related property of the administrator of the ad	yes," respond to questions (b) the (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separately state and country): State: New York Deerson of your firm?	through (f) below. If the <i>private fund</i> uses more that tely for each administrator. Country: United States	an one Ye

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

your related person?

Yes No

	0%			
	rele	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining ar vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (include cations) was the valuation determined by such <i>person</i> .	-	
Ma	rkete	<u>ers</u>		
28	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	No ⊙
		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicito similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		٠
		No Information Filed		
A. F	RIVAT	TE FUND		
Info	ormat	ion About the <i>Private Fund</i>		
1.	(a)	Name of the <i>private fund</i> :		
1.		GAINGELS DOCDOC LLC		
		Private fund identification number:		
		(include the "805-" prefix also)		
		805-1137525158		
2.	Und	er the laws of what state or country is the <i>private fund</i> organized:		
		State: Country:		
		Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
		me of General Partner, Manager, Trustee, or Director		
	GAI	INGELS MANAGEMENT LLC		
	GAI	INGELS VENTURES LLC		
	(lp.)	If filling an umbralla registration identify the filling advices and for valving advices(a) that an expect(a) as means as (a) this private fund		
	(a)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund. No Information Filed		
		No mioritation riled		
4.	The	private fund (check all that apply; you must check at least one):		
	V	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
Э.	LIST	No Information Filed		
			Yes	No
6.	(a)	Is this a "master fund" in a master-feeder arrangement?	0	•
	(b)	If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		
	(c)	Is this a "feeder fund" in a master-feeder arrangement?	Yes	
		If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	0	⊙
		Name of <i>private fund</i> :		
		Private fund identification number: (include the "805-" prefix also)		
		(morado trio dod protividad)		

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

7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each the feeder funds answer the following questions:					
	No Information Filed					
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially a assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.					
		Yes	. No			
8.	(a) Is this <i>private fund</i> a "fund of funds"?	0	•			
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	it				
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	С			
		Yes	s No			
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?					
10.	What type of fund is the <i>private fund</i> ?					
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	ate fur	nd:			
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.					
11.	Current gross asset value of the <i>private fund</i> : \$ 100,000					
<u>Ow</u>	<u>nership</u>					
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000					
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in thorganizational documents of the fund).	e				
13.	Approximate number of the <i>private fund's</i> beneficial owners: 12					
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 13%					
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:					
	3%	Yes	s No			
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	•			
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 0%					
Υοι	ur Advisory Services					
17.	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	s No ⊙			
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	_	٠			
	No Information Filed					
		Yes	s No			
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	⊙	С			

Name of Other Adviser to private fund	SEC file number	CRD number		
GAINGELS MANAGEMENT LLC		317100		
			Yes	No
	6. 1		0	•
TIE: For purposes of this question, ao not consider feeder funds of the private	e tuna.			
proximately what percentage of your <i>clients</i> has invested in the <i>private fu</i>	ınd?			
2 Offering				
2 Offering			Yes	No
s the private fund ever relied on an exemption from registration of its second	urities under Regulation D of the Securi	ties Act of 1933?	\odot	0
use provide the private fund's Form D file number (if any).				
<u> </u>				
ICE PROVIDERS				
<u>rs</u>				
			Yes	No
			0	⊙
(2) If the answer to question 23.(a)(1) is "yes," are the financial statem	nents prepared in accordance with U.S.	GAAP?	0	0
	,	s more than one auditin	ng firm	,
No Inform	nation Filed			
			Yes	Nc
Are the <i>private fund's</i> audited financial statements for the most recently investors?	completed fiscal year distributed to the	e private fund's	0	0
Do all of the reports prepared by the auditing firm for the private fund si	nce your last annual updating amendme	nt contain unqualified op	pinions	;?
O Yes O No O Report Not Yet Received				
If you check "Report Not Yet Received," you must promptly file an amendment	nent to your Form ADV to update your res	ponse when the report is	availa	ble.
Drakov				
<u>Broker</u>			Yes	No
Does the <i>private fund</i> use one or more prime brokers?			0	•
·	•	•	e <i>priva</i>	te
No Inform	nation Filed			
ian				
			Yes	No
Does the private fund use any custodians (including the prime brokers li	sted above) to hold some or all of its as	ssets?	\odot	0
· · · · · · · · · · · · · · · · · · ·	,	rivate fund uses. If the p	rivate t	^s unc
Additional Custodian Information : 1 Record(s) Filed.				
TI CONTRACTOR OF THE CONTRACTO	rough g) below for each custodian the			
	e your clients solicited to invest in the private fund? DTE: For purposes of this question, do not consider feeder funds of the private funds of the private funds. BY OFFERING Solid the private fund ever relied on an exemption from registration of its secures, provide the private fund's Form D file number (if any): DIEST D File number 11-419547 DIEST PROVIDERS Description of the private fund's financial statements subject to an annual audit (2) If the answer to question 23.(a)(1) is "yes," are the financial statements for the ensure that the private fund's financial statements for the private funds of the private funds audition (b) through (f) separately for each auditing financial statements for the most recently investors? Do all of the reports prepared by the auditing firm for the private funds of Yes O No O Report Not Yet Received If you check "Report Not Yet Received," you must promptly file an amendate fund uses more than one prime broker, you must complete questions (b) through the answer to question 24.(a) is "yes," respond to questions (b) through fund uses more than one prime broker, you must complete questions (f) through the answer to question 25.(a) is "yes," respond to questions (b) through fund uses more than one prime broker, you must complete questions (b) through the answer to question 25.(a) is "yes," respond to questions (b) through the answer to question 25.(a) is "yes," respond to questions (b) through the answer to question 25.(a) is "yes," respond to questions (b) through the answer to question 25.(a) is "yes," respond to questions (b) through the answer to question 25.(a) is "yes," respond to questions (b) through the answer to question 25.(a) is "yes," respond to questions (b) through the answer to question 25.(a) is "yes," respond to questions (b) through the answer to question 25.(a) is "yes," respond to questions (b) through the answer to question 25.(a) is "yes," respond to questions (b) through the answer to question 25.(a) is "yes," respond to questions (b) through the a	a your cleants solicited to invest in the private fund? 777: For purposes of this question, do not consider feeder funds of the private fund? 8 • Offering 9 • Offering 8 • Offering 9 • Offering 9 • Offering 10 • Offering 11 • Offering 12 • Offering 13 • Offering 14 • Offering 15 • Offering 16 • Offering 17 • Offering 18 • Offering 18 • Offering 19 • Offering 19 • Offering 10 • Offering 10 • Offering 10 • Offering 10 • Offering 11 • Offering 11 • Offering 11 • Offering 12 • Offering 13 • Offering 14 • Offering 14 • Offering 15 • Offering 16 • Offering 17 • Offering 18 • Offering 18 • Offering 19 • Offering 19 • Offering 10 • Offering 10 • Offering 10 • Offering 11 • Offering 11 • Offering 12 • Offering 13 • Offering 14 • Offering 14 • Offering 15 • Offering 16 • Offering 17 • Offering 18 • Offering 18 • Offering 19 • Offering 19 • Offering 10 • Offering 10 • Offering 10 • Offering 10 • Offering 11 • Offering 12 • Offering 13 • Offering 14 • Offering 15 • Offering 16 • Offering 16 • Offering 17 • Offering 18 • Offering 18 • Offering 19 • Offering 19 • Offering 19 • Offering 10 • Offering 11 • Offering 12 • Offering 13 • Offering 14 • Offering 15 • Offering 16 • Offering 16 • Offering 17 • Offering 18 • Offering 18 • Offering 18 • Offering 18 • Offering 19 • Offering 19 • Offering 19 • Offering 19 • Offering 10 • Offering 11 • Offering 11 • Offering 12 • Offering 13 • Offering 14 • Offering 15 • Offering 16 • Offering 17 • Offering 18 • Offering 18 • Offering 19 • Offering 19 • Offering 19 • Offering 10 • Offering 11 • Offering 12 • Offering 13 • Offering 14 • Offering 15 • Offering 16 • Offering 16 • Offering 17 • Off	A STATE OF PROVIDERS The purposes of this question to invest in the private facult flower for private facult for the private facult flower for private facult personal person	eyour clients solicited to invest in the provate hand? Procuracies of this question, do not consider feeder funds of the provate fund. Procuracies which percentage of your clients has invested in the private hand? Procuracies which percentage of your clients has invested in the private hand? Procuracies which percentage of your clients has invested in the private hand? Procuracies which percentage of your clients has invested in the private hand? Procuracies which has private hands from an exemption from registration of its securities under Regulation II of the Securities Act of 1932? Procuracies which hands from a exemption from registration of its securities under Regulation II of the Securities Act of 1932? Procuracies which hands from a exemption from registration of its securities under Regulation II of the Securities Act of 1932? Procuracies which hands from a exemption from registration of its securities under Regulation II of the Securities Act of 1932? Procuracies which hands from a exemption from registration of its securities under Regulation II of the Securities Act of 1932? Procuracies which hands from a securities from a nanual saudity Procuracies from a private fund is statements subject to an annual saudity Procuracies from a subject of the private fund and security of the private fund uses more than one subditing from for the private fund use one or more office because of the more fund security of the private fund use one or more office brokers? Process the private fund use one or more office brokers? Process the private fund use one or more office brokers? Process the private fund use one or more office brokers? Process the private fund use one or more office brokers? Process the private fund use one or more office brokers? Process the private fund use one or more office brokers? Process the private fund use one or

(b) Legal name of custodian: SILICON VALLEY BANK

SILICON VALLEY BAI			
(d) The location of the	custodian's office responsible for <i>custody</i>	of the <i>private fund's</i> assets (city, state and country):	
City:	State:	Country:	
SANTA CLARA	California	United States	
			Yes No
(e) Is the custodian a r	elated person of your firm?		○ ⊙
(f) If the custodian is a	broker-dealer, provide its SEC registration	on number (if any):	
- CRD Number (if any)	4		
(g) If the custodian is n identifier (if any)	ot a broker-dealer, or is a broker-dealer	but does not have an SEC registration number, provid	de its <i>legal entity</i>
<u>istrator</u>			Yes No
Does the private fund use	an administrator other than your firm?		⊙ ⊙
·	26.(a) is "yes," respond to questions (b) (b) through (f) separately for each admini	through (f) below. If the <i>private fund</i> uses more than istrator	one administrator, you
	Information : 1 Record(s) Filed.		
· ·	n 26.(a) is "yes," respond to questions (b complete questions (b) through (f) separ	o) through (f) below. If the <i>private fund</i> uses more that	an one
dammistrator, you mast	complete questions (b) timough (i) separ	rately for each daministrator.	
(b) Name of administra	cor:		
(c) Location of administ	rator (city, state and country):		
City:	State:	Country:	
NEW YORK	New York	United States	
(d) Is the administrator	a related person of your firm?		Yes No
(a) is the administrator	a related person of your firm?		0 0
(e) Does the administra	ator prepare and send investor account s	tatements to the private fund's investors?	
O Yes (provided to	all investors) ${\color{red}\mathbb{C}}$ Some (provided to some	but not all investors) No (provided to no investors))
		ds the investor account statements to the (rest of the e (rest of the) private fund's investors, respond "not a	•
uring your last fiscal year, wour <i>related person</i> ?		s (by value) was valued by a <i>person</i> , such as an adm on procedure established for that asset, if any, includ	
levant quotes, and (ii) the v	•	ibscriptions, redemptions or distributions, and fee calc	
			Yes No
·	•	or your employees for marketing purposes?	0 @
similar person. If the answ	er to question 28.(a) is "yes," respond to	gent, consultant, finder, introducer, municipal advisor of questions (b) through (g) below for each such market mplete questions (b) through (g) separately for each	eter the <i>private fund</i>

A. F	PRIVATE FUND		
<u>Inf</u>	ormation About the Private Fund		
1.	 (a) Name of the <i>private fund</i>: GAINGELS DRINKPRIME LLC (b) <i>Private fund</i> identification number (include the "805-" prefix also) 805-9349226401 	r:	
2	Under the laws of what state or some		
2.	Under the laws of what state or cour State: Vermont	Country: United States	
3.	(a) Name(s) of General Partner, Mar	nager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	
	Name of General Partner, Manager	r, Trustee, or Director	
	GAINGELS MANAGEMENT LLC GAINGELS VENTURES LLC		
	CATIVOLES VENTORES ELO		
	(b) If filing an <i>umbrella registration</i> , i	identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> . No Information Filed	
4.		r; you must check at least one): m the definition of investment company under section 3(c)(1) of the Investment Company Act of m the definition of investment company under section 3(c)(7) of the Investment Company Act of	
5.	List the name and country, in English	n, of each foreign financial regulatory authority with which the private fund is registered.	
		No Information Filed	Var Na
6.	(a) Is this a "master fund" in a mast	ter-feeder arrangement?	Yes No
		vate fund identification number (if any) of the feeder funds investing in this private fund?	
		No Information Filed	
	(c) Is this a "feeder fund" in a mast	er-feeder arrangement? Vate fund identification number (if any) of the master fund in which this private fund invests?	Yes No ○ ⊙
	Name of <i>private fund</i> :	vate rana la continua de la la continua de la conti	
	Private fund identification number (include the "805-" prefix also)	r:	
	·	6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, sor reporting on the funds separately.	Section 7.B.(1)
7.	If you are filing a single Schedule D, the feeder funds answer the following	Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B ng questions:	3.(1), for each of
		No Information Filed	
	assets in a single fund ("master fund	and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substan d"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this quest s or interests, and each class (or series) invests substantially all of its assets in a single master t	ion if it issued

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

10.). What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O O	ther <i>private f</i> u	und:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 200,000		
<u>Ow</u>	wnership		
12.	2. Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set for organizational documents of the fund).	orth in the	
13.	3. Approximate number of the <i>private fund's</i> beneficial owners:21		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 8%		
15.	5. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 2%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients?		s No
16.	5. What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 27%		
You	our Advisory Services		
17.	7. (a) Are you a subadviser to this <i>private fund</i> ?	Ye O	s No
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the question 17.(a) is "no," leave this question blank.	~	
	No Information Filed		
1.2	3. (a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?		s No
10.	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the private futo question 18.(a) is "no," leave this question blank.	⊙ nd. If the ansv	
	Name of Other Adviser to <i>private fund</i> SEC file number CRD nur	nber	
	GAINGELS MANAGEMENT LLC 317100		
19	9. Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?		s No
. , .	NOTE: For purposes of this question, do not consider feeder funds of the private fund.	0	•

21. Has the *private fund* ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?

Yes No

⊙ ○

22. If	22. If yes, provide the <i>private fund's</i> Form D file number (if any):						
Fo	orm D file number						
02	21-421415						
SERV	VICE PROVIDERS						
Audito	ors_						
		Yes N					
23. (a)) (1) Are the private fund's financial statements subject to an annual audit?	0 6					
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0 0					
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one aud						
	you must complete questions (b) through (f) separately for each auditing firm.	g					
	No Information Filed						
, ,		Yes N					
(g.	Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's investors?	0 (
(h		d oninions?					
(11)		a opinions:					
	C Yes No Report Not Yet Received						
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the repor	t is available					
<u>Prime</u>	<u>Broker</u>	\/ BI					
14 (0)	Doos the private funduse one or more prime brokers?	Yes N					
.4. (a _.	Does the <i>private fund</i> use one or more prime brokers?	0 0					
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	tne <i>private</i>					
	No Information Filed						
_							
Custoc	<u>dian</u>						
JE (6)). Does the private funduce any sustadions (including the prime brokers listed above) to hold some or all of its assets?	Yes N					
:5. (a _.	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets?	⊙ (
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If th uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	e <i>private tun</i>					
	gee mere than one eactedian, yearmact complete queetiens (e) through (g) espaintely is each eactedian.						
	Additional Custodian Information: 1 Record(s) Filed.						
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the private fund uses. If t	he <i>private</i>					
	fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	,					
	(b) Legal name of custodian:						
	SILICON VALLEY BANK						
	(c) Primary business name of custodian: SILICON VALLEY BANK						
	STETCON VALLET BANK						
	(d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country):						
	City: State: Country:						
	SANTA CLARA California United States						
		Yes No					
	(e) Is the custodian a related person of your firm?	0 0					
		_					
	(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):						
	CRD Number (if any):						

Administrator Yes No
26. (a) Does the <i>private fund</i> use an administrator other than your firm?
If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator.
Additional Administrator Information : 1 Record(s) Filed.
If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator.
(b) Name of administrator: GAINGELS INC
(c) Location of administrator (city, state and country):
City: State: Country:
NEW YORK New York United States Yes No
(d) Is the administrator a <i>related person</i> of your firm?
(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) <i>private fund's</i> investors? If investor account statements are not sent to the (rest of the) <i>private fund's</i> investors, respond "not applicable." NOT APPLICABLE 27. During your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that is not your <i>related person</i> ? 0% Include only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the valuation determined by such <i>person</i> .
<u>Marketers</u>
Yes No 28. (a) Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?
You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.
No Information Filed
A. PRIVATE FUND Information About the <i>Private Fund</i>

(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity

identifier (if any)

1. (a) Name of the private fund:

805-8509706062

GAINGELS EXOSONIC LLC

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

2.	Under the laws of what state or country is the <i>private fund</i> organized:					
	State: Country:					
	Vermont United States					
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):					
	Name of General Partner, Manager, Trustee, or Director					
	GAINGELS MANAGEMENT LLC					
	GAINGELS VENTURES LLC					
	(b) If filling an umbralla registration identify the filing only long and (or rely ling and vices (c) that an angular (c) an magnesia (c) this private found					
	(b) If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> . No Information Filed					
4.	The private fund (check all that apply; you must check at least one):					
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940					
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.					
σ.	No Information Filed					
		Yes	No			
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	•			
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?					
	No Information Filed					
		Yes	No			
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	\odot			
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :					
	Private fund identification number: (include the "805-" prefix also)					
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)			
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	r each	n of			
	No Information Filed					
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.					
		Yes	No			
8.	(a) Is this <i>private fund</i> a "fund of funds"?	0	\odot			
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment	.				
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	_	_			
	(b) If yes, does the private rand invest in rands managed by you of by a related person.	0	0			
		Yes	No			
9.	During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment	0	•			
	Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	_				
10.	. What type of fund is the <i>private fund</i> ?					
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	te fun	ıd:			
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.					

11.	Current gross asset value of the <i>private fund</i> : \$ 100,000		
<u>Ow</u>	nership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in organizational documents of the fund).	the	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 14		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 21%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 2%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 0%		
Υοι	ur Advisory Services	Voc	No
17.	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	INO
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.		
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?		\circ
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If to question 18.(a) is "no," leave this question blank.	he answe	er
	Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
	GAINGELS MANAGEMENT LLC 317100		
		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	\odot
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 2%		
<u>Priv</u>	vate Offering	Vac	Na
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	O
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	Form D file number		
	021-418677		
3. S	ERVICE PROVIDERS		
<u>Auc</u>	<u>litors</u>	Yes	No
23.	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	O	⊙
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	0

If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm,

		No Informa	tion Filed	
				Υe
	e the <i>private fund's</i> audited financial stateme restors?	ents for the most recently c	ompleted fiscal year distributed to the <i>private fund's</i>	C
) Do	all of the reports prepared by the auditing f	irm for the <i>private fund</i> sind	e your last annual updating amendment contain unqual	ified opinio
0	Yes O No O Report Not Yet Received			
If y	ou check "Report Not Yet Received," you mus	t promptly file an amendme	nt to your Form ADV to update your response when the re	eport is avai
Brok	<u>cer</u>			Υe
) Doe	es the <i>private fund</i> use one or more prime b	rokers?		(
		•	ph (e) below for each prime broker the <i>private fund</i> use through (e) separately for each prime broker.	s. If the <i>pri</i>
		No Informa	tion Filed	
<u>lian</u>				
				Ye
	es the <i>private fund</i> use any custodians (inclu			6
If tl	•	ond to questions (b) throug	h (g) below for each custodian the <i>private fund</i> uses. I	6
If thuse	he answer to question 25.(a) is "yes," responses more than one custodian, you must comp	ond to questions (b) through	h (g) below for each custodian the <i>private fund</i> uses. I	6
If thuse	he answer to question 25.(a) is "yes," respo	ond to questions (b) through	h (g) below for each custodian the <i>private fund</i> uses. I	Ye
If the use	he answer to question 25.(a) is "yes," responses more than one custodian, you must compositional Custodian Information: 1 Record	ond to questions (b) through lete questions (b) through	h (g) below for each custodian the <i>private fund</i> uses. I	f the <i>privat</i>
If the use	he answer to question 25.(a) is "yes," responses more than one custodian, you must compositional Custodian Information: 1 Record	ond to questions (b) through lete questions (b) through l(s) Filed.	th (g) below for each custodian the <i>private fund</i> uses. It (g) separately for each custodian. ugh g) below for each custodian the <i>private fund</i> uses.	f the <i>privat</i>
Ad If the second of the second	he answer to question 25.(a) is "yes," responses more than one custodian, you must compared ditional Custodian Information: 1 Record	ond to questions (b) through lete questions (b) through l(s) Filed.	th (g) below for each custodian the <i>private fund</i> uses. It (g) separately for each custodian. ugh g) below for each custodian the <i>private fund</i> uses.	f the <i>privat</i>
Ad If the state of	he answer to question 25.(a) is "yes," responses more than one custodian, you must composite distinctional Custodian Information: 1 Record of the answer to question 25.(a) is "yes," resolund uses more than one custodian, you must b) Legal name of custodian:	ond to questions (b) through lete questions (b) through l(s) Filed.	th (g) below for each custodian the <i>private fund</i> uses. It (g) separately for each custodian. ugh g) below for each custodian the <i>private fund</i> uses.	f the <i>privat</i>
Ad If the state of	he answer to question 25.(a) is "yes," responses more than one custodian, you must composite distinctional Custodian Information: 1 Record of the answer to question 25.(a) is "yes," resolund uses more than one custodian, you must b) Legal name of custodian:	ond to questions (b) through lete questions (b) through l(s) Filed.	th (g) below for each custodian the <i>private fund</i> uses. It (g) separately for each custodian. ugh g) below for each custodian the <i>private fund</i> uses.	f the <i>privat</i>
Ad If the use Add (the use (the use at the u	he answer to question 25.(a) is "yes," responses more than one custodian, you must composite distinctional Custodian Information: 1 Record of the answer to question 25.(a) is "yes," resolund uses more than one custodian, you must b) Legal name of custodian: SILICON VALLEY BANK c) Primary business name of custodian: SILICON VALLEY BANK	pond to questions (b) through plete questions (b) through plete questions (b) through plete questions (b) through plete questions (c) through plete questions (b) through plete questions (c) through plete questions (d) through plete questions (e) through questions (e) through questi	th (g) below for each custodian the <i>private fund</i> uses. It (g) separately for each custodian. The private fund uses are used to be	f the <i>privat</i>
Ad If the use Ad If for the last of the la	he answer to question 25.(a) is "yes," responses more than one custodian, you must composite and the custodian Information: 1 Record of the answer to question 25.(a) is "yes," resolund uses more than one custodian, you must be be Legal name of custodian: SILICON VALLEY BANK c) Primary business name of custodian: SILICON VALLEY BANK d) The location of the custodian's office responses.	pond to questions (b) through the questions (b) through the questions (c) through the questions (d) through the questions (d) through the questions (e) through the questions (f) through the	th (g) below for each custodian the private fund uses. It (g) separately for each custodian. The private fund uses are custodian to the private fund uses are used to the private fund uses. The private fund uses are used to the private fund uses are used to the private fund uses. The private fund's assets (city, state and country):	f the <i>privat</i>
Ad If the use Ad If for the last of the la	he answer to question 25.(a) is "yes," responses more than one custodian, you must composite distinctional Custodian Information: 1 Record of the answer to question 25.(a) is "yes," resolund uses more than one custodian, you must b) Legal name of custodian: SILICON VALLEY BANK c) Primary business name of custodian: SILICON VALLEY BANK	pond to questions (b) through plete questions (b) through plete questions (b) through plete questions (b) through plete questions (c) through plete questions (d) through plete questions (d) through plete questions (e) through plete questions (e) through plete questions (e) through plete questions (figure questions).	th (g) below for each custodian the <i>private fund</i> uses. It (g) separately for each custodian. The private fund uses are used to be	f the <i>privat</i>
Ad If the use Ad If full (c)	he answer to question 25.(a) is "yes," responses more than one custodian, you must composite ditional Custodian Information: 1 Record of the answer to question 25.(a) is "yes," resolund uses more than one custodian, you must b) Legal name of custodian: SILICON VALLEY BANK c) Primary business name of custodian: SILICON VALLEY BANK d) The location of the custodian's office responses of	pond to questions (b) through the plete questions (b) through the plete questions (b) through the plete questions (c) through the plete questions (d) through the plete questions (e) the plete questions (fine plete questions (fine plete) the plete questions (fine p	th (g) below for each custodian the <i>private fund</i> uses. It (g) separately for each custodian. The private fund is assets (city, state and country): Country:	f the <i>privat</i>
Ad If the use Ad If for the last of the la	he answer to question 25.(a) is "yes," responses more than one custodian, you must composite ditional Custodian Information: 1 Record of the answer to question 25.(a) is "yes," resolund uses more than one custodian, you must b) Legal name of custodian: SILICON VALLEY BANK c) Primary business name of custodian: SILICON VALLEY BANK d) The location of the custodian's office responses.	pond to questions (b) through the plete questions (b) through the plete questions (b) through the plete questions (c) through the plete questions (d) through the plete questions (e) the plete questions (fine plete questions (fine plete) the plete questions (fine p	th (g) below for each custodian the <i>private fund</i> uses. It (g) separately for each custodian. The private fund is assets (city, state and country): Country:	f the <i>privat</i>
Ad If the use Ad If for the use If the use I	he answer to question 25.(a) is "yes," responses more than one custodian, you must composite ditional Custodian Information: 1 Record of the answer to question 25.(a) is "yes," resolund uses more than one custodian, you must b) Legal name of custodian: SILICON VALLEY BANK c) Primary business name of custodian: SILICON VALLEY BANK d) The location of the custodian's office responses of	pond to questions (b) through the polete questions (b) the polete questions (b) the polete questions (b) the polete questions (b) the polete questions (c) the polete questions (d) the polete questions (d) the polete questions (d) the polete questions (d) through t	th (g) below for each custodian the private fund uses. I (g) separately for each custodian. The separately for each custodian the private fund uses. In the private fund uses arough (g) separately for each custodian. The private fund's assets (city, state and country): Country: United States	f the <i>privat</i>
Ad If the use Ad If for the control of the control	he answer to question 25.(a) is "yes," responses more than one custodian, you must composite and the custodian of the answer to question 25.(a) is "yes," resolund uses more than one custodian, you must be be a custodian of custodian: SILICON VALLEY BANK c) Primary business name of custodian: SILICON VALLEY BANK d) The location of the custodian's office responses of the custodian of the cust	pond to questions (b) through the polete questions (b) the polete questions (b) the polete questions (b) the polete questions (b) the polete questions (c) the polete questions (d) the polete questions (d) the polete questions (d) the polete questions (d) through t	th (g) below for each custodian the private fund uses. I (g) separately for each custodian. The separately for each custodian the private fund uses. In the private fund uses arough (g) separately for each custodian. The private fund's assets (city, state and country): Country: United States	f the <i>privat</i>

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you

26. (a) Does the *private fund* use an administrator other than your firm?

Additional Administrator Information : 1 Record(s) Filed.

must complete questions (b) through (f) separately for each administrator.

	b) Name of administrator:			
(0	GAINGELS INC			
	c) Location of administrator (city, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Yes No
(1	d) Is the administrator a <i>relat</i>	ed person of your firm?		O 0
((•		atements to the <i>private fund's</i> investors? out not all investors) © No (provided to no investors))
(f	· ·	• •	s the investor account statements to the (rest of the (rest of the) private fund's investors, respond "not a	• •
your <i>rei</i> 0% Include relevan	lated person? only those assets where (i) s	uch <i>person</i> carried out the valuation n used for purposes of investor sub	(by value) was valued by a <i>person</i> , such as an adm on procedure established for that asset, if any, includ escriptions, redemptions or distributions, and fee calc	ing obtaining any
arketers				Yes No
You sim	u must answer "yes" whether lilar <i>person</i> . If the answer to qu	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to	r your <i>employees</i> for marketing purposes? ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such marken plete questions (b) through (g) separately for each	eter the <i>private fund</i>
		No Inf	formation Filed	
PRIVATE F	UND About the Private Fund			
(a) Nau	me of the <i>private fund</i> :			
GAI (b) <i>Pri</i> v	INGELS FABLE LLC Vate fund identification number clude the "805-" prefix also) 5-4824570358	:		
308		Annota the contrate found annotate of		
		try is the <i>private fund</i> organized:		
Under t Sta		Country: United States		
Under t Sta Ver	rte: rmont	United States	ons serving in a similar capacity):	
Under t Sta Ver (a) Nar	rte: rmont	United States ager, Trustee, or Directors (or <i>perso</i>	ons serving in a similar capacity):	
Under t Sta Ver (a) Nar Name	ite: mont me(s) of General Partner, Man	United States ager, Trustee, or Directors (or <i>perso</i>	ons serving in a similar capacity):	

No Information Filed

4.	The private fund (check all that apply; you must check at least one):				
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940				
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940				
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.				
	No Information Filed				
		Yes	No		
6.	(a) Is this a "master fund" in a master-feeder arrangement?	\circ	•		
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?				
	No Information Filed				
		Yes	Nc		
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•		
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :				
	Private fund identification number: (include the "805-" prefix also)				
7.	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for				
7.	the feeder funds answer the following questions:	eacii	OI		
	No Information Filed				
8.	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment.	Yes O	d Nc		
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.				
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	\circ	0		
		.,			
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	Yes			
10.	What type of fund is the <i>private fund</i> ?				
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	te fun	d:		
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.				
11.	Current gross asset value of the <i>private fund</i> : \$ 149,999				
<u>Ow</u>	<u>vnership</u>				
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000				
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).				

13. Approximate number of the *private fund's* beneficial owners:

14.	. What is the approximate percentage of the <i>private fund</i> beneficially owned 21%	by you and your related persons:			
15.	. (a) What is the approximate percentage of the <i>private fund</i> beneficially ov 2%	wned (in the aggregate) by funds of fund	S:		
	(b) If the private fund qualifies for the exclusion from the definition of inve- Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?		f the Investment	Yes	No ⊙
16.	. What is the approximate percentage of the <i>private fund</i> beneficially owned 2%	by non- <i>United States persons</i> :			
You	ur Advisory Services			Vaa	NI-
17.	(a) Are you a subadviser to this <i>private fund</i> ?			Yes	⊙
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC find question 17.(a) is "no," leave this question blank.	ile number, if any, of the adviser of the p_{i}	rivate fund. If the answe	r to	
	No Infor	rmation Filed			
18.	. (a) Do any investment advisers (other than the investment advisers listed	in Section 7.B.(1).A.3.(b)) advise the pro-	ivate fund?	Yes •	No O
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC fit to question 18.(a) is "no," leave this question blank.	ile number, if any, of the other advisers t	o the <i>private fund</i> . If the	answ	er
	Name of Other Adviser to private fund	SEC file number	CRD number		
	GAINGELS MANAGEMENT LLC		317100		
				Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund?</i>			\circ	\odot
	NOTE: For purposes of this question, do not consider feeder funds of the priva	ate fund.			
	Approximately what percentage of your <i>clients</i> has invested in the <i>private</i> 2%	fund?			
<u>Pri</u>	vate Offering			Yes	Nο
21.	. Has the <i>private fund</i> ever relied on an exemption from registration of its se	ecurities under Regulation D of the Securi	ties Act of 1933?	•	0
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):				
	Form D file number				
	021-421771				
	SERVICE PROVIDERS ditors				
					No
23.	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual au	dit?		Yes	•
	(2) If the answer to question 23.(a)(1) is "yes," are the financial state			Yes O	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) you must complete questions (b) through (f) separately for each audit	ements prepared in accordance with U.S.	GAAP?		
	No Info	through (h) below. If the private fund use		0	,
		through (h) below. If the private fund use		0	,
		through (h) below. If the <i>private fund</i> use ing firm.		O O og firm	
	(g) Are the <i>private fund's</i> audited financial statements for the most recent investors?	through (h) below. If the <i>private fund</i> use ing firm. rmation Filed	es more than one auditir	O O og firm	
	investors? (h) Do all of the reports prepared by the auditing firm for the <i>private fund</i>	through (h) below. If the <i>private fund</i> use ing firm. rmation Filed ly completed fiscal year distributed to the	es more than one auditir	O O og firm Yes	No O
	investors?	through (h) below. If the <i>private fund</i> use ing firm. rmation Filed ly completed fiscal year distributed to the since your last <i>annual updating amendme</i>	es more than one auditir e private fund's ent contain unqualified o	O O O O O O O O O O O O O O O O O O O	No C

Prime Broker

		•	ugh (e) below for each prime broker the <i>priva</i>) through (e) separately for each prime broke	•	
	No Information Filed				
Custo	dian				
25 <i>(</i> 2	a) Does the <i>private fund</i> use any custodians (in	cluding the prime brokers li	sted above) to hold some or all of its assets?	Yes N	
-0. (spond to questions (b) thro	ugh (g) below for each custodian the <i>private f</i>	• Cund uses. If the private fun	
	Additional Custodian Information : 1 Reco	ord(s) Filed.			
		•	rough g) below for each custodian the <i>private</i> through (g) separately for each custodian.	fund uses. If the private	
	(b) Legal name of custodian: SILICON VALLEY BANK				
	(c) Primary business name of custodian: SILICON VALLEY BANK				
	(d) The location of the custodian's office r	esponsible for <i>custody</i> of th	e <i>private fund's</i> assets (city, state and country)):	
	City: SANTA CLARA	State: California	Country: United States		
	9, 1, 1, 1, 1, 2, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1,	3a	Simos States	Yes No	
	(e) Is the custodian a related person of yo	ur firm?		○ ●	
	(f) If the custodian is a broker-dealer, pro	ovide its SEC registration nu	mber (if any):		
	CRD Number (if any):				
	(g) If the custodian is not a broker-dealer identifier (if any)	, or is a broker-dealer but o	does not have an SEC registration number, pro	ovide its <i>legal entity</i>	
<u>Admir</u>	<u>nistrator</u>			Yes N	
26. (a	a) Does the <i>private fund</i> use an administrator o	ther than your firm?		·	
	If the answer to question 26.(a) is "yes," resmust complete questions (b) through (f) sep	•	ugh (f) below. If the <i>private fund</i> uses more theor.	an one administrator, you	
	Additional Administrator Information : 1 F	•			
	If the answer to question 26.(a) is "yes," administrator, you must complete question		rough (f) below. If the <i>private fund</i> uses more y for each administrator.	than one	
	(b) Name of administrator: GAINGELS INC				
	(c) Location of administrator (city, state a	nd country):			
	City:	State:	Country:		
	NEW YORK	New York	United States	Yes No	
	(d) Is the administrator a related person o	f your firm?		0 0	

Yes No

		(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors? Or Yes (provided to all investors) Or Some (provided to some but not all investors) Or No (provided to no investors)		
		(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE		
27.		ing your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that i r related person?	s not	
	rele	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining an vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includ cations) was the valuation determined by such <i>person</i> .	-	
<u>Ma</u>	<u>rkete</u>	ers ers		
28	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	_
20.		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		•
		No Information Filed		
A. P	RIVAT	TE FUND		
<u>Infc</u>	rmat	ion About the <i>Private Fund</i>		
1.		Name of the private fund: GAINGELS FINLESS FOODS 2021 LLC		
		Private fund identification number:		
		(include the "805-" prefix also)		
		805-8802240145		
2.		er the laws of what state or country is the <i>private fund</i> organized: State: Country:		
		Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Nar	me of General Partner, Manager, Trustee, or Director		
		NGELS MANAGEMENT LLC		
	GAI	NGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.		private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.		Is this a "master fund" in a master-feeder arrangement?	0	•
	(b)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
		No Information Filed		

	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.([1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	· eacl	h of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No
8.	(a) Is this <i>private fund</i> a "fund of funds"?		⊙
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	. No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	te fur	าd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 111,999		
<u>Ow</u>	nership_		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 12		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 11%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 3%		
		Yes	No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	•
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 2%		

100	II AC	dvisory Services		Yes	No
17.	(a)	Are you a subadviser to this <i>private fund</i> ?		0	•
	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if question 17.(a) is "no," leave this question blank.	any, of the adviser of the private fund. If	the answer to	
		No Information Filed			
				Yes	No
18.	(a)	Do any investment advisers (other than the investment advisers listed in Section 7	.B.(1).A.3.(b)) advise the private fund?	•	0
	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if to question 18.(a) is "no," leave this question blank.	any, of the other advisers to the <i>private t</i>	<i>und.</i> If the answe	r
		Name of Other Adviser to private fund	SEC file number CRD nu	ımber	
		GAINGELS MANAGEMENT LLC	317100)	
				Yes	No
19.	Are	your clients solicited to invest in the private fund?		0	\odot
	NOT	TE: For purposes of this question, do not consider feeder funds of the private fund.			
20.	App	proximately what percentage of your <i>clients</i> has invested in the <i>private fund?</i>			
<u>Priv</u>	/ate	Offering			
21.	Has	s the <i>private fund</i> ever relied on an exemption from registration of its securities unde	er Regulation D of the Securities Act of 193	Yes 33? ©	No
22.	If y	res, provide the <i>private fund's</i> Form D file number (if any):			
	For	rm D file number			
	021	1-420769			
23.		 (1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepa If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) you must complete questions (b) through (f) separately for each auditing firm. 		Yes C C one auditing firm,	© 0
		No Information Filed			
		No illioittation i lieu			
				W	N1 -
	(a)	Are the <i>private fund's</i> audited financial statements for the most recently completed	fiscal year distributed to the private fund's	Yes	
	(9)	investors?	risear year distributed to the private rand s	s o	0
	(h)	Do all of the reports prepared by the auditing firm for the private fund since your la	st <i>annual updating amendment</i> contain und	qualified opinions	?
		O Yes O No O Report Not Yet Received			
		If you check "Report Not Yet Received," you must promptly file an amendment to your	Form ADV to update your response when the	าe report is availat	ole.
Prir	ne B	<u>Broker</u>			
2.4	(a)	Deep the private fundual and or many prime brokers?		Yes	No
24.		,	out for each prime broker the private fund	O	⊙
		If the answer to question 24.(a) is "yes," respond to questions (b) through (e) bel fund uses more than one prime broker, you must complete questions (b) through (·	uses. If the <i>privat</i>	re
		No Information Filed			
Cus	todi	an			

25. (a) Does the *private fund* use any custodians (including the prime brokers listed above) to hold some or all of its assets?

Yes No

O

	itional custodian impimation .	1 Record(s) Filed.		
	•		nrough g) below for each custodian the <i>private fund</i> us) through (g) separately for each custodian.	ses. If the ,
(b)	Legal name of custodian: SILICON VALLEY BANK			
(c)	Primary business name of custo SILICON VALLEY BANK	odian:		
(d)	The location of the custodian's	office responsible for <i>custody</i> of the	he <i>private fund's</i> assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	,
(0)	Is the quatedian a related person	on of your firm?		•
(e)	Is the custodian a related person	on or your firm?		
(f)	If the custodian is a broker-dea	aler, provide its SEC registration n	umber (if any):	
	- CRD Number (if any):			
(g)	If the custodian is not a broker identifier (if any)	-dealer, or is a broker-dealer but	does not have an SEC registration number, provide its	s legal enti
<u>ratoı</u>	<u>r</u>			
Does f the	the <i>private fund</i> use an administed answer to question 26.(a) is "y	res," respond to questions (b) thro	ough (f) below. If the <i>private fund</i> uses more than one	administra
Does If the must	the <i>private fund</i> use an administed answer to question 26.(a) is "y	es," respond to questions (b) thro	-	administr <i>a</i>
If the must	the <i>private fund</i> use an administration 26.(a) is "y complete questions (b) through itional Administrator Information answer to question 26.(a) is	res," respond to questions (b) through the control of the control	nrough (f) below. If the <i>private fund</i> uses more than or	
Does f the must Addi If t adr	the <i>private fund</i> use an administration 26.(a) is "y complete questions (b) through itional Administrator Information answer to question 26.(a) is	res," respond to questions (b) through the control of the control	nrough (f) below. If the <i>private fund</i> uses more than or	
Does f the must Addi If t adr	the <i>private fund</i> use an administration answer to question 26.(a) is "y complete questions (b) through a stitutional Administrator Information answer to question 26.(a) is ministrator, you must complete on the Name of administrator:	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) the questions (b) through (f) separate	nrough (f) below. If the <i>private fund</i> uses more than or	
Does f the must Addi If t adr	the <i>private fund</i> use an administ answer to question 26.(a) is "y complete questions (b) through a tional Administrator Information the answer to question 26.(a) is ministrator, you must complete to the Name of administrator: GAINGELS INC Location of administrator (city, City:	res," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country): State:	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country:	
Does If the must Addi If t adr (b)	the <i>private fund</i> use an administ answer to question 26.(a) is "y complete questions (b) through a stional Administrator Informational Information Info	res," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country):	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator.	ne
Does f the must Addi If t adr (b)	the <i>private fund</i> use an administ answer to question 26.(a) is "y complete questions (b) through a tional Administrator Information the answer to question 26.(a) is ministrator, you must complete to the Name of administrator: GAINGELS INC Location of administrator (city, City:	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) the questions (b) through (f) separate state and country): State: New York	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country:	
Does f the must Addi If t adr (b) (c)	the <i>private fund</i> use an administ e answer to question 26. (a) is "y complete questions (b) through itional Administrator Informational Administrator (a) is ministrator, you must complete on Name of administrator: GAINGELS INC Location of administrator (city, City: NEW YORK Is the administrator a <i>related p</i>	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country): State: New York Person of your firm?	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country:	ne Y e
Does f the must Addi If t adr (b) (c)	the <i>private fund</i> use an administ answer to question 26. (a) is "y complete questions (b) through attional Administrator Informational Administrator (a) is ministrator, you must complete to Name of administrator: GAINGELS INC Location of administrator (city, City: NEW YORK Is the administrator a <i>related p</i> oses the administrator prepare	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country): State: New York respond to questions (b) through (f) separate	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country: United States	ne Y e

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

0%

Include only those assets where (i) such *person* carried out the valuation procedure established for that asset, if any, including obtaining any

	evant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including ocations) was the valuation determined by such <i>person</i> .	
Marke	<u>ters</u> Yes	No
28. (a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	⊙
	You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	No Information Filed	

nation About the Private Fund a) Name of the private fund: GAINGELS FIRESIDE LLC b) Private fund identification number: (include the "805-" prefix also) 805-8630716792 Inder the laws of what state or country is the private fund organized: State: Country:	
GAINGELS FIRESIDE LLC b) Private fund identification number: (include the "805-" prefix also) 805-8630716792 Inder the laws of what state or country is the private fund organized:	
c) Private fund identification number: (include the "805-" prefix also) 805-8630716792 Inder the laws of what state or country is the private fund organized:	
(include the "805-" prefix also) 805-8630716792 Inder the laws of what state or country is the <i>private fund</i> organized:	
805-8630716792 Inder the laws of what state or country is the <i>private fund</i> organized:	
nder the laws of what state or country is the <i>private fund</i> organized:	
State: Country:	
Vermont United States	
a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	
GAINGELS VENTURES LLC	
o) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.	
No Information Filed	
(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940)
No Illioimation Filed	
	Yes
	0
b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?	
No Information Filed	
	Yes
c) Is this a "feeder fund" in a master-feeder arrangement?	0
d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :	
Private fund identification number: (include the "805-" prefix also)	
	on 7.B.(1
	for each
No Information Filed	
	the private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (3) (3) (4) (4) (4) (4) (4) (4) (4) (5) (6) (7) (7) (7) (7) (7) (7) (8) (8) (9) (9) (1940)

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

Yes No

	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	Yes O	No ⊙
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	te fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 550,000		
<u>Ow</u>	nership 		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 58		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 14%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 1%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No ©
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 13%		
You	ur Advisory Services		
		Yes	No
17.	(a) Are you a subadviser to this <i>private fund</i> ?	0	\odot
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	to	
	No Information Filed		
10	(a) De agui in contract a deile agui (athan tha in contract a deile agui listed in Continu 7 D (1) A 2 (b)) a deile a tha mainte for D	Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>?(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>. If the to question 18.(a) is "no," leave this question blank.	⊙ answ	er
	Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
	GAINGELS MANAGEMENT LLC 317100		
		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund?</i>	0	\odot
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 1%		
Priv	vate Offering		

21. Has the *private fund* ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?

Yes No

O

22. If	f yes, provide the <i>private fund's</i> Form D file number (if any):	
F	Form D file number	
(021-424255	
SER	VICE PROVIDERS	
Audit	<u>ors</u>	
)3 (·	a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes No
.s. (d	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0 0
		0 0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one a you must complete questions (b) through (f) separately for each auditing firm.	laiting firm,
	No Information Filed	
		Yes No
(9	g) Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's	0 0
	investors?	
(1	h) Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last annual updating amendment contain unqualification.	ed opinions?
	O Yes O No O Report Not Yet Received	
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the rep	ort is available.
) ri na c	2 Dwolcow	
TIME	<u>e Broker</u>	Yes No
.4. (a	a) Does the <i>private fund</i> use one or more prime brokers?	0 @
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses.	
	fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	
	No Information Filed	
usto	<u>odian</u>	
5 <i>(</i>	a) Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets?	Yes No
J. (a	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If	• ho privato fun
	uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	ne private runc
	Additional Custodian Information : 1 Record(s) Filed.	
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	the <i>private</i>
	Tuna uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	
	(b) Legal name of custodian:	
	SILICON VALLEY BANK	
	(c) Primary business name of custodian: SILICON VALLEY BANK	
	STETOGIA VALLET BANK	
	(d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country):	
	City: State: Country:	
	SANTA CLARA California United States	
		Yes No
	(e) Is the custodian a <i>related person</i> of your firm?	0 0
	(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):	
	(i) in the custodian is a broker-dealer, provide its SEC registration number (ii any):	
	CRD Number (if any):	

Adminis	<u>istrator</u>		
26 (a)) Does the <i>private fund</i> use an administrator other than yo	our firmo?	s No
20. (d)		estions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, y	
	Additional Administrator Information : 1 Record(s) F	iled.	
	If the answer to question 26.(a) is "yes," respond to administrator, you must complete questions (b) through	questions (b) through (f) below. If the <i>private fund</i> uses more than one gh (f) separately for each administrator.	
	(b) Name of administrator: GAINGELS INC		
	(c) Location of administrator (city, state and country)		
	City: State: NEW YORK New York	Country: United States	
		Yes No	o
	(d) Is the administrator a <i>related person</i> of your firm?	○ ●)
you 0% Inc rele allo	(f) If the answer to question 26.(e) is "no" or "some investors? If investor account statements are not NOT APPLICABLE uring your last fiscal year, what percentage of the <i>private tour related person</i> ? clude only those assets where (i) such <i>person</i> carried out levant quotes, and (ii) the valuation used for purposes of locations) was the valuation determined by such <i>person</i> .	r account statements to the <i>private fund's</i> investors? ed to some but not all investors) No (provided to no investors) ," who sends the investor account statements to the (rest of the) <i>private fund's</i> sent to the (rest of the) <i>private fund's</i> investors, respond "not applicable." fund's assets (by value) was valued by a <i>person</i> , such as an administrator, that is not the valuation procedure established for that asset, if any, including obtaining any investor subscriptions, redemptions or distributions, and fee calculations (including	t
<u>Market</u>	<u>ters</u>	Yes	s No
28. (a)) Does the <i>private fund</i> use the services of someone other	r than you or your <i>employees</i> for marketing purposes?	•
	similar person. If the answer to question 28.(a) is "yes,"	acement agent, consultant, finder, introducer, municipal advisor or other solicitor, or respond to questions (b) through (g) below for each such marketer the <i>private fund</i> ou must complete questions (b) through (g) separately for each marketer.	,
		No Information Filed	
A. PRIVA	ATE FUND		
Informa	ation About the <i>Private Fund</i>		

(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity

identifier (if any)

1. (a) Name of the private fund: GAINGELS FUZZY LLC

805-6546029875

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

2.		e or country is the <i>private fund</i> organized:		
	State: Vermont	Country: United States		
3.	(a) Name(s) of General Part	tner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
		Manager, Trustee, or Director		
	GAINGELS WANAGEMENT LL	C		
	GAINGELS VENTURES LLC			
	(h) If filing an umhrella regis	stration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	(b) It filling all diffibitella regis	No Information Filed		
4.	The <i>private fund</i> (check all the	nat apply; you must check at least one):		
		usion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940)	
	\square (2) qualifies for the exclu	usion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940)	
5.	List the name and country, i	in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
,	(-) - 4 -!	in a manakan farakan aman manaka	Yes	
6.		in a master-feeder arrangement?	0	⊙
	(b) If yes, what is the name	e and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ? No Information Filed		
		No illioimation i lieu		
			Yes	No
	(c) Is this a "feeder fund" in	n a master-feeder arrangement?	0	•
	(d) If yes, what is the name	e and private fund identification number (if any) of the master fund in which this private fund invests?		
	Name of private fund:			
	Private fund identification (include the "805-" prefi			
	(
		question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section	on 7.B.(1)
	for the master-reeder arrang	gement or reporting on the funds separately.		
7.	If you are filing a single Sch	edule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1),	for each	of
	the feeder funds answer the			
		No Information Filed		
		stions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially aster fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if		
	_	of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	it issued	ı
			Yes	No
8.	(a) Is this <i>private fund</i> a "fu	nd of funds"?	0	\odot
	• •	question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investme	ent	
	•	ther they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the private	fund invest in funds managed by you or by a related person?	0	0
			Vaa	NI.
9.	During your last fiscal year	did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment	Yes	
/.	0 0	r than "money market funds," to the extent provided in Instruction 6.e.)?	0	⊙
10.	What type of fund is the print	vate fund?		
	$^{f C}$ hedge fund $^{f C}$ liquidity f	fund $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securitized asset fund $^{f G}$ venture capital fund $^{f C}$ Other pro	ivate fund	d:

NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.

11.	Current gross asset value of the private fund:	
	\$ 1,974,999	
<u>Ow</u>	<u>vnership</u>	
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000	
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in organizational documents of the fund).	ı the
13.	Approximate number of the <i>private fund's</i> beneficial owners: 32	
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%	
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%	
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes No
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 78%	
You	ur Advisory Services	
17.	(a) Are you a subadviser to this <i>private fund</i> ?	Yes No
17.	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the answertion 17.(a) is "no," leave this question blank.	C ⊙ swer to
	No Information Filed	
		Yes No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	⊙ ⊙
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If to question 18.(a) is "no," leave this question blank.	the answer
	Name of Other Adviser to private fundSEC file numberCRD numberGAINGELS MANAGEMENT LLC317100	
	GAINGELS MANAGEMENT LLC 317100	
10	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	Yes No
17.	NOTE: For purposes of this question, do not consider feeder funds of the private fund.	0 0
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%	
<u>Priv</u>	vate Offering	
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes No ⊙ O
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):	
	Form D file number	
	021-422299	
B. SI	ERVICE PROVIDERS	
<u>Auc</u>	<u>ditors</u>	
22	(a) (1) Are the private fund's financial statements subject to an approximate audit?	Yes No
23.	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0 0
		O O
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one aud	arting nrm,

		No Informa	ation Filed	
				Υe
	the <i>private fund's</i> audited financial statenestors?	ments for the most recently o	completed fiscal year distributed to the <i>private fund's</i>	C
Do a	all of the reports prepared by the auditing	g firm for the <i>private fund</i> sin	ce your last <i>annual updating amendment</i> contain unqua	alified opinio
0 /	Yes O No O Report Not Yet Received			
If yo	ou check "Report Not Yet Received," you m	ust promptly file an amendme	ent to your Form ADV to update your response when the	report is avai
Broke	<u>er</u>			Υe
Doe	es the <i>private fund</i> use one or more prime	brokers?		c
	•		gh (e) below for each prime broker the <i>private fund</i> use through (e) separately for each prime broker.	es. If the <i>pri</i>
		No Informa	ation Filed	
<u>ian</u>				
		cluding the prime brokers lise	tod above) to hold come or all of its assets?	Ye
Doo	se the <i>private fund</i> use any custodians (inc	CIUUIIIU LIIE DI IIIIE DI OKEIS IIS	ied apove) to hold sollie of all of its assets:	
If th	•	spond to questions (b) throu	gh (g) below for each custodian the <i>private fund</i> uses.	If the <i>privat</i>
If th	•	spond to questions (b) throu	gh (g) below for each custodian the <i>private fund</i> uses.	If the privat
If th	ne answer to question 25.(a) is "yes," res	spond to questions (b) throu mplete questions (b) through	gh (g) below for each custodian the <i>private fund</i> uses.	If the <i>privat</i>
Add	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Inf	spond to questions (b) through ord(s) Filed. respond to questions (b) through	gh (g) below for each custodian the <i>private fund</i> uses.	
If th uses Add	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Recount the answer to question 25.(a) is "yes," residund uses more than one custodian, you make answer to question 25.	spond to questions (b) through ord(s) Filed. respond to questions (b) through	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. In (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses	
Add If fu (b)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information	spond to questions (b) through mplete questions (b) through ord(s) Filed. Tespond to questions (b) through the questions (c) through the questions (d) through the questions	gh (g) below for each custodian the <i>private fund</i> uses. (g) separately for each custodian. Dough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian.	
Add If fu (b)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Inform	esponsible for <i>custody</i> of the	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. Sough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In private fund's assets (city, state and country): Country:	
If th uses Add If fu (b)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Inform	spond to questions (b) through mplete questions (b) through ord(s) Filed. respond to questions (b) through the questions (c) through the questions (c) through the questions (d) through the questions	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. Sough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian.	. If the <i>priva</i>
Add (c) (d)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Inform	esponsible for <i>custody</i> of the State: California	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. Sough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In private fund's assets (city, state and country): Country:	
If the uses Add If further (b) (c) (d)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Recorditional Custodian Information: 1 Recordition Information: 1 Recordition Information Information: 1 Recordition Information Inf	esponsible for <i>custody</i> of the State: California	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. In (g) separately for each custodian. In (g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian.	. If the <i>priva</i>
If the uses Add If further (b) (c) (d)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Information Information Information Information Information Information Information Information Inf	esponsible for <i>custody</i> of the State: California	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. In (g) separately for each custodian. In (g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian.	. If the <i>priva</i>

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you

26. (a) Does the *private fund* use an administrator other than your firm?

Additional Administrator Information : 1 Record(s) Filed.

must complete questions (b) through (f) separately for each administrator.

(b) Name of administrator: GAINGELS INC			
(c) Location of administrator	(city state and country):		
		Country:	
NEW YORK	New York	United States	
			Yes No
(d) Is the administrator a rela	ated person of your firm?		○ ⊙
(e) Does the administrator p	repare and send investor account st	atements to the <i>private fund's</i> investors?	
$ar{\mathbb{O}}$ Yes (provided to all inv	vestors) O Some (provided to some b	out not all investors) 🁩 No (provided to no investors)	
•		·	
related person? de only those assets where (i) rant quotes, and (ii) the valuati	such <i>person</i> carried out the valuatio ion used for purposes of investor sub	n procedure established for that asset, if any, including ob	taining any
<u>'S</u>			Yes N
Does the <i>private fund</i> use the se	ervices of someone other than you o	r your <i>employees</i> for marketing purposes?	n es ivi
•	,	·	
uses. If the <i>private fund</i> uses mo	•	nplete questions (b) through (g) separately for each market	•
uses. If the <i>private fund</i> uses mo	ore than one marketer you must con		•
E FUND	ore than one marketer you must con	nplete questions (b) through (g) separately for each marke	•
E FUND on About the <i>Private Fund</i>	ore than one marketer you must con	nplete questions (b) through (g) separately for each marke	•
E FUND on About the Private Fund Name of the private fund:	ore than one marketer you must con	nplete questions (b) through (g) separately for each marke	•
E FUND on About the <i>Private Fund</i>	ore than one marketer you must con	nplete questions (b) through (g) separately for each marke	•
E FUND On About the Private Fund Name of the private fund: GAINGELS HELICITY LLC Private fund identification number (include the "805-" prefix also) 805-8191163063	No In	nplete questions (b) through (g) separately for each marke	•
E FUND On About the Private Fund Name of the private fund: GAINGELS HELICITY LLC Private fund identification number (include the "805-" prefix also) 805-8191163063 er the laws of what state or council	No In the private fund organized: Country:	nplete questions (b) through (g) separately for each marke	•
E FUND On About the Private Fund Name of the private fund: GAINGELS HELICITY LLC Private fund identification number (include the "805-" prefix also) 805-8191163063 For the laws of what state or councils the state: Vermont	No In Intry is the <i>private fund</i> organized: Country: United States	nplete questions (b) through (g) separately for each market formation Filed	•
E FUND On About the Private Fund Name of the private fund: GAINGELS HELICITY LLC Private fund identification number (include the "805-" prefix also) 805-8191163063 er the laws of what state or council State: Vermont Name(s) of General Partner, Ma	No In The private fund organized: Country: United States nager, Trustee, or Directors (or pers	nplete questions (b) through (g) separately for each market formation Filed	•
E FUND On About the Private Fund Name of the private fund: GAINGELS HELICITY LLC Private fund identification number include the "805-" prefix also) 805-8191163063 On the Iaws of what state or countries include the "805-" prefix also) On About the Private Fund State: Vermont Name(s) of General Partner, Manage The Of General Partner, Manage The Of General Partner, Manage	No In The private fund organized: Country: United States nager, Trustee, or Directors (or pers	nplete questions (b) through (g) separately for each market formation Filed	•
E FUND On About the Private Fund Name of the private fund: GAINGELS HELICITY LLC Private fund identification number (include the "805-" prefix also) 805-8191163063 er the laws of what state or council State: Vermont Name(s) of General Partner, Ma	No In The private fund organized: Country: United States nager, Trustee, or Directors (or pers	nplete questions (b) through (g) separately for each market formation Filed	•
	City: NEW YORK (d) Is the administrator a relation of the administrator process of the administrator process of the administrator process of the answer to question investors? If investor acconstruction investors acconstruction investors acconstruction investors acconstruction investors. If it is account investor acconstruction investors account account account account account account account account a	City: NEW YORK New York (d) Is the administrator a related person of your firm? (e) Does the administrator prepare and send investor account st Yes (provided to all investors) Some (provided to some to Yes (provided to all investors) In or "some," who send investors? If investor account statements are not sent to the NOT APPLICABLE ag your last fiscal year, what percentage of the private fund's assets related person? de only those assets where (i) such person carried out the valuation ant quotes, and (ii) the valuation used for purposes of investor substitutions) was the valuation determined by such person.	City: NEW YORK New York United States (d) Is the administrator a related person of your firm? (e) Does the administrator prepare and send investor account statements to the private fund's investors? (e) Yes (provided to all investors) (f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applica NOT APPLICABLE (g) your last fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrate related person? (d) only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaint quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculationations) was the valuation determined by such person.

No Information Filed

4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	\circ	•
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
		Yes	Nic
	(c) Is this a "feeder fund" in a master-feeder arrangement?		•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?		٠
	Name of private fund:		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1	1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for	each	ı of
	the feeder funds answer the following questions:		
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all	of th	eir
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issued	b
	multiple classes (or series) or shares or interests, and each class (or series) invests substantially all or its assets in a single master fund.	Yes	No
8.	(a) Is this private fund a "fund of funds"?	0	
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment	:	
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	С
		Yes	ΝI
9.	During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment	0	
	Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		•
10	What type of fund is the <i>private fund</i> ?		
10.	• What type of fund is the <i>private fund</i> . • hedge fund • liquidity fund • private equity fund • real estate fund • securitized asset fund • venture capital fund • Other <i>privat</i>	to 6.00	al:
	o neage rund o liquidity rund o private equity rund o real estate rund o securitized asset rund o venture capital rund o other <i>privat</i>	te runi	a:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> :		
	\$ 100,000		
<u>Ow</u>	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the private fund:		
	\$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	!	

13. Approximate number of the *private fund's* beneficial owners:

19

14.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
15.	(a) 3%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
			Yes	No
		If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	•
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
You	ur Ad	Ivisory Services		
17.	(a)	Are you a subadviser to this <i>private fund</i> ?	Yes	No ⊙
	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answ question 17.(a) is "no," leave this question blank.	er to	·
		No Information Filed		
			Yes	No
18.		Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ?	•	0
		If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If to question 18.(a) is "no," leave this question blank.	ne answ	er
		Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
		GAINGELS MANAGEMENT LLC 317100		
			Yes	No
19.		your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	⊙
	NOT	TE: For purposes of this question, do not consider feeder funds of the private fund.		
	3%	roximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? Offering		
21.	Has	the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	No O
22.	If y	es, provide the <i>private fund's</i> Form D file number (if any):		
	For	m D file number		
	021	1-424253		
3. S	ERVI	CE PROVIDERS		
Aud	ditors	<u>S</u>	Vos	. No
23.	(a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	O	. NO
	(-)	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audit		
		you must complete questions (b) through (f) separately for each auditing firm.		
		No Information Filed		
			Yes	No
		Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	0	0
	(h)	Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> contain unqualified		
	(11)		opinion	s?
	(11)	C Yes C No C Report Not Yet Received	opinion	s?

Prime Broker

Does the <i>private fund</i> use one or mo	·	rough (e) below for each prime broker the <i>private fund</i>	O Jusos If the <i>pri</i> v
•	•	(b) through (e) separately for each prime broker.	ruses. If the priva
	No Inf	ormation Filed	
<u>lian</u>			
). Does the <i>private fund</i> use any custo	dians (including the prime broker	s listed above) to hold some or all of its assets?	Ye
If the answer to question 25.(a) is	yes," respond to questions (b) the	brough (g) below for each custodian the <i>private fund</i> us bugh (g) separately for each custodian.	es. If the <i>private</i>
Additional Custodian Information	: 1 Record(s) Filed.		
		through g) below for each custodian the <i>private fund</i> u(b) through (g) separately for each custodian.	uses. If the <i>priva</i> u
(b) Legal name of custodian: SILICON VALLEY BANK			
(c) Primary business name of cus SILICON VALLEY BANK	todian:		
(d) The location of the custodian	s office responsible for <i>custody</i> of	the <i>private fund's</i> assets (city, state and country):	
City: SANTA CLARA	State: California	Country: United States	
			Yes
(e) Is the custodian a related per	son of your firm?		0
(f) If the custodian is a broker-de	ealer, provide its SEC registration	number (if any):	
- CRD Number (if any):			
(g) If the custodian is not a brok identifier (if any)	er-dealer, or is a broker-dealer bu	it does not have an SEC registration number, provide i	ts <i>legal entity</i>
<u>strator</u>			
			Ye
Does the <i>private fund</i> use an admin If the answer to question 26.(a) is	·	rough (f) below. If the <i>private fund</i> uses more than one	administrator,
must complete questions (b) through		•	
Additional Administrator Informa	tion: 1 Record(s) Filed.		
administrator, you must complete		through (f) below. If the <i>private fund</i> uses more than delay for each administrator.	one
(b) Name of administrator: GAINGELS INC			
(c) Location of administrator (city	, state and country):		
City: NEW YORK	State: New York	Country: United States	
			Yes No
(d) Is the administrator a related	person of your firm?		0 (

		(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors? O Yes (provided to all investors) O Some (provided to some but not all investors) No (provided to no investors)		
		(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE		
27.		ing your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that i related person?	s not	
	rele	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining an vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includ cations) was the valuation determined by such <i>person</i> .	-	
<u>Ma</u>	<u>rkete</u>	e <u>rs</u>		
28	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	_
20.		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		•
		No Information Filed		
A. PI	RIVAT	TE FUND		
<u>Info</u>	rmat	ion About the <i>Private Fund</i>		
1.		Name of the private fund:		
		GAINGELS HEMLANE LLC Private fund identification number:		
	` '	(include the "805-" prefix also)		
		805-5868716875		
2.		er the laws of what state or country is the <i>private fund</i> organized:		
		State: Country: Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Nar	me of General Partner, Manager, Trustee, or Director		
	GAI	NGELS MANAGEMENT LLC		
	GAI	NGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.		private fund (check all that apply; you must check at least one):		
		(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.	(a)	Is this a "master fund" in a master-feeder arrangement?	0	•
	(b)	If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		

	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	ı of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
0		Yes	
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment	0	•
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	e fun	d:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 75,000		
<u>Ow</u>	nershi <u>p</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 10		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 24%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 4%	.,	
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 0%		

100	II AC	avisory Services		Yes	No
17.	(a)	Are you a subadviser to this <i>private fund</i> ?		0	•
	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if question 17.(a) is "no," leave this question blank.	any, of the adviser of the private fund. If	the answer to	
		No Information Filed			
				Yes	No
18.	(a)	Do any investment advisers (other than the investment advisers listed in Section 7.	B.(1).A.3.(b)) advise the private fund?	•	0
	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if to question 18.(a) is "no," leave this question blank.	any, of the other advisers to the private	fund. If the answe	er
		Name of Other Adviser to private fund	SEC file number CRD n	umber	
		GAINGELS MANAGEMENT LLC	31710	0	
				Yes	No
19.	Are	your <i>clients</i> solicited to invest in the <i>private fund</i> ?		0	•
	NOT	TE: For purposes of this question, do not consider feeder funds of the private fund.			
20.	App 4%	proximately what percentage of your <i>clients</i> has invested in the <i>private fund?</i>			
Priv	<u>ate</u>	Offering			
21.	Has	the private fund ever relied on an exemption from registration of its securities unde	r Regulation D of the Securities Act of 19	Yes 33? ⊙	No O
22.	If y	es, provide the <i>private fund's</i> Form D file number (if any):			
	For	rm D file number			
	02	1-419145			
23.		(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepartite the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) by you must complete questions (b) through (f) separately for each auditing firm.		Yes C C one auditing firm,	© O
		No Information Filed			
		No Illioimation rileu			
	(~)	And the principle finally endited financial etatements for the proof recently completed	fined were distributed to the private fund	Yes	_
	(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed investors?	riscal year distributed to the <i>private rund</i>	s o	0
	(h)	Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last	st <i>annual updating amendment</i> contain un	qualified opinions	s?
		O Yes O No O Report Not Yet Received			
		If you check "Report Not Yet Received," you must promptly file an amendment to your	Form ADV to undate your response when t	he report is availat	hle
		The your cheek Report Not Tel Received, you must promptly the arramenament to your	Torrivido lo apadre your response when t	ne report is availab	oic.
Prir	ne B	<u>Broker</u>		Yes	No
24.	(a)	Does the <i>private fund</i> use one or more prime brokers?		0	•
		If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below fund uses more than one prime broker, you must complete questions (b) through (•	_	
		No Information Filed			
Cus	todi	an			

25. (a) Does the *private fund* use any custodians (including the prime brokers listed above) to hold some or all of its assets?

Yes No

O

Additional Custodian Information	n: 1 Record(s) Filed.		
•		hrough g) below for each custodian the <i>private</i>	e fund uses. If the
fund uses more than one custodia	an, you must complete questions (I	b) through (g) separately for each custodian.	
(b) Legal name of custodian: SILICON VALLEY BANK			
(c) Primary business name of cu SILICON VALLEY BANK	stodian:		
(d) The location of the custodian	s's office responsible for <i>custody</i> of	he private fund's assets (city, state and country	y):
City:	State:	Country:	
SANTA CLARA	California	United States	
(e) Is the custodian a related per	rson of your firm?		
(f) If the custodian is a broker-d	lealer, provide its SEC registration r	umber (if any):	
- CRD Number (if any):			
, ,,,			
(g) If the custodian is not a brok identifier (if any)	ker-dealer, or is a broker-dealer but	does not have an SEC registration number, pr	ovide its <i>legal ent</i>
<u>rator</u>			
Does the <i>private fund</i> use an admin	•	ough (f) below. If the private funduses more t	han ono administr
Does the <i>private fund</i> use an admin f the answer to question 26.(a) is	•	ough (f) below. If the <i>private fund</i> uses more thator.	han one administr
Does the <i>private fund</i> use an admin f the answer to question 26.(a) is must complete questions (b) throug	"yes," respond to questions (b) thr gh (f) separately for each administr	,	han one administr
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Information Information Information Information Information 26.(a)	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Information Information Information Information Information 26.(a)	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed.	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator:	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the additional Administrator Information	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator:	"yes," respond to questions (b) thr gh (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separate	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an adminification of the answer to question 26. (a) is must complete questions (b) through the answer to question 26. (a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (city)	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separately, state and country): State:	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	
Does the <i>private fund</i> use an admining of the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately, state and country):	hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an adminification of the answer to question 26. (a) is must complete questions (b) through the answer to question 26. (a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (city)	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separately, state and country): State: New York	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	e than one
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Informational Administrator Information administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i>	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately, state and country): State: New York disperson of your firm?	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	e than one
Does the <i>private fund</i> use an adminification of the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i> (e) Does the administrator prepared	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separate questions (b) through (f) separate state: New York If person of your firm? are and send investor account state	hrough (f) below. If the <i>private fund</i> uses more ely for each administrator. Country: United States	e than one
Does the <i>private fund</i> use an admining the answer to question 26. (a) is must complete questions (b) through the Additional Administrator Informational Administrator Information administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i> (e) Does the administrator preparation of the Administrator of t	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately (f) separa	hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country: United States	e than one Y tors)

Include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any

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

your related person?

0%

A. PRIVATI Informati 1. (a) [(b) / (c) 8 2. Under S. (a) [Nam GAII (b) I 4. The /	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes? You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer. No Information Filed	
A. PRIVATI Informati 1. (a) [(b) / (c) 8 2. Under S. (a) [Nam GAII (b) I 4. The /	You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fun</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer. No Information Filed TE FUND Ion About the <i>Private Fund</i> Name of the <i>private fund</i> : GAINGELS MATHISON 2021 LLC Private fund identification number: (include the "805-" prefix also) 805-4522193493 er the laws of what state or country is the <i>private fund</i> organized: State: Country: Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): The of General Partner, Manager, Trustee, or Directors	r
A. PRIVATI Informati 1. (a) f (b) f (c) 8 2. Unde 3. (a) f Nam GAII GAII (b) I	similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the private functions. If the private fund uses more than one marketer you must complete questions (b) through (g) separately for each marketer. No Information Filed TE FUND Ion About the Private Fund Name of the private fund: GAINGELS MATHISON 2021 LLC Private fund identification number: (include the "805-" prefix also) 805-4522193493 er the laws of what state or country is the private fund organized: State: Country: Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): The of General Partner, Manager, Trustee, or Directors	
1. (a) 1 (b) / (c) (c) (d) (d) (d) (d) (d) (d) (e) (e) (e) (e) (e) (e) (e) (e) (e) (e	ion About the Private Fund Name of the private fund: GAINGELS MATHISON 2021 LLC Private fund identification number: (include the "805-" prefix also) 805-4522193493 er the laws of what state or country is the private fund organized: State: Country: Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): me of General Partner, Manager, Trustee, or Director	
1. (a) 1 (b) / (c) (c) (d) (d) (d) (d) (d) (d) (e) (e) (e) (e) (e) (e) (e) (e) (e) (e	ion About the Private Fund Name of the private fund: GAINGELS MATHISON 2021 LLC Private fund identification number: (include the "805-" prefix also) 805-4522193493 er the laws of what state or country is the private fund organized: State: Country: Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): me of General Partner, Manager, Trustee, or Director	
1. (a) 1 (b) / (c) (c) (d) (d) (d) (d) (d) (d) (e) (e) (e) (e) (e) (e) (e) (e) (e) (e	Name of the private fund: GAINGELS MATHISON 2021 LLC Private fund identification number: (include the "805-" prefix also) 805-4522193493 er the laws of what state or country is the private fund organized: State: Country: Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): me of General Partner, Manager, Trustee, or Director	
1. (a) f (b) / (c) / (c) / (d) / (d) / (e) / (f)	Name of the <i>private fund</i> : GAINGELS MATHISON 2021 LLC Private fund identification number: (include the "805-" prefix also) 805-4522193493 er the laws of what state or country is the <i>private fund</i> organized: State: Country: Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): me of General Partner, Manager, Trustee, or Director	
2. Unde 3. (a) 1 Nam GAII GAII (b) 1	GAINGELS MATHISON 2021 LLC Private fund identification number: (include the "805-" prefix also) 805-4522193493 er the laws of what state or country is the private fund organized: State: Country: Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): me of General Partner, Manager, Trustee, or Director	
2. Unde 3. (a) 1 Nam GAII GAII (b) 1	GAINGELS MATHISON 2021 LLC Private fund identification number: (include the "805-" prefix also) 805-4522193493 er the laws of what state or country is the private fund organized: State: Country: Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): me of General Partner, Manager, Trustee, or Director	
(b) / (c) /	Private fund identification number: (include the "805-" prefix also) 805-4522193493 er the laws of what state or country is the private fund organized: State: Country: Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): me of General Partner, Manager, Trustee, or Director	
2. Under Signal	er the laws of what state or country is the <i>private fund</i> organized: State: Country: Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): me of General Partner, Manager, Trustee, or Director	
3. (a) [Nam GAII GAII (b) I	State: Country: Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): me of General Partner, Manager, Trustee, or Director	
3. (a) [Nam GAII GAII (b) I	Vermont United States Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): me of General Partner, Manager, Trustee, or Director	
3. (a) Nam GAII GAII (b) I	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): me of General Partner, Manager, Trustee, or Director	
(b) I	me of General Partner, Manager, Trustee, or Director	
GAII GAII (b) I		
(b) I	NGELS MANAGEMENT LLC	
(b) I	NOTE OF VENTURES 11.0	
4. The ,	NGELS VENTURES LLC	
	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.	
	No Information Filed	
	make at a fixed (about all that apply you move about at least and).	
(***	private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940	
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940	
5. List t	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.	
	No Information Filed	
4 (a) I	Is this a "master fund" in a master feeder arrangement?	s No
	Is this a "master fund" in a master-feeder arrangement? If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	•
	No Information Filed	
(c) I	Ye Is this a "feeder fund" in a master-feeder arrangement?	s No
	If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	•
	Name of private fund:	
	Private fund identification number:	
((include the "805-" prefix also)	

7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of

	the reeder runds answer the rollowing questions:		
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantiall assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund	if it issu	
		Ye	s No
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investr vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	nent C	•
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		s No
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other p	orivate fu	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 250,000		
<u>Ow</u>	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in organizational documents of the fund).	n the	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 28		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 0%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	1%	Vo	s No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients?	0	•
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 16%		
Υοι	ur Advisory Services		
17	(a) Are you a subadviser to this <i>private fund</i> ?	_	s No
17.	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the ans question 17.(a) is "no," leave this question blank.	swer to	•
	No Information Filed		
		Ye	s No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	•	0
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If to question 18.(a) is "no," leave this question blank.	the ansv	ver
	Name of Other Adviser to <i>private fund</i> SEC file number CRD number		

317100

GAINGELS MANAGEMENT LLC

		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	\odot
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 1%		
Priv	vate Offering		
		Yes	No
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	•	0
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		_
	Form D file number 021-420999		
	021 420///		
3. SI	ERVICE PROVIDERS		
Auc	litors		
		Yes	No
23.	(a) (1) Are the private fund's financial statements subject to an annual audit?	0	\odot
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	\circ
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	g firm,	
	No Information Filed		
	(g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i>	Yes	No
	investors?		
	(h) Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> contain unqualified op	IIIIONS	
	O Yes O No O Report Not Yet Received	a. railah	-1-
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is	avallat	oie.
Prir	me Broker	Yes	No
24.	(a) Does the <i>private fund</i> use one or more prime brokers?	nes	⊙
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.		
	No Information Filed		
Cus	otodian		
		Yes	No
25.	(a) Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the pure uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.		C und
	Additional Custodian Information : 1 Record(s) Filed.		
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	orivate	
	(b) Legal name of custodian: SILICON VALLEY BANK		
	(c) Primary business name of custodian: SILICON VALLEY BANK		

	(d) The location of the custodian	's office responsible for <i>custody</i> of t	the private fund's assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	Yes No
	(e) Is the custodian a related pe	rson of your firm?		0 0
	(f) If the custodian is a broker-o	lealer, provide its SEC registration n	number (if any):	
	- CDD Number (if any);			
	CRD Number (if any):			
	(g) If the custodian is not a brok identifier (if any)	er-dealer, or is a broker-dealer but	does not have an SEC registration number, provi	de its <i>legal entity</i>
Admini	strator			
				Yes No
26. (a)	Does the <i>private fund</i> use an admir	·		© 0
	•	"yes," respond to questions (b) through (f) separately for each administrate.	ough (f) below. If the <i>private fund</i> uses more than ator.	one administrator, you
	Additional Administrator Informa	ation : 1 Record(s) Filed.		
		is "yes," respond to questions (b) tl e questions (b) through (f) separate	hrough (f) below. If the <i>private fund</i> uses more the ely for each administrator.	an one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (cit	y, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Yes No
	(d) Is the administrator a related	<i>I person</i> of your firm?		O
			ements to the <i>private fund's</i> investors? t not all investors) oNo (provided to no investors	.)
	11		he investor account statements to the (rest of the est of the est of the) <i>private fund's</i> investors, respond "not a	• •
yo 0% Ind rel	ur <i>related person</i> ? 6 Clude only those assets where (i) suc	ch <i>person</i> carried out the valuation pused for purposes of investor subsc	by value) was valued by a <i>person</i> , such as an adm procedure established for that asset, if any, includent procedure, redemptions or distributions, and fee calc	ling obtaining any
Market	·	-		
				Yes No
28. (a)	,		our employees for marketing purposes?	0 0
	similar person. If the answer to que	estion 28.(a) is "yes," respond to qu	t, consultant, finder, introducer, municipal advisor lestions (b) through (g) below for each such mark lete questions (b) through (g) separately for each	eter the <i>private fund</i>
		No Infor	rmation Filed	

A. P	PRIVATE FUND		
Info	ormation About the <i>Private Fund</i>		
1.	(a) Name of the <i>private fund</i> : GAINGELS MAYVENN LLC		
	(b) Private fund identification number:		
	(include the "805-" prefix also)		
	805-1270744311		
2.	Under the laws of what state or country is the <i>private fund</i> organized:		
	State: Country: Vermont United States		
	Vermont United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director GAINGELS MANAGEMENT LLC		
	GAINGELS VENTURES LLC		
	O MITOLES VENTORIES LES		
	(b) If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> . No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	•
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	\circ	\odot
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	(s.aas tiio ooo proint dise)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	7.B.(⁻	1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	ı of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all		
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it i multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
8.	(a) Is this <i>private fund</i> a "fund of funds"?	Yes	No ©
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	~	~

(b) If yes, does the *private fund* invest in funds managed by you or by a *related person*?

				Yes	No	
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investme Company Act of 1940 (other than "money market funds," to the extent provided in Ir		e Investment	0	•	
10.	What type of fund is the <i>private fund</i> ?					
	O hedge fund O liquidity fund O private equity fund O real estate fund O security	tized asset fund 🌀 venture capital	fund Other priva	ate fund	d:	
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instruction	s to Part 1A.				
11.	Current gross asset value of the <i>private fund</i> : \$ 370,000					
<u>Ow</u>	<u>nership</u>					
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000					
	NOTE: Report the amount routinely required of investors who are not your <i>related perorganizational</i> documents of the fund).	rsons (even if different from the am	nount set forth in th	ıe		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 48					
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and 4%	d your <i>related persons</i> :				
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in th 1%	e aggregate) by funds of funds:				
	(b) If the private fund qualifies for the exclusion from the definition of investment corn Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	npany under section 3(c)(1) of the	Investment	Yes	No ©	
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non-Un 6%	nited States persons:				
Voi	ır Advisory Services					
100	ii Advisory Services			Yes	No	
17.	(a) Are you a subadviser to this <i>private fund</i> ?			0	•	
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer to question 17.(a) is "no," leave this question blank.					
	No Information File	ed .				
				Yes	No	
18.	(a) Do any investment advisers (other than the investment advisers listed in Section	7.B.(1).A.3.(b)) advise the <i>private</i>	fund?	\odot	0	
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, to question 18.(a) is "no," leave this question blank.	if any, of the other advisers to the	private fund. If the	e answe	er	
	Name of Other Adviser to private fund	SEC file number	CRD number			
	GAINGELS MANAGEMENT LLC		317100			
				Yes	No	
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?			0	•	
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.					
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 1%					
<u>Priv</u>	vate Offering					
				Yes	No	
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities un	der Regulation D of the Securities A	Act of 1933?	•	0	

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

B. SERVICE PROVIDERS Auditors 23. (a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one at you must complete questions (b) through (f) separately for each auditing firm. No Information Filed (g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i>	Yes No C
23. (a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one at you must complete questions (b) through (f) separately for each auditing firm. No Information Filed	0 0
(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one at you must complete questions (b) through (f) separately for each auditing firm. No Information Filed	0 0
(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one at you must complete questions (b) through (f) separately for each auditing firm. No Information Filed	0 0
you must complete questions (b) through (f) separately for each auditing firm. No Information Filed	
(g) Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's	
(g) Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's	Yes No
investors?	0 0
(h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualification.	ied opinions?
C Yes C No C Report Not Yet Received	
If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the rep	oort is available.
Prime Broker	
24. (a) Does the <i>private fund</i> use one or more prime brokers?	Yes No
If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	
No Information Filed	
Custodian	Yes No
25. (a) Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets?	© 0
If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	the <i>private fund</i>
Additional Custodian Information : 1 Record(s) Filed.	
If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	f the <i>private</i>
(b) Legal name of custodian: SILICON VALLEY BANK	
(c) Primary business name of custodian: SILICON VALLEY BANK	
(d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country):	
1 · · · · · · · · · · · · · · · · · · ·	
City: State: Country:	11
	Yes No
City: State: Country:	Yes No
City: State: Country: SANTA CLARA California United States	

Form D file number

Adminis	strator						
0(()				Yes No			
26. (a)	·	ministrator other than your firm?) is "ves." respond to questions (b) thr	ough (f) below. If the <i>private fund</i> uses more than one admi				
	•	rough (f) separately for each administr	•	et. ate., yea			
Additional Administrator Information : 1 Record(s) Filed.							
	III	(a) is "yes," respond to questions (b) t plete questions (b) through (f) separate	hrough (f) below. If the <i>private fund</i> uses more than one ely for each administrator.				
	(b) Name of administrator: GAINGELS INC						
	(c) Location of administrator	(city state and country):					
	City:	State:	Country:				
	NEW YORK	New York	United States				
	(d) Is the administrator a rel	ated paragraph of value firm?		Yes No			
	(d) Is the administrator a rela	ated person of your firm?		0 0			
		·	ements to the <i>private fund's</i> investors? t not all investors) No (provided to no investors)				
	·		the investor account statements to the (rest of the) private is est of the) private fund's investors, respond "not applicable."				
you 0% Incl rele	r related person?	such <i>person</i> carried out the valuation on used for purposes of investor subsc	by value) was valued by a <i>person</i> , such as an administrator, procedure established for that asset, if any, including obtain criptions, redemptions or distributions, and fee calculations (ning any			
Markete	<u>ers</u>						
28. (a)	Does the <i>private fund</i> use the se	ervices of someone other than you or v	your <i>employees</i> for marketing purposes?	Yes No			
, ,	You must answer "yes" whethe similar <i>person</i> . If the answer to	r the <i>person</i> acts as a placement agen question 28.(a) is "yes," respond to qu	t, consultant, finder, introducer, municipal advisor or other suestions (b) through (g) below for each such marketer the pullete questions (b) through (g) separately for each marketer.	solicitor, or private fund			
		No Info	rmation Filed				
A. PRIVA	TE FUND						
Informa	tion About the <i>Private Fund</i>						
1. (a)	Name of the private fund:						
	GAINGELS MEADOW LLC						
(b)	Private fund identification number	er:					

(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity

2. Under the laws of what state or country is the *private fund* organized:

(include the "805-" prefix also)

805-3672672640

identifier (if any)

	State: Vermont	Country: United States		
3.	(a) Name(s) of General Partr	ner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, M	Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC	;		
	GAINGELS VENTURES LLC			
	(b) If filing an umbrella regist	tration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund. No Information Filed		
4.	(1) qualifies for the exclusion	at apply; you must check at least one): sion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 sion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in	English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.		n a master-feeder arrangement?	0	\odot
	(b) If yes, what is the name	and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		
			Yes	No
	(c) Is this a "feeder fund" in	a master-feeder arrangement?	0	·
		and private fund identification number (if any) of the master fund in which this private fund invests?		
			on 7.B.(1)
7.	If you are filing a single Scheo	dule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1),	for each	า of
	the feeder funds answer the	following questions:		
		No Information Filed		
	assets in a single fund ("mas	ions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially ster fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		d
8.	(a) Is this <i>private fund</i> a "fun	ıd of funds"?	nes O	(O
	NOTE: For purposes of this quehicles, regardless of wheth	uestion only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment they are also private funds or registered investment companies.	~	
	(b) If yes, does the <i>private fu</i>	und invest in funds managed by you or by a related person?	0	0
9.		lid the <i>private fund</i> invest in securities issued by investment companies registered under the Investment than "money market funds," to the extent provided in Instruction 6.e.)?	Yes O	No ©
10.	What type of fund is the priva	ate fund?		
	,	and $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securitized asset fund $^{f G}$ venture capital fund $^{f C}$ Other pri	ivate fun	nd:
	NOTE: For definitions of these	se fund types, please see Instruction 6 of the Instructions to Part 1A.		

11. Current gross asset value of the private fund:

\$	150,000				
<u>Owne</u>	r <u>ship</u>				
	nimum investment commitment required of an investor in the <i>private fund</i> :				
N	1,000 DTE: Report the amount routinely required of investors who are not your <i>related p</i> ganizational documents of the fund).	<i>persons</i> (even if different from	the amount set forth in	the	
13. Ap	proximate number of the <i>private fund's</i> beneficial owners:				
14. W	nat is the approximate percentage of the <i>private fund</i> beneficially owned by you a	and your <i>related persons</i> :			
15. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in 6	the aggregate) by funds of fu	nds:		
(b	If the private fund qualifies for the exclusion from the definition of investment c Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	company under section 3(c)(1)	of the Investment	Yes	No ⊙
	nat is the approximate percentage of the <i>private fund</i> beneficially owned by non- %	United States persons:			
Your /	dvisory Services			V	
17 (a	Are you a subadviser to this <i>private fund</i> ?			Yes	NO
	If the answer to question 17.(a) is "yes," provide the name and SEC file number question 17.(a) is "no," leave this question blank.	er, if any, of the adviser of the	e private fund. If the answ	ver to	•
	No Information F	iled			
				Yes	. No
18. (a	Do any investment advisers (other than the investment advisers listed in Section	on 7.B.(1).A.3.(b)) advise the	private fund?	•	0
(b	If the answer to question 18.(a) is "yes," provide the name and SEC file number to question 18.(a) is "no," leave this question blank.	er, if any, of the other adviser	s to the <i>private fund</i> . If t	_	
	Name of Other Adviser to private fund	SEC file number	CRD number		
	GAINGELS MANAGEMENT LLC		317100		
				Yes	No
	e your <i>clients</i> solicited to invest in the <i>private fund?</i>			0	\odot
N	OTE: For purposes of this question, do not consider feeder funds of the private fund.				
20. Ap	proximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?				
<u>Privat</u>	e Offering			Vaa	NI-
21. Ha	s the <i>private fund</i> ever relied on an exemption from registration of its securities ι	under Regulation D of the Sec	urities Act of 1933?	Yes ⊙	Ö
	yes, provide the <i>private fund's</i> Form D file number (if any): orm D file number				
0	21-422445				
B. SER\	ICE PROVIDERS				
<u>Audito</u>	<u>rs</u>				
				Yes	s No
23. (a	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?			0	\odot
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements pr	repared in accordance with U.S	S. GAAP?	0	0

				Yes No
(g) Are the private fund's audited financial sta investors?	tements for the most recently con	npleted fiscal year distributed to the private fund's	0 0
(h) Do all of the reports prepared by the audi	ting firm for the private fund since	your last annual updating amendment contain unqualif	ied opinions?
	O Yes O No O Report Not Yet Received			
	If you check "Report Not Yet Received," you	ı must promptly file an amendmeni	to your Form ADV to update your response when the rep	oort is available.
<u>Prime</u>	<u>Broker</u>			Vac N
24. (a) Does the <i>private fund</i> use one or more pri	me brokers?		Yes No
	•		(e) below for each prime broker the <i>private fund</i> uses.	-
	fund uses more than one prime broker, yo	ou must complete questions (b) the	rough (e) separately for each prime broker.	
		No Informati	on Filed	
Custoo	<u>dian</u>			Yes No
25. (a) Does the <i>private fund</i> use any custodians	(including the prime brokers lister	d above) to hold some or all of its assets?	0 0
			(g) below for each custodian the <i>private fund</i> uses. If	the private fund
	uses more than one custodian, you must	complete questions (b) through (g) separately for each custodian.	
	Additional Custodian Information : 1 Re	ecord(s) Filed.		
	fund uses more than one custodian, you (b) Legal name of custodian: SILICON VALLEY BANK	u must complete questions (b) the	gh g) below for each custodian the <i>private fund</i> uses. If ough (g) separately for each custodian.	f the <i>private</i>
	(c) Primary business name of custodiar SILICON VALLEY BANK	n:		
	(d) The location of the custodian's offic	e responsible for $\it custody$ of the $\it p$	rivate fund's assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	Yes No
	(e) Is the custodian a related person of	your firm?		0 0
	(f) If the custodian is a broker-dealer,	provide its SEC registration numb	er (if any):	
	CRD Number (if any):			
	(g) If the custodian is not a broker-dea	ler, or is a broker-dealer but doe:	s not have an SEC registration number, provide its <i>lega</i>	al entity
<u>Admin</u>	(f) If the custodian is a broker-dealer,CRD Number (if any):(g) If the custodian is not a broker-dealer,	provide its SEC registration numb		

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you

26. (a) Does the $private\ fund\ use\ an\ administrator\ other\ than\ your\ firm?$

Additional Administrator Information: 1 Record(s) Filed.

must complete questions (b) through (f) separately for each administrator.

No Information Filed

			·	26.(a) is "yes," respond t complete questions (b) thr	•	nrough (f) below. If the <i>private fund</i> uses morely for each administrator.	e than one
		(6)	Name of administrate				
		(b)	Name of administrate GAINGELS INC	OT:			
			CANTOLLO INTO				
		(c)	Location of administr	ator (city, state and countr	-y):		
			City:	State:		Country:	
			NEW YORK	New Yo	rk	United States	
							Yes No
		(d)	Is the administrator	a <i>related person</i> of your firn	n?		○ ●
		(e)		• •		ements to the <i>private fund's</i> investors? not all investors) No (provided to no investors)	itors)
		(f)	·			he investor account statements to the (rest o est of the) <i>private fund's</i> investors, respond "r	· '
27.	your 0% Incli rele	relatude of	ed person? nly those assets wher quotes, and (ii) the va	e (i) such <i>person</i> carried o	ut the valuation pof investor subsc	by value) was valued by a <i>person</i> , such as an procedure established for that asset, if any, in riptions, redemptions or distributions, and fee	cluding obtaining any
<u>Ma</u>	<u>rkete</u>	<u>rs</u>					
							Yes No
28.		You n simila	nust answer "yes" wh r <i>person</i> . If the answe	ether the <i>person</i> acts as a r to question 28.(a) is "ye	placement agent s," respond to qu	our <i>employees</i> for marketing purposes? , consultant, finder, introducer, municipal adv estions (b) through (g) below for each such r ete questions (b) through (g) separately for e	narketer the <i>private fund</i>
					No Infor	mation Filed	
A. P	RIVAT	E FUN	ND				
<u>Info</u>	ormat	ion Al	bout the <i>Private Fun</i>	<u>d</u>			
1.	(a)	Name	e of the <i>private fund</i> :				
٠.			GELS MOSH LLC				
			re fund identification nu	umber:			
			de the "805-" prefix a				
		805-8	3097207228				
2.				country is the <i>private fun</i>			
		State Verm			Country: United States		
3.	(a)	Name	e(s) of General Partner	r, Manager, Trustee, or Dire	ectors (or <i>person</i> s	s serving in a similar capacity):	
	Nar	ne of	General Partner, Ma	nager, Trustee, or Directo	or		
	GAI	NGEL	S MANAGEMENT LLC				
	GAI	NGEL	S VENTURES LLC				
	(b)	If filin	g an <i>umbrella registra</i>	tion, identify the filing advis	ser and/or relying	adviser(s) that sponsor(s) or manage(s) this μ	orivate fund.
					No Informa		

	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	•
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1	۱)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
0		Yes	
8.	(a) Is this <i>private fund</i> a "fund of funds"?	0	•
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	С
		V	N.I.
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	Yes	
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	e fund	d:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 100,000		
<u>Ow</u>	<u>nership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		

4. The *private fund* (check all that apply; you must check at least one):

14.	Wha 219	at is the approximate percentage of the <i>private fund</i> beneficially owned b	y you and your <i>related persons</i> :			
15.	(a) 3%	What is the approximate percentage of the private fund beneficially own	ed (in the aggregate) by funds of funds	:		
	(b)	If the private fund qualifies for the exclusion from the definition of invest Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	ment company under section 3(c)(1) of	the Investment	Yes	©
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned b	by non- <i>United States persons</i> :			
<u> Υοι</u>	ır Ac	lvisory Services				
17.	(a)	Are you a subadviser to this <i>private fund</i> ?			Yes	No ©
	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file question 17.(a) is "no," leave this question blank.	number, if any, of the adviser of the pro-	vate fund. If the answ		
		No Inform	nation Filed			
1Ω	(2)	Do any investment advisers (other than the investment advisers listed in	a Section $7 R (1) A (2) (b) advise the principal$	vato fund?	Yes	
		If the answer to question 18.(a) is "yes," provide the name and SEC file	•		⊙ ne answ	er
		to question 18.(a) is "no," leave this question blank.				
		Name of Other Adviser to private fund GAINGELS MANAGEMENT LLC	SEC file number	CRD number		
		O'HITOELE HIJ HUTOEINERT EEG		017100	Yes	No.
19.	Are	your clients solicited to invest in the private fund?			0	•
	NO	E: For purposes of this question, do not consider feeder funds of the private	e fund.			
<u>Pri</u>	3% <u>vate</u>	Offering			Yes	No
21.	Has	the private fund ever relied on an exemption from registration of its secu	urities under Regulation D of the Securit	es Act of 1933?	•	0
22.		es, provide the <i>private fund's</i> Form D file number (if any):				
		m D file number				
		CE PROVIDERS				
<u>Auc</u>	ditor				Yes	No
23.	(a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit	t?		0	•
		(2) If the answer to question 23.(a)(1) is "yes," are the financial statem	ents prepared in accordance with U.S. G	JAAP?	0	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (f) separately for each auditing	•	more than one audit	ing firm	,
		No Inform	nation Filed			
	(e.\	Are the private fundle social and financial attachments for the	completed finest very distribute to the con-	private for the	Yes	
		Are the <i>private fund's</i> audited financial statements for the most recently investors?	,	•	O	0
	(11)	Do all of the reports prepared by the auditing firm for the <i>private fund</i> sin O Yes O No O Report Not Yet Received	nce your last <i>aririual updating amendmer</i>	a comain unqualified (opiriions	5 (
		If you check "Report Not Yet Received," you must promptly file an amendm				

Prime Broker

24. (a)	Does the <i>private fund</i> use one or more prime If the answer to question 24 (a) is "yes " resi		ough (e) below for each prime broker the <i>private</i>	funduses If the private
		•	b) through (e) separately for each prime broker.	·
		No Infor	mation Filed	
ustoc	<u>ian</u>			
5 (a)	Does the <i>private fund</i> use any custodians (inc	uding the prime brokers	listed above) to hold some or all of its assets?	Yes N
, (a _,		oond to questions (b) thre	ough (g) below for each custodian the <i>private fu</i>	o C and uses. If the private fund
	Additional Custodian Information : 1 Recor	d(s) Filed.		
		•	hrough g) below for each custodian the <i>private f</i> or the private for the private for the custodian.	und uses. If the <i>private</i>
	(b) Legal name of custodian: SILICON VALLEY BANK			
	(c) Primary business name of custodian: SILICON VALLEY BANK			
	(d) The location of the custodian's office re	sponsible for <i>custody</i> of t	he <i>private fund's</i> assets (city, state and country)	:
	City: SANTA CLARA	State: California	Country: United States	
				Yes No
	(e) Is the custodian a related person of you	r firm?		0 0
	(f) If the custodian is a broker-dealer, prov	ride its SEC registration n	umber (if any):	
	CRD Number (if any):			
	(g) If the custodian is not a broker-dealer, identifier (if any)	or is a broker-dealer but	does not have an SEC registration number, prov	vide its <i>legal entity</i>
<u>min</u>	<u>strator</u>			Yes N
. (a)	Does the private fund use an administrator otl	ner than your firm?		⊚ (
	If the answer to question 26.(a) is "yes," response to the answer to question and the second	•	ough (f) below. If the <i>private fund</i> uses more tha ator.	n one administrator, you
	Additional Administrator Information : 1 Re			
	administrator, you must complete questions	•	nrough (f) below. If the <i>private fund</i> uses more to ly for each administrator.	han one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (city, state an	d country):		
	City: NEW YORK	State: New York	Country: United States	
		2 3	2	Yes No
	(d) Is the administrator a related person of	your firm?		0 0

Yes No

		(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors? O Yes (provided to all investors) O Some (provided to some but not all investors) No (provided to no investors)		
		(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE		
27.		ing your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that i related person?	s not	
	rele	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining an vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includ cations) was the valuation determined by such <i>person</i> .	-	
<u>Ma</u>	<u>rkete</u>	e <u>rs</u>		
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	_
20.		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		•
		No Information Filed		
A. P	RIVAT	E FUND		
Info	rmat	ion About the <i>Private Fund</i>		
1.		Name of the private fund:		
		GAINGELS NANOTRONICS LLC Private fund identification number:		
		(include the "805-" prefix also)		
		805-4282049686		
2.		er the laws of what state or country is the <i>private fund</i> organized: State: Country:		
		State: Country: Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Nar	ne of General Partner, Manager, Trustee, or Director		
		NGELS MANAGEMENT LLC		
	GAI	NGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.		private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.		Is this a "master fund" in a master-feeder arrangement?	0	•
	(b)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
		No Information Filed		

	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	n of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
0		Yes	
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment		•
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other <i>private</i>	e fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 225,000		
Ow	nership_		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 20		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 6%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 1%	W = =	NI-
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	• No
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		

100	II AC	dvisory Services		Yes	No
17.	(a)	Are you a subadviser to this <i>private fund</i> ?		0	•
	(b)) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.			
		No Information Filed			
				Yes	No
18.	(a)	Do any investment advisers (other than the investment advisers listed in Section 7	.B.(1).A.3.(b)) advise the private fund?	•	\circ
	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if to question 18.(a) is "no," leave this question blank.	any, of the other advisers to the <i>private fu</i>	<i>und</i> . If the answe	:r
			SEC file number CRD nu		
		GAINGELS MANAGEMENT LLC	317100		
				Yes	No
19.		your clients solicited to invest in the private fund?		0	⊙
	NOT	TE: For purposes of this question, do not consider feeder funds of the private fund.			
20.	App	proximately what percentage of your clients has invested in the private fund?			
Priv	<u>rate</u>	Offering			
21.	Has	s the <i>private fund</i> ever relied on an exemption from registration of its securities unde	er Regulation D of the Securities Act of 193	Yes 3? ©	O
22.	If y	res, provide the <i>private fund's</i> Form D file number (if any):			
	For	rm D file number			
	02	1-421738			
23.		 (1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepa If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) you must complete questions (b) through (f) separately for each auditing firm. 		Yes C O one auditing firm,	⊙○
		No Information Filed			
				Yes	Nο
	(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed	fiscal year distributed to the private fund's		0
	(3)	investors?	,		
	(h)	Do all of the reports prepared by the auditing firm for the private fund since your la	st <i>annual updating amendment</i> contain unq	ualified opinions	?
		O Yes O No O Report Not Yet Received			
		If you check "Report Not Yet Received," you must promptly file an amendment to your	Form ADV to update your response when th	e report is availat	ole.
Prir	ne B	<u>Broker</u>			
24	(a)	Does the <i>private fund</i> use one or more prime brokers?		Yes	_
24.		If the answer to question 24.(a) is "yes," respond to questions (b) through (e) bel fund uses more than one prime broker, you must complete questions (b) through (·	C uses. If the <i>privat</i>	⊙ te
		No Information Filed			
Cus	todia	an			

25. (a) Does the *private fund* use any custodians (including the prime brokers listed above) to hold some or all of its assets?

Yes No

O

	itional custodian impimation .	1 Record(s) Filed.		
	•		nrough g) below for each custodian the <i>private fund</i> us) through (g) separately for each custodian.	ses. If the ,
(b)	Legal name of custodian: SILICON VALLEY BANK			
(c)	Primary business name of custo SILICON VALLEY BANK	odian:		
(d)	The location of the custodian's	office responsible for <i>custody</i> of the	he <i>private fund's</i> assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	,
(0)	Is the quatedian a related person	on of your firm?		•
(e)	Is the custodian a related person	on or your firm?		
(f)	If the custodian is a broker-dea	aler, provide its SEC registration n	umber (if any):	
	- CRD Number (if any):			
(g)	If the custodian is not a broker identifier (if any)	-dealer, or is a broker-dealer but	does not have an SEC registration number, provide its	s legal enti
<u>ratoı</u>	<u>r</u>			
Does f the	the <i>private fund</i> use an administed answer to question 26.(a) is "y	res," respond to questions (b) thro	ough (f) below. If the <i>private fund</i> uses more than one	administra
Does If the must	the <i>private fund</i> use an administed answer to question 26.(a) is "y	es," respond to questions (b) thro	-	administr <i>a</i>
If the must	the <i>private fund</i> use an administration 26.(a) is "y complete questions (b) through itional Administrator Information answer to question 26.(a) is	res," respond to questions (b) through the control of the control	nrough (f) below. If the <i>private fund</i> uses more than or	
Does f the must Addi If t adr	the <i>private fund</i> use an administration 26.(a) is "y complete questions (b) through itional Administrator Information answer to question 26.(a) is	res," respond to questions (b) through the control of the control	nrough (f) below. If the <i>private fund</i> uses more than or	
Does f the must Addi If t adr	the <i>private fund</i> use an administration answer to question 26.(a) is "y complete questions (b) through a stitutional Administrator Information answer to question 26.(a) is ministrator, you must complete on the Name of administrator:	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) the questions (b) through (f) separate	nrough (f) below. If the <i>private fund</i> uses more than or	
Does f the must Addi If t adr	the <i>private fund</i> use an administ answer to question 26.(a) is "y complete questions (b) through a tional Administrator Information in the answer to question 26.(a) is ministrator, you must complete to the Name of administrator: GAINGELS INC Location of administrator (city, City:	res," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country): State:	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country:	
Does If the must Addi If t adr (b)	the <i>private fund</i> use an administ answer to question 26.(a) is "y complete questions (b) through a stional Administrator Informational Informational Information Informational Information Informational Information	res," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country):	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator.	ne
Does f the must Addi If t adr (b)	the <i>private fund</i> use an administ answer to question 26.(a) is "y complete questions (b) through a tional Administrator Information in the answer to question 26.(a) is ministrator, you must complete to the Name of administrator: GAINGELS INC Location of administrator (city, City:	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) the questions (b) through (f) separate state and country): State: New York	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country:	
Does f the must Addi If t adr (b) (c)	the <i>private fund</i> use an administ e answer to question 26. (a) is "y complete questions (b) through itional Administrator Informational Administrator (a) is ministrator, you must complete on Name of administrator: GAINGELS INC Location of administrator (city, City: NEW YORK Is the administrator a <i>related p</i>	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country): State: New York Person of your firm?	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country:	ne Y e
Does f the must Addi If t adr (b) (c)	the <i>private fund</i> use an administ answer to question 26. (a) is "y complete questions (b) through attional Administrator Informational Administrator (a) is ministrator, you must complete a Name of administrator: GAINGELS INC Location of administrator (city, City: NEW YORK Is the administrator a <i>related p</i> oses the administrator prepare	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country): State: New York respond to questions (b) through (f) separate	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country: United States	ne Y e

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

0%

Include only those assets where (i) such *person* carried out the valuation procedure established for that asset, if any, including obtaining any

ivia	rkete		Yes	No			
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes? You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	O or	•			
		No Information Filed					
A. P	RIVA	TE FUND					
Info	rmat	tion About the Private Fund					
1.	(a)	Name of the <i>private fund</i> :					
		GAINGELS NEWTONX LLC					
	(b)	Private fund identification number: (include the "805-" prefix also)					
		805-7033286795					
2.	Unc	der the laws of what state or country is the <i>private fund</i> organized:					
		State: Country:					
		Vermont United States					
3.	(a)	a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):					
		me of General Partner, Manager, Trustee, or Director					
		INGELS MANAGEMENT LLC					
	GA	INGELS VENTURES LLC					
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.					
		No Information Filed					
4.	The	e private fund (check all that apply; you must check at least one):					
	V	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940					
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940					
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.					
		No Information Filed					
			Y es	No			
6.	(a)	Is this a "master fund" in a master-feeder arrangement?	0	\odot			
	(b)	If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?					
		No Information Filed					
			Yes	No			
	(c)	Is this a "feeder fund" in a master-feeder arrangement?		•			
	(d)	If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :					
		Private fund identification number:					
		(include the "805-" prefix also)					
		TE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 the master-feeder arrangement or reporting on the funds separately.	.B.(1)			
		······································					

7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of

relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including

	the	the reeder runds answer the rollowing questions:				
		No Information Filed				
	asse	E: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all ets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is tiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.				
			es/	No		
8.	NOT	Is this <i>private fund</i> a "fund of funds"? E: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment icles, regardless of whether they are also <i>private funds</i> or registered investment companies.	0	•		
	(b)	If yes, does the private fund invest in funds managed by you or by a related person?	0	0		
			es/	No		
9.		ng your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment apany Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•		
10.	Wha	at type of fund is the <i>private fund</i> ?				
	O h	nedge fund $^{f C}$ liquidity fund $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securitized asset fund $^{f C}$ venture capital fund $^{f C}$ Other <i>private</i>	fun	ıd:		
	NOT	E: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.				
11.		rent gross asset value of the <i>private fund</i> :				
Ow	nersł	<u>hip</u>				
12.	Minir \$ 1,0	mum investment commitment required of an investor in the <i>private fund</i> :				
	NOT	E: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the anizational documents of the fund).				
13.	Appr 21	roximate number of the <i>private fund's</i> beneficial owners:				
14.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :				
15.	(a) '	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:				
	2 70		es/	No		
		If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	•		
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :				
Υοι	ır Ad	visory Services				
17	(2)	Are you a subadviser to this <i>private fund</i> ?	_	No		
17.	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	0	•		
		No Information Filed				
	ı		es/	No		
18.	(a)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	•	0		
		If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the atto question 18.(a) is "no," leave this question blank.	ารพ	er		
		Name of Other Adviser to <i>private fund</i> SEC file number CRD number				

317100

GAINGELS MANAGEMENT LLC

		Yes	No
19. Ar	re your clients solicited to invest in the private fund?	0	\odot
No	OTE: For purposes of this question, do not consider feeder funds of the private fund.		
20. Ap	oproximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
<u>Privat</u>	e Offering	.,	
21. Ha	as the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	No O
22. If	yes, provide the <i>private fund's</i> Form D file number (if any):		
	orm D file number		
0	21-421261		
B. SER\	/ICE PROVIDERS		
Audito	ors — — — — — — — — — — — — — — — — — — —		
23 (a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes	_
25. (a	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditin you must complete questions (b) through (f) separately for each auditing firm.		
	No Information Filed		
(g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	Yes O	No O
(h) Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> contain unqualified on	oinions	?
,	O Yes O No O Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is	availal	ble.
<u>Prime</u>	<u>Broker</u>		
24 (2). Doos the private funduce one or more prime brokers?	Yes	_
24. (a) Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the	C e privat	⊙ te
	fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.		
	No Information Filed		
Custoo	<u>dian</u>	Voc	No
25. (a) Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	Yes o rivate f	0
	Additional Custodian Information : 1 Record(s) Filed.		
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	private	
	(b) Legal name of custodian: SILICON VALLEY BANK		
	(c) Primary business name of custodian: SILICON VALLEY BANK		

	(d) The location of the custodian	's office responsible for <i>custody</i> of t	the private fund's assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	Yes No
	(e) Is the custodian a related pe	rson of your firm?		0 0
	(f) If the custodian is a broker-o	lealer, provide its SEC registration n	number (if any):	
	- CDD Number (if any);			
	CRD Number (if any):			
	(g) If the custodian is not a brok identifier (if any)	er-dealer, or is a broker-dealer but	does not have an SEC registration number, provi	de its <i>legal entity</i>
Admini	strator			
				Yes No
26. (a)	Does the <i>private fund</i> use an admir	·		© 0
	•	"yes," respond to questions (b) through (f) separately for each administrate.	ough (f) below. If the <i>private fund</i> uses more than ator.	one administrator, you
	Additional Administrator Informa	ation : 1 Record(s) Filed.		
		is "yes," respond to questions (b) tl e questions (b) through (f) separate	hrough (f) below. If the <i>private fund</i> uses more the ely for each administrator.	an one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (cit	y, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Yes No
	(d) Is the administrator a related	<i>I person</i> of your firm?		O
			ements to the <i>private fund's</i> investors? t not all investors) oNo (provided to no investors	.)
	11		he investor account statements to the (rest of the est of the est of the) <i>private fund's</i> investors, respond "not a	• •
yo 0% Ind rel	ur <i>related person</i> ? 6 Clude only those assets where (i) suc	ch <i>person</i> carried out the valuation pused for purposes of investor subsc	by value) was valued by a <i>person</i> , such as an adm procedure established for that asset, if any, includent procedure, redemptions or distributions, and fee calc	ling obtaining any
Market	·	-		
				Yes No
28. (a)	,		our employees for marketing purposes?	0 0
	similar person. If the answer to que	estion 28.(a) is "yes," respond to qu	t, consultant, finder, introducer, municipal advisor lestions (b) through (g) below for each such mark lete questions (b) through (g) separately for each	eter the <i>private fund</i>
		No Infor	rmation Filed	

<u>Info</u>	ormation About the <i>Private Fund</i>		
1.	(a) Name of the <i>private fund</i> :		
	GAINGELS NOMAGIC LLC		
	(b) Private fund identification number:		
	(include the "805-" prefix also) 805-6153763911		
	805-0153703911		
2.	Under the laws of what state or country is the <i>private fund</i> organized:		
	State: Country: Vermont United States		
	Vermont United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC		
	GAINGELS VENTURES LLC		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The <i>private fund</i> (check all that apply; you must check at least one):		
4.	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	\circ	⊙
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?		
	Name of private fund:		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
	for the master-reeder arrangement or reporting on the runus separatery.		
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for	or eact	า of
	the feeder funds answer the following questions:		
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially a	l of th	neir
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it		
	multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
0	(a) Is this private fund a "fund of funda"?	Yes	
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only answer "yes" if the fund invests 10 percent or more of its total assets in other peoled investment.		⊙
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investmen vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	ι	

(b) If yes, does the *private fund* invest in funds managed by you or by a *related person*?

A. PRIVATE FUND

		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the private fund?		
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund c venture capital fund C Other p	rivate fun	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 105,000		
<u>Ow</u>	vnership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in organizational documents of the fund).	the	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 19		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 14%		
15.	5. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 3%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 3%		
You	ur Advisory Services		
17	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	_
17.	(a) Are you a subadviser to this private rund?(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the private fund. If the answertion 17.(a) is "no," leave this question blank.	wer to	•
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>?(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>. If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>.	o the answ	O er
	to question 18.(a) is "no," leave this question blank. Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
	GAINGELS MANAGEMENT LLC 317100		
		Yes	No.
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	•
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		_
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 3%		
Priv	vate Offering		
		Yes	No
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	•	0

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

02	1-421582			
. SERV	CE PROVIDERS			
Auditor	<u>s</u>			
23. (a)	(1) Are the <i>private fund's</i> financial statements subje	ct to an annual audit?		Yes N
. ,	(2) If the answer to question 23.(a)(1) is "yes," are		d in accordance with U.S. GAAP?	0
	If the answer to question 23.(a)(1) is "yes," responyou must complete questions (b) through (f) separate	•	elow. If the <i>private fund</i> uses more than one au	diting firm,
		No Information Filed		
				Yes N
(g)	Are the <i>private fund's</i> audited financial statements f investors?	or the most recently completed fis	scal year distributed to the private fund's	0
(h)	Do all of the reports prepared by the auditing firm f	or the <i>private fund</i> since your last	annual updating amendment contain unqualified	ed opinions?
	C Yes C No C Report Not Yet Received			
	If you check "Report Not Yet Received," you must pro	mptly file an amendment to your Fo	orm ADV to update your response when the repo	ort is available
Prime I	<u>Broker</u>			Yes N
24. (a)	Does the private fund use one or more prime broken	rs?		0
	If the answer to question 24.(a) is "yes," respond t fund uses more than one prime broker, you must co	•	·	If the <i>private</i>
		No Information Filed		
Eustod 5. (a)	an Does the <i>private fund</i> use any custodians (including If the answer to question 25.(a) is "yes," respond t uses more than one custodian, you must complete	o questions (b) through (g) below	v for each custodian the <i>private fund</i> uses. If the	Yes N ⊙ (he <i>private fur</i>
	Additional Custodian Information : 1 Record(s) F		tery for each custodian.	
	If the answer to question 25.(a) is "yes," respond fund uses more than one custodian, you must condition (b) Legal name of custodian: SILICON VALLEY BANK		•	the <i>private</i>
	(c) Primary business name of custodian: SILICON VALLEY BANK			
	(d) The location of the custodian's office respons City:	ible for <i>custody</i> of the <i>private fund</i> State:	d's assets (city, state and country): Country:	
	SANTA CLARA	California	United States	
	(e) Is the custodian a <i>related person</i> of your firm?)		Yes No ○ •
	(f) If the custodian is a broker-dealer, provide its	s SEC registration number (if any)):	
	- CRD Number (if any):			

Form D file number

<u>Admini</u>	<u>strator</u>			Vac Na
26. (a)	Does the <i>private fund</i> use an ad	ministrator other than your firm?		Yes No ⊙ O
	•) is "yes," respond to questions (b) thr rough (f) separately for each administr	rough (f) below. If the <i>private fund</i> uses more than one admator.	
	Additional Administrator Info	rmation : 1 Record(s) Filed.		
	· ·	(a) is "yes," respond to questions (b) to plete questions (b) through (f) separate	chrough (f) below. If the <i>private fund</i> uses more than one ely for each administrator.	
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator	(city, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Voc No
	(d) Is the administrator a rel	ated person of your firm?		Yes No
		·	ements to the <i>private fund's</i> investors? t not all investors) • No (provided to no investors)	
			the investor account statements to the (rest of the) <i>private</i> rest of the) <i>private fund's</i> investors, respond "not applicable	
you 0% Ind rel	ur related person? Silude only those assets where (i)	such <i>person</i> carried out the valuation ion used for purposes of investor subsc	by value) was valued by a <i>person</i> , such as an administrato procedure established for that asset, if any, including obta criptions, redemptions or distributions, and fee calculations	nining any
Market	<u>ers</u>			
28 (a)	Does the private funduse the s	arvices of someone other than you or y	your <i>employee</i> s for marketing purposes?	Yes No
20. (a)	You must answer "yes" whether similar person. If the answer to	r the <i>person</i> acts as a placement agen question 28.(a) is "yes," respond to qu	t, consultant, finder, introducer, municipal advisor or other uestions (b) through (g) below for each such marketer the plete questions (b) through (g) separately for each markete	private fund
		No Info	rmation Filed	
A. PRIVA	ATE FUND			
Informa	ation About the Private Fund			
1. (a)	Name of the <i>private fund</i> :			
	GAINGELS NOPSEC LLC			
(h)	Private fund identification number	er:		

(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity

2. Under the laws of what state or country is the *private fund* organized:

(include the "805-" prefix also)

805-3929720885

identifier (if any)

	State: Vermont	Country: United States					
3.	(a) Name(s) of General Partr	ner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):					
	Name of General Partner, Manager, Trustee, or Director						
	GAINGELS MANAGEMENT LLC	;					
	GAINGELS VENTURES LLC						
	(b) If filing an umbrella regist	tration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund. No Information Filed					
4.	(1) qualifies for the exclusion	at apply; you must check at least one): sion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 sion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940					
5.	List the name and country, in	English, of each foreign financial regulatory authority with which the private fund is registered.					
		No Information Filed					
			Yes	No			
6.		n a master-feeder arrangement?	0	\odot			
	(b) If yes, what is the name	and private fund identification number (if any) of the feeder funds investing in this private fund?					
		No Information Filed					
			Yes	No			
	(c) Is this a "feeder fund" in	a master-feeder arrangement?	0	·			
		and private fund identification number (if any) of the master fund in which this private fund invests?					
			on 7.B.(1)			
7.	If you are filing a single Scheo	dule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1),	for each	า of			
	the feeder funds answer the	following questions:					
		No Information Filed					
	assets in a single fund ("mas	ions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially ster fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		d			
8.	(a) Is this <i>private fund</i> a "fun	ıd of funds"?	nes O	(O			
	NOTE: For purposes of this quehicles, regardless of wheth	uestion only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment they are also private funds or registered investment companies.	~				
	(b) If yes, does the <i>private fu</i>	und invest in funds managed by you or by a related person?	0	0			
9.		lid the <i>private fund</i> invest in securities issued by investment companies registered under the Investment than "money market funds," to the extent provided in Instruction 6.e.)?	Yes O	No ©			
10.	What type of fund is the priva	ate fund?					
	,	and $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securitized asset fund $^{f G}$ venture capital fund $^{f C}$ Other pri	ivate fun	nd:			
	NOTE: For definitions of these	se fund types, please see Instruction 6 of the Instructions to Part 1A.					

11. Current gross asset value of the private fund:

	\$ 250,000		
<u>Owi</u>	nership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the		
13.	organizational documents of the fund). Approximate number of the <i>private fund's</i> beneficial owners:		
	1214		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 7%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 1%	es N	No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?		·
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
You	r Advisory Services		
17	(a) Are you a subadviser to this <i>private fund</i> ?	es l	_
17.	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer to question 17.(a) is "no," leave this question blank.)	•
	No Information Filed		
	Y	es l	No.
18.	() D		0
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the answer to question 18.(a) is "no," leave this question blank.		
	Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
	GAINGELS MANAGEMENT LLC 317100		_
	Ye	es l	4o
19.			⊙
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 1%		
<u>Priv</u>	ate Offering Ye	es N	No
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?		0
22.	If yes, provide the <i>private fund's</i> Form D file number (if any): Form D file number		
	021-419141		$\perp \parallel$
3. SE	RVICE PROVIDERS		
<u>Aud</u>	<u>itors</u> Y	es l	No
23.	(a) (1) Are the private fund's financial statements subject to an appual audit?	_	•
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	_	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing fix you must complete questions (h) through (f) separately for each auditing firm	rm,	

В.

				Yes No
(g)	g) Are the private fund's audited financial statements for the investors?	most recently completed fi	scal year distributed to the private fund's	0 0
(h)	n) Do all of the reports prepared by the auditing firm for the	e private fund since your last	annual updating amendment contain unqualifie	ed opinions?
	O Yes O No O Report Not Yet Received			
	If you check "Report Not Yet Received," you must promptly	file an amendment to your Fo	orm ADV to update your response when the repo	ort is available.
<u>Prime</u>	<u>Broker</u>			
24 (a)	a) Does the <i>private fund</i> use one or more prime brokers?			Yes No
24. (u)	If the answer to question 24.(a) is "yes," respond to que	stions (b) through (e) belov	v for each prime broker the <i>private fund</i> uses. I	C © If the <i>private</i>
	fund uses more than one prime broker, you must comple		·	<i>p.</i>
		No Information Filed		
Custod	<u>dian</u>			Vaa N
25. (a)	a) Does the <i>private fund</i> use any custodians (including the p	rime brokers listed above) t	o hold some or all of its assets?	Yes No
20. (d)	If the answer to question 25.(a) is "yes," respond to que			he <i>private fund</i>
	uses more than one custodian, you must complete quest		·	,
	Additional Custodian Information : 1 Record(s) Filed.			
	If the answer to question 25.(a) is "yes," respond to q	uestions (b) through g) belo	ow for each custodian the <i>private fund</i> uses. If	the private
	fund uses more than one custodian, you must complete	e questions (b) through (g)	separately for each custodian.	
	(b) Legal name of custodian:			
	SILICON VALLEY BANK			
	(c) Primary business name of custodian: SILICON VALLEY BANK			
	(d) The location of the custodian's office responsible for	or <i>custody</i> of the <i>private fund</i>	d's assets (city, state and country):	
	City: State	,	Country:	
	SANTA CLARA Calif	ornia	United States	., .,
	(e) Is the custodian a <i>related person</i> of your firm?			Yes No
	(f) If the custodian is a broker-dealer, provide its SEC	registration number (if any)	:	
	CRD Number (if any):			
	(g) If the custodian is not a broker-dealer, or is a brok	er-dealer but does not have	e an SEC registration number, provide its <i>legal</i>	entity
	identifier (if any)			
Δdmini	nistrator			
AMITHI	<u>non ator</u>			Ves No

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you

26. (a) Does the $private\ fund\ use\ an\ administrator\ other\ than\ your\ firm?$

Additional Administrator Information: 1 Record(s) Filed.

must complete questions (b) through (f) separately for each administrator.

No Information Filed

			· ·		•	through (f) below. If the p tely for each administrator.		han one	
		(b)	Name of administrate	ar:					
		(b)	GAINGELS INC	л.					
		(c)	Location of administr	ator (city, state and count	ry):				
			City:	State:		Country:			
			NEW YORK	New Yo	ork	United States	5		
								Yes N	lo
		(d)	Is the administrator a	a <i>related person</i> of your firr	m?			0 6	•
		(e)				tements to the <i>private fund</i> ut not all investors) © No (rs)	
		(f)	·			the investor account state rest of the) <i>private fund's</i> in		• •	
27.	your 0% Inclurele	relatude of	red person? nly those assets wher quotes, and (ii) the va	e (i) such <i>person</i> carried c	out the valuation of investor subs	(by value) was valued by a procedure established for cariptions, redemptions or c	that asset, if any, inclu	uding obtaining any	ot
Maı	rkete	<u>rs</u>							
		_						Ye	es No
28.		You n simila	must answer "yes" wh ar <i>person.</i> If the answe	ether the <i>person</i> acts as a r to question 28.(a) is "ye	n placement ager es," respond to q	your <i>employees</i> for market nt, consultant, finder, intro- juestions (b) through (g) b plete questions (b) through	ducer, municipal adviso elow for each such ma	rketer the <i>private fund</i>	
					No Info	ormation Filed			
A. PI	RIVAT	E FUN	ND						
<u>Info</u>	<u>rmat</u>	ion Al	bout the <i>Private Fun</i>	<u>d</u>					
1.	(a)	Name	e of the <i>private fund</i> :						
		GAIN	GELS PAIR EYEWEAR L	LC					
	. ,		te fund identification no						
			ide the "805-" prefix a	lso)					
		805-6	5415743372						
2.	Und	er the	e laws of what state o	country is the <i>private fun</i>	nd organized:				
		State		,	Country:				
		Verm	ont		United States				
3.	(a)	Name	e(s) of General Partner	, Manager, Trustee, or Dir	ectors (or <i>perso</i>	ns serving in a similar capa	city):		
	Nar	ne of	General Partner, Ma	nager, Trustee, or Directo	or				
	GAI	NGEL	S MANAGEMENT LLC						
	GAI	NGEL	S VENTURES LLC						
	(b)	If filin	ng an <i>umbrella registra</i>	tion, identify the filing advi		g adviser(s) that sponsor(s)) or manage(s) this <i>pri</i>	vate fund.	

	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
	(a) Is this a "master fund" in a master-feeder arrangement?	Yes	
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	О	•
	No Information Filed		
		Yes	Nc
	(c) Is this a "feeder fund" in a master-feeder arrangement?		•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is		
	multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	Yes	Nic
	(a) Is this <i>private fund</i> a "fund of funds"?	0	
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	te fun	d:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
	Current gross asset value of the <i>private fund</i> : \$ 150,000		
<u> </u>	nership nership		
	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000		

4. The *private fund* (check all that apply; you must check at least one):

14.	Wh:	at is the approximate percentage of the <i>private fund</i> beneficially owned by	you and your related persons:			
15.	(a) 2%	What is the approximate percentage of the <i>private fund</i> beneficially owned	d (in the aggregate) by funds of fun	ds:		
	(h)	If the private fund qualifies for the exclusion from the definition of investm	ont company under section 3(c)(1)	of the Investment	Yes	
	(D)	Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	ent company under section 3(c)(1)	or the investment	0	•
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by	non-United States persons:			
You	ır Ac	lvisory Services				
17.	(a)	Are you a subadviser to this <i>private fund</i> ?			Yes	No ⊙
		If the answer to question 17.(a) is "yes," provide the name and SEC file n question 17.(a) is "no," leave this question blank.	umber, if any, of the adviser of the	private fund. If the ansv		٠
		No Informat	ion Filed			
					Yes	No
18.		Do any investment advisers (other than the investment advisers listed in S If the answer to question 18.(a) is "yes," provide the name and SEC file n			o ho answe	O
	(0)	to question 18.(a) is "no," leave this question blank.	uniber, ir arry, or the other advisers	to the private rund. If t	ne answe	3 1
		Name of Other Adviser to private fund	SEC file number	CRD number		
		GAINGELS MANAGEMENT LLC		317100		
19	Are	your <i>clients</i> solicited to invest in the <i>private fund</i> ?			Yes	_
		TE: For purposes of this question, do not consider feeder funds of the private f	ùnd.		0	•
		Offering the private fund ever relied on an exemption from registration of its securi	ties under Regulation D of the Secu	rities Act of 1933?	Yes •	No O
22.	lf y	es, provide the <i>private fund's</i> Form D file number (if any):				
		m D file number				
	02	1-421779				
B. SE	ERVI	CE PROVIDERS				
Aud	litor	<u>5</u>			Yes	No
23.	(a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?			0	·
		(2) If the answer to question 23.(a)(1) is "yes," are the financial statemen	nts prepared in accordance with U.S	GAAP?	0	o
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through unust complete questions (b) through (f) separately for each auditing f	•	ses more than one audi	ting firm,	,
		No Informati	tion Filed			
					Yes	No
	(g)	Are the <i>private fund's</i> audited financial statements for the most recently coinvestors?	ompleted fiscal year distributed to the	ne <i>private fund's</i>	0	0
	(h)	Do all of the reports prepared by the auditing firm for the <i>private fund</i> sinc $^{\circ}$ Yes $^{\circ}$ No $^{\circ}$ Report Not Yet Received	e your last <i>annual updating amendm</i>	ent contain unqualified	opinions	?
		If you check "Report Not Yet Received," you must promptly file an amendmen	nt to your Form ADV to update your re	esponse when the report	is availai	ble.

Prime Broker

Over the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assess? If the answer to question 25 (a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25 (a) is "yes," respond to questions (b) through (g) separately for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian to extend uses. If the private fund uses more than one custodian. (b) Logal name of custodian. (c) Logal name of custodian. (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): (d) If the custodian is a broker-dealer, provide its SEC registration number (if uny): (e) Is the custodian is a broker-dealer, provide its SEC registration number (if uny): (g) If the custodian is not a broker-dealer, on is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a		No Int	ormation Filed	
Over the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assess? If the answer to question 25 (a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25 (a) is "yes," respond to questions (b) through (g) separately for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian to extend uses. If the private fund uses more than one custodian. (b) Logal name of custodian. (c) Logal name of custodian. (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): (d) If the custodian is a broker-dealer, provide its SEC registration number (if uny): (e) Is the custodian is a broker-dealer, provide its SEC registration number (if uny): (g) If the custodian is not a broker-dealer, on is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a				
Cost the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25, (a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private some than one custodian out that the private fund uses in the private fund uses in the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Togal name of custodians. (c) Togal name of custodians. (d) The incation of the custodians office responsible for custody of the private fund's assets (city, state and country). (d) The incation of the custodians office responsible for custody of the private fund's assets (city, state and country). (d) If the custodian is related person of your firm? (e) If the custodian is a broker-dealer, provide its SEC registration number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its figer critity abouttor (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its figer critity abouttor (if any) The answer to question 26 (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator uses an administrator information: 1 Record(s) Filed. If the answer to question 26 (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, cannot be administrator. (d) Name of administrator (city, state and country). (ii) Name of administrator (city, state and country). (iii) Name of administrator (ci	<u>nn</u>			Ye
f the unseer to question 25 (a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private private fund uses in the private fund uses. If the private fund uses more than one custodian. You must complete questions (b) through (g) separately for each custodian the private fund uses. If the private fund uses more than one custodian you must complete questions (b) through (g) separately for each custodian fund uses more than one custodian. (b) Legal name of custodian: SILICON VALLEY BANK (d) The location of the custodians office responsible for costody of the private fund's essets (city, state and country): City: SANTA CLARA Culteria United States Ye (e) Is the custodian is a broken-dealer, provide its SEC registration number (if any): GRO Number (if any): (g) If the custodian is not a broken-dealer, or is a broken-dealer but does not have an SEC registration number, provide its legal antity intention (if any): The custodian is not a broken-dealer, or is a broken-dealer but does not have an SEC registration number, provide its legal antity intention (if any): (g) If the custodian is not a broken-dealer, or is a broken-dealer but does not have an SEC registration number, provide its legal antity intention (if any): The answer to question 26 (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26 (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (a) Name of administrator (city, state and country): (b) Name of administrator (city, state and country): (c) Location of administrator (city, state and country): (c) Veryone in the custodian	Does the <i>private fund</i> use any custodi	ans (including the prime broke	s listed above) to hold some or all of its assets?	
If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private fund use more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Logal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) the location of the outstedian's office responsible for custody of the private fund's assets (city, state and country): City SANTA CLARA Culfornia United States You (e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any): - CRD Number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its logal entity identifies (if any) Fator Does the private fund use an administrator other than your firm? If the answer to question 26 (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator nust complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26 (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: (c) Name of administrator (city, state and country): CITY New York United States	If the answer to question 25.(a) is "y	es," respond to questions (b) t	nrough (g) below for each custodian the private	`
### Comparison of the custodian of custodian is some control of the custodian of custodian is sittled to the custodian of the	Additional Custodian Information :	1 Record(s) Filed.		
SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: State: Country: SANTA CLARA California United States Yo (e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any):				e fund uses. If the <i>priva</i>
SILICON VALLEY BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: State: Country: SANTA CLARA California United States Ye (e) Its the custodian a related person of your tirm? CRD Number (if any):				
City: State: Country: United States Yee (e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any): - CRD Number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity identifier (if any) rator Does the private fund use an administrator other than your firm? If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator use complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: New York United States		odian:		
SANTA CLARA California United States Ye (e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any): - CRD Number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its regal entitly identifier (if any) Pator Coes the private fund use an administrator other than your firm? If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator but complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: New York United States	(d) The location of the custodian's	office responsible for <i>custody</i> o	f the <i>private fund's</i> assets (city, state and countr	y):
(e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any):			•	
(e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any): CRD Number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity identifier (if any) rator Does the private fund use an administrator other than your firm? If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator must complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: New York United States	SANTA CLARA	California	United States	Yes
CRD Number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity identifier (if any) rator Does the private fund use an administrator other than your firm? If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator nust complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States	(e) Is the custodian a related person	n of your firm?		0
(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity identifier (if any) rator Does the private fund use an administrator other than your firm? If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator nust complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States	(f) If the custodian is a broker-dea	ler, provide its SEC registration	number (if any):	
rator Coes the private fund use an administrator other than your firm? If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator must complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States	CRD Number (if any):			
Does the <i>private fund</i> use an administrator other than your firm? If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator must complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States	_	-dealer, or is a broker-dealer b	ut does not have an SEC registration number, pi	rovide its <i>legal entity</i>
Does the <i>private fund</i> use an administrator other than your firm? If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator must complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States				
If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator must complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States	<u></u>			Y
Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: NEW YORK New York Country: United States	Does the <i>private fund</i> use an administ	rator other than your firm?		
If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: New YORK New York United States		•	•	han one administrator
administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States	Additional Administrator Informati	on : 1 Record(s) Filed.		
administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States				
GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States			•	e than one
City: State: Country: NEW YORK New York United States				
NEW YORK New York United States	(c) Location of administrator (city,	state and country):		
			•	
	NEW YURK	New York	united States	Yes
	(d) Is the administrator a related p	erson of your firm?		0

Yes No

		(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors? Or Yes (provided to all investors) Or Some (provided to some but not all investors) Or No (provided to no investors)		
		(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE		
27.		ing your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that i r related person?	s not	
	rele	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining an vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includ cations) was the valuation determined by such <i>person</i> .	-	
<u>Ma</u>	<u>rkete</u>	ers ers		
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	_
20.		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		•
		No Information Filed		
A. P	RIVAT	TE FUND		
Info	rmat	ion About the <i>Private Fund</i>		
1.		Name of the private fund:		
		GAINGELS PALMETTO 2021 LLC Private fund identification number:		
	. ,	(include the "805-" prefix also)		
		805-2612050455		
2.		er the laws of what state or country is the <i>private fund</i> organized:		
		State: Country: Vermont United States		
2	(0)	Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
3.		name(s) of General Partner, Manager, Trustee, or Director ne of General Partner, Manager, Trustee, or Director		
		NGELS MANAGEMENT LLC		
	GAI	NGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	(6)	No Information Filed		
4.	The	private fund (check all that apply; you must check at least one):		
	V	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.		Is this a "master fund" in a master-feeder arrangement?	\circ	•
	(b)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
		No Information Filed		

	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	eacl	n of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
0		Yes	
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment		•
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	e fur	ıd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 310,000		
<u>Ow</u>	<u>nership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 18		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 12%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 1%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		

100	II AC	dvisor y Services		Yes	No
17.	(a)	Are you a subadviser to this <i>private fund</i> ?		0	•
	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of question 17.(a) is "no," leave this question blank.	the adviser of the <i>private fund</i> . If the answer	· to	~
		No Information Filed			
				Yes	No
18.	(a)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A	3.(b)) advise the <i>private fund</i> ?	•	0
	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of to question 18.(a) is "no," leave this question blank.	the other advisers to the private fund. If the	answe	er
		Name of Other Adviser to private fund SEC file	number CRD number		
		GAINGELS MANAGEMENT LLC	317100		
				Yes	No
19.	Are	e your <i>clients</i> solicited to invest in the <i>private fund</i> ?		0	\odot
	NOT	OTE: For purposes of this question, do not consider feeder funds of the private fund.			
20.	App 1%	proximately what percentage of your <i>clients</i> has invested in the <i>private fund?</i>			
Priv	<u>rate</u>	e Offering			
21.	Has	s the <i>private fund</i> ever relied on an exemption from registration of its securities under Regul	tion D of the Securities Act of 1933?	Yes ©	No O
22.	If y	yes, provide the <i>private fund's</i> Form D file number (if any):			
	For	orm D file number			
	02	21-424457			
23.		 (1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in a lift the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. I you must complete questions (b) through (f) separately for each auditing firm. 		Yes O O g firm	⊙ ○
		No Information Filed			
		No miornation rilea			
	(a)	. Are the private fund's audited financial statements for the most recently completed fiscal w	ar distributed to the private fund's	Yes	_
	(9)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal years investors?	ar distributed to the private rund's	0	0
	(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual	I updating amendment contain unqualified op	oinions	s?
		C Yes C No C Report Not Yet Received			
		If you check "Report Not Yet Received," you must promptly file an amendment to your Form A	NV to undate your response when the report is	availa	hle
		The goal cheek Report Not Tet Received, you must promptly me an amenament to your Forms.	vito aparte your response when the report is	avanai	DIC.
Prir	ne B	<u>Broker</u>		Yes	No
24.	(a)	Does the <i>private fund</i> use one or more prime brokers?		0	•
		If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for end duses more than one prime broker, you must complete questions (b) through (e) separations.	·	e priva	ite
		No Information Filed			
Cus	todi	lian			

25. (a) Does the *private fund* use any custodians (including the prime brokers listed above) to hold some or all of its assets?

Yes No

O

Additional Custodian Information	n: 1 Record(s) Filed.		
•		hrough g) below for each custodian the <i>private</i>	e fund uses. If the
fund uses more than one custodia	an, you must complete questions (I	b) through (g) separately for each custodian.	
(b) Legal name of custodian: SILICON VALLEY BANK			
(c) Primary business name of cu SILICON VALLEY BANK	stodian:		
(d) The location of the custodian	s's office responsible for <i>custody</i> of	he private fund's assets (city, state and country	y):
City:	State:	Country:	
SANTA CLARA	California	United States	
(e) Is the custodian a related per	rson of your firm?		
(f) If the custodian is a broker-d	lealer, provide its SEC registration r	umber (if any):	
- CRD Number (if any):			
, ,,,			
(g) If the custodian is not a brok identifier (if any)	ker-dealer, or is a broker-dealer but	does not have an SEC registration number, pr	ovide its <i>legal ent</i>
<u>rator</u>			
Does the <i>private fund</i> use an admin	•	ough (f) below. If the private funduses more t	han ono administr
Does the <i>private fund</i> use an admin f the answer to question 26.(a) is	•	ough (f) below. If the <i>private fund</i> uses more thator.	han one administr
Does the <i>private fund</i> use an admin f the answer to question 26.(a) is must complete questions (b) throug	"yes," respond to questions (b) thr gh (f) separately for each administr	,	han one administr
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Information Information Information Information Information 26.(a)	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Information Information Information Information Information 26.(a)	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed.	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator:	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the additional Administrator Information	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator:	"yes," respond to questions (b) thr gh (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separate	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an adminification of the answer to question 26. (a) is must complete questions (b) through the answer to question 26. (a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (city)	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separately, state and country): State:	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	
Does the <i>private fund</i> use an admining of the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately, state and country):	hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an adminification of the answer to question 26. (a) is must complete questions (b) through the answer to question 26. (a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (city)	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separately, state and country): State: New York	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	e than one
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Informational Administrator Information administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i>	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately, state and country): State: New York disperson of your firm?	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	e than one
Does the <i>private fund</i> use an adminification of the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i> (e) Does the administrator prepared	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separate questions (b) through (f) separate state: New York If person of your firm? are and send investor account state	hrough (f) below. If the <i>private fund</i> uses more ely for each administrator. Country: United States	e than one
Does the <i>private fund</i> use an admining the answer to question 26. (a) is must complete questions (b) through the Additional Administrator Informational Administrator Information administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i> (e) Does the administrator preparation of the Administrator of t	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately (f) separa	hrough (f) below. If the <i>private fund</i> uses more ely for each administrator. Country: United States	e than one Y tors)

Include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any

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

your related person?

0%

	allo	cations) was the valuation determined by such <i>person</i> .		
Ma	rkete	<u>ers</u>		
			Yes	No
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	\circ	\odot
		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private i</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		
		No Information Filed		
A. P	RIVA	TE FUND		
<u>I nfc</u>	rmat	tion About the <i>Private Fund</i>		
	()			
1.		Name of the private fund:		
		GAINGELS PARALLEL BIO LLC		
	(b)	Private fund identification number: (include the "805-" prefix also)		
		805-4240939294		
2.	Und	ler the laws of what state or country is the <i>private fund</i> organized:		
		State: Country:		
		Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Naı	me of General Partner, Manager, Trustee, or Director		
	GA	INGELS MANAGEMENT LLC		П
	GA	INGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.	The	private fund (check all that apply; you must check at least one):		
		(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered.		
		No Information Filed		
			Yes	No
6.		Is this a "master fund" in a master-feeder arrangement?	0	\odot
	(b)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ? No Information Filed		
		No Thiormation Filed		
			Yes	No
		Is this a "feeder fund" in a master-feeder arrangement?	\circ	\odot
		If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
		Private fund identification number:		
		(include the "805-" prefix also)		
		ΓΕ: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7	.B.(1)
	וטר	the master-feeder arrangement or reporting on the funds separately.		

7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of

relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including

	the reeder runds answer the rollowing questions:		
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No.
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		•
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		o No ⊙
10.	What type of fund is the <i>private fund</i> ?		
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund venture capital fund C Other private	te fui	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 115,000		
Ow	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).	,	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 16		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 6%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	3%	Yes	s No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	•
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 17%		
Υοι	ur Advisory Services		
17	(a) Are you a subadviser to this <i>private fund</i> ?	_	No -
17.	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the answer question 17.(a) is "no," leave this question blank.	to	•
	No Information Filed		
		Yes	No.
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>?(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>. If the to question 18.(a) is "no," leave this question blank.	⊙ answ	o ver
	Name of Other Adviser to <i>private fund</i> SEC file number CRD number		

GAINGELS MANAGEMENT LLC

317100

		Yes	No
19. A	re your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	\odot
Ν	OTE: For purposes of this question, do not consider feeder funds of the private fund.		
20. A	pproximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
3	%		
<u>Privat</u>	te Offering	.,	
21 11	so the private fundaver relied on an exemption from registration of its assumities under Degulation D of the Convities Act of 10222	Yes	NO
21. H	as the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	⊙	0
22 16	Source and the three particular formally forms D. file and the particular of the par		
	Fyes, provide the <i>private fund's</i> Form D file number (if any): Form D file number		
	221-419140		
	221 417140		
5 055			
B. SER	VICE PROVIDERS		
<u>Audito</u>	<u>ors</u>	V	NI-
22 (6	a) (1) Are the private fund's financial statements subject to an appual sudit?	Yes	
23. (8	a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	0	⊚
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	\circ
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	ງ firm,	
	No Information Filed		
	No Information Filed		
		Yes	No
(9	g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	0	0
(۲	n) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified op	inions	?
	C Yes C No C Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is a	availal	hle
	Tryou check Report Not ret Received, you must promptly me arrumenament to your rorm NEV to apacte your response when the report is	avanak	orc.
Prime	e Broker		
		Yes	No
24. (8	a) Does the <i>private fund</i> use one or more prime brokers?	0	•
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the	priva	te
	fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.		
	No Information Filed		
Custo	<u>dian</u>		
		Yes	No
25. (a	a) Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets?	\odot	\circ
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private fund uses is the private fund uses is the private fund uses.	ivate f	fund
	uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.		
	Additional Custodian Information: 1 Record(s) Filed.		
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the p	rivate	
	fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.		
	(b) Legal name of custodian:		
	SILICON VALLEY BANK		
	(c) Primary business name of custodian: SILICON VALLEY BANK		

	(d) The location of the custodian	's office responsible for <i>custody</i> of t	the private fund's assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	Yes No
	(e) Is the custodian a related pe	rson of your firm?		0 0
	(f) If the custodian is a broker-o	lealer, provide its SEC registration n	number (if any):	
	- CDD Number (if any);			
	CRD Number (if any):			
	(g) If the custodian is not a brok identifier (if any)	er-dealer, or is a broker-dealer but	does not have an SEC registration number, provi	de its <i>legal entity</i>
Admini	strator			
				Yes No
26. (a)	Does the <i>private fund</i> use an admir	·		© 0
	•	"yes," respond to questions (b) through (f) separately for each administrate.	ough (f) below. If the <i>private fund</i> uses more than ator.	one administrator, you
	Additional Administrator Informa	ation : 1 Record(s) Filed.		
		is "yes," respond to questions (b) tl e questions (b) through (f) separate	hrough (f) below. If the <i>private fund</i> uses more the ely for each administrator.	an one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (cit	y, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Yes No
	(d) Is the administrator a related	<i>I person</i> of your firm?		O
			ements to the <i>private fund's</i> investors? t not all investors) oNo (provided to no investors	.)
	11		he investor account statements to the (rest of the est of the est of the) <i>private fund's</i> investors, respond "not a	• •
yo 0% Ind rel	ur <i>related person</i> ? 6 Clude only those assets where (i) suc	ch <i>person</i> carried out the valuation pused for purposes of investor subsc	by value) was valued by a <i>person</i> , such as an adm procedure established for that asset, if any, includent procedure, redemptions or distributions, and fee calc	ling obtaining any
Market	·	-		
				Yes No
28. (a)	,		our employees for marketing purposes?	0 0
	similar person. If the answer to que	estion 28.(a) is "yes," respond to qu	t, consultant, finder, introducer, municipal advisor lestions (b) through (g) below for each such mark lete questions (b) through (g) separately for each	eter the <i>private fund</i>
		No Infor	rmation Filed	

ι. Γ	RIVATE FUND		
nfc	ormation About the <i>Private Fund</i>		
1.	(a) Name of the private fund:		
	GAINGELS PETAL OCTOBER 2021 LLC		
	(b) Private fund identification number:		
	(include the "805-" prefix also)		
	805-7811350974		
2.	Under the laws of what state or country is the private fund organized:		
	State: Country:		
	Vermont United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC		
	GAINGELS VENTURES LLC		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	⊙
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
		Yes	. No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?		
	Name of private fund:		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	n 7.B.((1)
		_	
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), the feeder funds answer the following questions:	or eacl	h of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if		

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

Yes No

	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	other pooled investine	, i i t	
	(b) If yes, does the private fund invest in funds managed by you or by a related person?		0	\circ
			Voc	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	er the Investment	O	©
10.	D. What type of fund is the <i>private fund</i> ?			
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture cap	oital fund Other <i>pri</i>	vate fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.			
11.	1. Current gross asset value of the <i>private fund</i> : \$ 566,002			
<u>Ow</u>	wnership			
12.	2. Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000			
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from th organizational documents of the fund).	e amount set forth in t	he	
13.	3. Approximate number of the <i>private fund's</i> beneficial owners: 21			
14.	4. What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 13%			
15.	5. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds	s:		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of Company Act of 1940, are sales of the fund limited to qualified clients?	the Investment	Yes O	No ©
16.	6. What is the approximate percentage of the <i>private fund</i> beneficially owned by non-<i>United States persons</i>:			
You	our Advisory Services			
			Yes	No
17.	7. (a) Are you a subadviser to this <i>private fund</i> ?		0	⊙
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the pr question 17.(a) is "no," leave this question blank.	ivate fund. If the answ	er to	
	No Information Filed			
10		orte 6 mad	Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the print (b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to question 18.(a) is "no," leave this question blank.		⊙ ne answ	er
	Name of Other Adviser to <i>private fund</i> SEC file number	CRD number		
	GAINGELS MANAGEMENT LLC	317100		
			Yes	No
19.	9. Are your <i>clients</i> solicited to invest in the <i>private fund?</i> NOTE: For purposes of this question, do not consider feeder funds of the private fund.		0	•
20.	D. Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?			
	I 70			
<u>Priv</u>	rivate Offering			

21. Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?

Yes No

⊙ ⊙

22. I1	f yes, provide the <i>private fund's</i> Form D file number (if any):	
F	Form D file number	
(021-422226	
SER	PVICE PROVIDERS	
Audit	<u>ors</u>	
13 (·	a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes No
.S. ((2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0 0
		0 0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one a you must complete questions (b) through (f) separately for each auditing firm.	uaiting firm,
	No Information Filed	
		Yes No
(9	g) Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's	0 0
	investors?	
(1	h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualif	ed opinions?
	C Yes C No C Report Not Yet Received	
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the rep	ort is available.
rime	<u>e Broker</u>	Yes No
4. (a) Does the <i>private fund</i> use one or more prime brokers?	0 @
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses.	
	fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	
	No Information Filed	
usto	<u>odian</u>	
		Yes No
5. (a	a) Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets?	⊙ C
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	the <i>private fund</i>
	uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	
	Additional Custodian Information: 1 Record(s) Filed.	
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the private fund uses. If	the <i>private</i>
	fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	
	(b) Legal name of custodian:	
	SILICON VALLEY BANK	
	(c) Primary business name of custodian:	
	SILICON VALLEY BANK	
	(d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country).	
	(d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: Country:	
	SANTA CLARA California United States	
		Yes No
	(e) Is the custodian a related person of your firm?	0 0
	(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):	
	CRD Number (if any):	

Adminis	<u>strator</u>			
26 (0)	Does the private fundues on administr	ator other than your firm?		Yes No
	Does the <i>private fund</i> use an administr If the answer to question 26.(a) is "ye must complete questions (b) through (s," respond to questions (b) th	rough (f) below. If the <i>private fund</i> uses more than one a rator.	⊙ C dministrator, you
	Additional Administrator Informatio	n : 1 Record(s) Filed.		
	If the answer to question 26.(a) is "yadministrator, you must complete qu		through (f) below. If the <i>private fund</i> uses more than one tely for each administrator.	,
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (city, s	tate and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	
	(d) Is the administrator a related no	rcan of your firm?		Yes No
	(d) Is the administrator a related pe	rsorror your mini?		0 0
you 0%	(f) If the answer to question 26.(e) investors? If investor account st NOT APPLICABLE ing your last fiscal year, what percentar related person?	Some (provided to some but is "no" or "some," who sends atements are not sent to the (if ge of the private fund's assets (if ge of the pri	tements to the <i>private fund's</i> investors? ut not all investors) • No (provided to no investors) the investor account statements to the (rest of the) <i>private</i> rest of the) <i>private fund's</i> investors, respond "not applica" (by value) was valued by a <i>person</i> , such as an administral procedure established for that asset, if any, including ob-	otor, that is not
rele allo	evant quotes, and (ii) the valuation use cations) was the valuation determined	d for purposes of investor subs	scriptions, redemptions or distributions, and fee calculation	0 0
Markete	<u> </u>			Yes No
28. (a)	Does the <i>private fund</i> use the services	of someone other than you or	your employees for marketing purposes?	0 0
	similar person. If the answer to question	on 28.(a) is "yes," respond to q	nt, consultant, finder, introducer, municipal advisor or oth questions (b) through (g) below for each such marketer the plete questions (b) through (g) separately for each marke	ne <i>private fund</i>
		No Info	ormation Filed	
A. PRIVA	TE FUND			

(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity

identifier (if any)

1. (a) Name of the private fund:

805-6151507224

GAINGELS PLASTIQ LLC

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

(a) Is this a "master fund" in a master-feeder arrangement? (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund? No Information Filed Ye (c) Is this a "feeder fund" in a master-feeder arrangement? (d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund. Private fund identification number: (include the "805-" profix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filling a single Schedule D. Section 7.B. If you are filling a single Schedule D. Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for exiting feeder funds answer the following questions: No Information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issue multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. Ye (a) Is this private fund a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds are gets fund person?	2.	Under the laws of what state or country is the <i>private fund</i> organized:		
(a) Name(s) of General Partner, Manager, Trustee, or Directors Canadari S MANUARYNIN I I I C CANAGATIS MANUARYNIN I I I C CANAGATIS VENTURES LIC (b) If filing an undersita registration, identify the filing subder and/or relying adelect (s) that sponsor(s) or manage(s) this private fund. No Information Filing 1. The private fund (check at least apply you must check at least one): (c) I (i) qualifies for the equiusion from the definition of investment company under section 3(c)(1) of the investment Company Act of 1940 (d) gualifies for the equiusion from the definition of investment company under section 3(c)(1) of the investment Company Act of 1940 (e) (i) qualifies for the equiusion from the definition of investment company under section 3(c)(1) of the investment Company Act of 1940 (b) the names and country. In English, of each foreign forensial registeriory understy with which the private fund is registered No Information Files (c) Is this a threater fund in a muscle-fication arrangement? (d) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund invests? Name of private fund in a master-feeder arrangement? (d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund (in a master-feeder arrangement? (d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Note the master-fund a single schedule U. Section 7 of (1) for a master-feeder arrangement regardless of whether you are filing a single Schedule D. Section 7.8 (ii) for each section of the master fund of master fund). A fund would also be a freeder fund investing in a master fund in instructions to this Section 7 is (1), for each section is a single master fund? No Information Filed No Information Filed No I have been fund in a master fund in income fund in the section of the instructions to this Section 7 i		State: Country:		
Name of General Partner, Manager, Trustee, or Director California ManagerMan II C.		Vermont United States		
CARRELS VANIABLE SHATE LICE (a) It riting an unbriefle registration, Identity the filing eaviser anc/or rejying eaviser(s) that sponsor(s) or manage(s) this private rund. (b) It riting an unbriefle registration, Identity the filing eaviser anc/or rejying eaviser(s) that sponsor(s) or manage(s) this private rund. (c) qualifies for the exclusion from the definition of investment company under section SI(s)(1) of the Investment Company Act of 1940. (d) qualifies for the exclusion from the definition of investment company under section SI(s)(1) of the Investment Company Act of 1940. (e) Uss the name and country, in English, of each foreign financial registery authority with which the private fund is registered. No information Filed (e) It yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund? (f) If yes, what is the name and private fund identification number (if any) of the meeter fund in which this private fund investor? (g) If yes, what is the name and private fund identification number (if any) of the meeter fund in which this private fund investor? (g) If yes, what is the name and private fund identification number (if any) of the meeter fund in which this private fund investor? (g) If yes, what is the name and private fund infinite fund in a master-feeder arrangement regardless of whether you are filling a single Schedule U. Section 7.8 (1), for one of the fund in the fundament of fundament o	3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
CANCELS VENUERS LLC (b) If filling an unbridge registration, identify the filling advisor antifor registration (s) that spansor(s) or manage(s) this private fund. No information Filliod 4. The private fund (check at that apply, you must check at least one): ② (1) qualifies for the exclusion from the definition of investment company under section \$(c)(1) of the investment Company Act of 1940 ② (2) qualifies for the exclusion from the definition of investment company under section \$(c)(2) of the Investment Company Act of 1940 3. Lat the name and country. In Linglish, of each foreign threaded registratory authority with which the private fund is neglistered. No information Filled 4. (a) is this a "master hand" in a master-feeder arrangement? (b) if yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund? (c) is this a "footer fund" in a master-feeder arrangement? No information Filled 4. (b) if yes, what is the name and private fund identification number (if any) of the master fund in which this private fund investing to the private fund. Private fund identification number. (related the "floods fund" in a master-feeder arrangement regardless of whether you are filling a single Schedule D. School of the funds expensively. NOTE: You must sumptice question 6 for each mester-feeder arrangement regardless of whether you are filling a single Schedule D. School of the funds expensively. If you are filling a single Schedule D. Section 7.8 (1) for a master-feeder pringement according to the instructions to this Section 7.8 (1), for extended answer the following questions: No information Filled NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("reader funds") invest all or substantially all of assets in a single Schedule D. Section 7.8 (in a master-feeder arrangement, one or more funds ("reader funds") invest all or substantially all of assets in a single state of the funds of the purposes of this que				
(a) If filing an umbreital registration identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund. 1. The private fund (shock all that apply you must chock at lost only) 2. Qualities for the exclusion from the estination of investment company under section 3(c)(1) of the Investment Company Act of 1940 3. List the name and country, in English, or each foreign financial regulatory authority with which the private fund is registered. 4. (a) Is this in "meetin fund" in a most of fooder arrangement? (b) If you, what is the name and private fund is reduced arrangement? (c) Is this in "meetin fund" in a most of fooder arrangement? (d) If you, what is the name and private fund identification number (if any) of the fooder funds investing in this private fund? (e) It yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? (f) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? (f) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? (g) If you are fling a single Schedule D. Section 7.B. (1) for a master feeder arrangement according to the instructions to this Section 7.B. (1), for a fund the mestion-fooder arrangement according to the instructions to this Section 7.B. (1), for a fund the mestion filed (g) If you are fling a single Schedule D. Section 7.B. (1) for a master feeder arrangement according to the instructions to this Section 7.B. (1), for a fund the mestion filed (g) If you are fling a single Schedule D. Section 7.B. (1) for a master feeder arrangement according to the instructions to this special in a sundaminally all of according to the instructions to this special in a sundaminally all of according to the propose of funds are according to the purposes of funds and purpose of this question if it is multiple classes (in a single fund ("ma				
The provide Aural (check all that apply, you must check at least one): The provide Aural (check all that apply, you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (3) Is this a "master fund" in a master feeder arrangement?		GAINGELS VENTURES LLC		
The private fund (check all that apply: you must check at least one): (2) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (3) List the name and country. In English, of each favoign financial regulatory authority with which the private fund is registered No Information Filed (4) (5) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund? (6) It yes, what is the name and private fund identification number (if any) of the master fund in which this private fund? (7) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund investor? (8) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund investor? (9) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund investor? (9) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund investor? (9) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund investor? (9) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund investor? (9) If yes, are filling a single Schedule D. Section 7.8 (1) for a master-feeder arrangement according to the instructions to this Section 7.8 (1), for extent funds answer the following questions: Not information Filed NOTE: For purposes of questions of and 7. In a muster-feeder arrangement, one or more funds. ("feeder funds") investigation in it is a multiple disease fund fund of funds". A fund valued also be a feeder fund investing in a "master fund") investigation in it is so		(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
(1) qualities for the exclusion from the definition or investment company under section 3(a)(1) or the investment Company Act of 1940		No Information Filed		
List the name and country, in English, of each <i>Renign Francial regulatory authority</i> with which the <i>private fund</i> is registered. No information Liked Yes 6. (a) is this a "master fund" in a master-feeder arrangement? (b) If yos, what is the name and <i>grivete fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ? (c) It this a "feeder fund" in a master-feeder arrangement? (d) If yos, what is the name and <i>grivete fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ? (d) If yos, what is the name and <i>grivete fund</i> identification number (if any) of the master fund in which this <i>grivete fund</i> invests? Name of <i>private fund</i> . (include the "80s" prefix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B, for the master-feeder arrangement according to the instructions to this Section 7.B, for the master-feeder funds answer the following questions: No information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement according to the instructions to this Section 7.B, (1), for extine teeder funds answer the following questions: No information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing line a "master funds" for purposes of this question if it issumulpide lexies (or series) shares or intracests, and each class (or series) investrs substantially all of its assets in a single master fund. NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ? During your l	4.	The private fund (check all that apply; you must check at least one):		
So List the name and country, in English, of each <i>Yorige thandel regulatory authority</i> with which the <i>private fund</i> is registered No information Filed Yoriges, what is the name and private fund identification number (if any) of the feeder funds investing in this <i>private fund?</i> No information Filed Yoriges, what is the name and private fund identification number (if any) or the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> . Private fund identification number: (include the 1805 " profix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D. Section 7.8 (1) for a master-feeder arrangement according to the instructions to this Section 7.8 (1), for exhibit funds answer the following questions: NO information Filed NOTE: For purposes of questions 6 and 7. in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question in it issumitiple classes for series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. NOTE: For purposes of this question only, answer "yes" lift he fund invests of percent or more of its total assets in other pooled investment vehicles, regardless of inhance or introests, and each class (or series) invests substantially all of its assets in other pooled investment vehicles, regardless of inhance or introests, and each class (or series) invests substantially all of its total assets in other pooled investment vehicles, regardless of inhance and invest in funds or registered investment companies. On During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Companies. Our provision funds in the private fund.		(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
No Information Filed (a) Is this a "muster fund" in a muster-feeder arrangement? (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund? No Information Filed (c) Is this a "feeder fund" in a master-feeder arrangement? (d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund. Private fund identification number: (include the 1805-1 prefix also) NOTE. You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.8 (1) for a master-feeder arrangement according to the instructions to this Section 7.8 (1), for each funds answer the following questions: No Information Filed NOTE. For purposes of questions 6 and 7. in a master-feeder arrangement, one or more funds ("fooder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it iss multiple classos (or scrice) or shares or interests, and each class (or scrice) invests substantially all of its assets in a single master fund. (a) Is this private fund a "fund of funds"? NOTE. For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment ventices, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person?		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
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(a) Is this a "master fund" in a master-feeder arrangement? (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund? No Information Filed Yes (c) Is this a "feeder fund" in a master-feeder arrangement? (d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund. Private fund identification number: (include the "805-" prefix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D. Section 7.8. (1) for a master-feeder arrangement according to the instructions to this Section 7.8. (1), for each the feeder funds answer the following questions: No Information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. Yes (a) If you, are filing a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. Yes (a) If you are filing a single fund ("master fund") investing in a "master fund" for purposes of this question if it is not purpose of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies registered under the investment Company Act of 1940 (ether than "money market funds" to the extent provided in Instruction 6 e.1?		No Information Filed		
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(c) Is this a "feeder fund" in a master-feeder arrangement? (d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund. Private fund identification number: (include the "805-" prefix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filling a single Schedule D, Section 7.B. (1) for a master-feeder arrangement according to the instructions to this Section 7.B. (1), for each the feeder funds answer the following questions: No Information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is sumultiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in instruction 6.c.)?	6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	•
(c) Is this a "feeder fund" in a master-feeder arrangement? (d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund: Private fund identification number: (include the "805-" prefix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filling a single Schedule D, Section 7.8 for the master-feeder arrangement according to the instructions to this Section 7.8.(1), for each feeder funds answer the following questions: No Information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this private fund a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? Puring your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?	_	
(c) Is this a "feeder fund" in a master-feeder arrangement? (d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund identification number: (include the "805-" prefix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B (include the "805-" prefix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B (1), for each master-feeder arrangement according to the instructions to this Section 7.B.(1), for each feeder funds answer the following questions: No Information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it iss multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this private fund a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? Velocity of fund is the private fund? What type of fund is the private fund?		No Information Filed		
(c) Is this a "feeder fund" in a master-feeder arrangement? (d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund identification number: (include the "805-" prefix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B (include the "805-" prefix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B (1), for each master-feeder arrangement according to the instructions to this Section 7.B.(1), for each feeder funds answer the following questions: No Information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it iss multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this private fund a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? Velocity of fund is the private fund? What type of fund is the private fund?				
(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund. Private fund identification number: (include the "805-" prefix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filling a single Schedule D, Section 7.B. If you are filling a single Schedule D, Section 7.B. (1) for a master-feeder arrangement according to the instructions to this Section 7.B. (1), for each feeder funds answer the following questions: No Information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it iss multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. You was this private fund a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? You was the private fund invest in funds managed by you or by a related person? Our purposes of fund is the private fund?			Yes	No
Name of <i>private fund</i> : Private fund identification number: (include the "805-" prefix also) NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.8 for the master-feeder arrangement or reporting on the funds separately. 7. If you are filing a single Schedule D, Section 7.8.(1) for a master-feeder arrangement according to the instructions to this Section 7.8.(1), for each the feeder funds answer the following questions: No Information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it iss multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. Yet (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ? Puring your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds." to the extent provided in Instruction 6.e.)?		(c) Is this a "feeder fund" in a master-feeder arrangement?	0	\odot
NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filling a single Schedule D. Section 7.8 for the master-feeder arrangement or reporting on the funds separately. 7. If you are filling a single Schedule D. Section 7.8.(1) for a master-feeder arrangement according to the instructions to this Section 7.8.(1), for each the feeder funds answer the following questions: No Information Filed				
7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for ear the feeder funds answer the following questions: No Information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issumultiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. Ye. 8. (a) Is this private fund a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? Our During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?				
No Information Filed NoTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issu multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. You will be a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? You During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?			7.B.(1)
NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issumultiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. Yet 8. (a) Is this private fund a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? Yet Ouring your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	7.		each	n of
NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issumultiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. Yet 8. (a) Is this private fund a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? Yet Ouring your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		No Information Filed		
assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issumultiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. Yee 8. (a) Is this private fund a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? Yee 9. During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?				
 8. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i>? Yes 9. During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? 10. What type of fund is the <i>private fund</i>? 		assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it i		
NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ? 9. During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?			Yes	No
vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ? 9. During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	8.		0	⊙
9. During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? 10. What type of fund is the <i>private fund</i> ?				
9. During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?10. What type of fund is the <i>private fund</i>?		(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? 10. What type of fund is the <i>private fund</i> ?			Yes	No
	9.		0	•
O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private f	10.	What type of fund is the <i>private fund</i> ?		
		C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund c venture capital fund C Other <i>privat</i>	e fun	nd:

NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.

11.		rent gross asset value of the <i>private fund</i> : 74,997					
<u>Ow</u>	ners	<u>-hip</u>					
 12. Minimum investment commitment required of an investor in the <i>private fund</i>: \$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund). 							
13.	13. Approximate number of the <i>private fund's</i> beneficial owners: 44						
14.	. What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 3%						
15.	(a) 1%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:					
		If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes O	No ⊙			
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :					
<u>Υοι</u>	ır Ad	dvisory Services	V	N.			
17.	(a)	Are you a subadviser to this <i>private fund</i> ?		No ©			
	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answ question 17.(a) is "no," leave this question blank.					
		No Information Filed					
10	<i>(</i>)		Yes	No			
18.	(b)	Do any investment advisers (other than the investment advisers listed in Section 7.B. (1).A.3.(b)) advise the <i>private fund?</i> If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	⊙ ne answ	o ver			
		Name of Other Adviser to <i>private fund</i> SEC file number CRD number					
		GAINGELS MANAGEMENT LLC 317100					
10	۸ro	your diants solicited to invest in the private fund?		No			
19.		your <i>clients</i> solicited to invest in the <i>private fund?</i> TE: For purposes of this question, do not consider feeder funds of the private fund.	0	⊙			
	NOT	reactive purposes of this question, do not consider recuer runds of the private rund.					
20.	App 1%	proximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?					
<u>Priv</u>	vate :	Offering	Vos	. No			
21.	Has	the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	·	0			
22.		es, provide the <i>private fund's</i> Form D file number (if any):					
		rm D file number 1-421942					
B. SI	ERVI	CE PROVIDERS					
Auc	litors	<u>s</u>					
00	()	(4) And the products foundly financial above.	Yes	No.			
23.		(1) Are the <i>private fund's</i> financial statements subject to an annual audit?(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	•			
		(2) IT the answer to question 25.(a)(1) is yes, are the illiancial statements prepared in accordance with 0.5. GAAP?	0	\circ			

If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm,

		No Informa	ation Filed	
				Υe
	the <i>private fund's</i> audited financial statenestors?	ments for the most recently o	completed fiscal year distributed to the <i>private fund's</i>	C
Do a	all of the reports prepared by the auditing	g firm for the <i>private fund</i> sin	ce your last <i>annual updating amendment</i> contain unqua	alified opinio
0 /	Yes O No O Report Not Yet Received			
If yo	ou check "Report Not Yet Received," you m	ust promptly file an amendme	ent to your Form ADV to update your response when the	report is avai
Broke	<u>er</u>			Υe
Doe	es the <i>private fund</i> use one or more prime	brokers?		c
	•		gh (e) below for each prime broker the <i>private fund</i> use through (e) separately for each prime broker.	es. If the <i>pri</i>
		No Informa	ation Filed	
<u>ian</u>				
		cluding the prime brokers lise	tod above) to hold come or all of its assets?	Ye
Doo	se the <i>private fund</i> use any custodians (inc	CIUUIIIU LIIE DI IIIIE DI OKEIS IIS	ied apove) to hold sollie of all of its assets:	
If th	•	spond to questions (b) throu	gh (g) below for each custodian the <i>private fund</i> uses.	If the <i>privat</i>
If th	•	spond to questions (b) throu	gh (g) below for each custodian the <i>private fund</i> uses.	If the privat
If th	ne answer to question 25.(a) is "yes," res	spond to questions (b) throu mplete questions (b) through	gh (g) below for each custodian the <i>private fund</i> uses.	If the <i>privat</i>
Add	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Inf	spond to questions (b) through ord(s) Filed. respond to questions (b) through	gh (g) below for each custodian the <i>private fund</i> uses.	
If the uses	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Recount the answer to question 25.(a) is "yes," residund uses more than one custodian, you make answer to question 25.	spond to questions (b) through ord(s) Filed. respond to questions (b) through	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. In (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses	
Add If fu (b)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Informati	spond to questions (b) through mplete questions (b) through ord(s) Filed. Tespond to questions (b) through the questions (c) through the questions (d) through the questions	gh (g) below for each custodian the <i>private fund</i> uses. (g) separately for each custodian. Dough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian.	
Add If fu (b)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Informati	esponsible for <i>custody</i> of the State:	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. Sough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In private fund's assets (city, state and country): Country:	
If th uses Add If fu (b)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Inf	spond to questions (b) through mplete questions (b) through ord(s) Filed. respond to questions (b) through the questions (c) through the questions (c) through the questions (d) through the questions	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. Sough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian.	. If the <i>priva</i>
Add If fu (b) (c) (d)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Informati	esponsible for <i>custody</i> of the State: California	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. Sough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In private fund's assets (city, state and country): Country:	
If the uses Add If further (b) (c) (d)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Recorditional Custodian Information: 1 Recordition Information: 1 Recordition Information Information: 1 Recordition Information Inf	esponsible for <i>custody</i> of the State: California	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. In (g) separately for each custodian. In (g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian.	. If the <i>priva</i>
If the uses Add If further (b) (c) (d)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Information Information Information Information Information Information Information Information Inf	esponsible for <i>custody</i> of the State: California	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. In (g) separately for each custodian. In (g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian.	. If the <i>priva</i>

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you

26. (a) Does the *private fund* use an administrator other than your firm?

Additional Administrator Information : 1 Record(s) Filed.

must complete questions (b) through (f) separately for each administrator.

(1) I			
(b) Name of administrator: GAINGELS INC			
(c) Location of administrator (city state and country).		
		Country:	
NEW YORK	New York	United States	
			Yes No
(d) Is the administrator a <i>relat</i>	ed person of your firm?		0 0
(e) Does the administrator pre	pare and send investor account sta	atements to the <i>private fund's</i> investors?	
OYes (provided to all inve	stors) Some (provided to some b	ut not all investors) 🁩 No (provided to no investo	ors)
•			•
elated person? e only those assets where (i) s nt quotes, and (ii) the valuatio	uch <i>person</i> carried out the valuation n used for purposes of investor subs	n procedure established for that asset, if any, incl	uding obtaining any
			Yes No
u must answer "yes" whether nilar <i>person</i> . If the answer to q	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to o	ent, consultant, finder, introducer, municipal adviso questions (b) through (g) below for each such ma	arketer the <i>private fund</i>
	No Inf	ormation Filed	
FUND a About the <i>Private Fund</i>			
n About the <i>Private Fund</i>			
About the <i>Private Fund</i> me of the <i>private fund</i> :			
n About the <i>Private Fund</i>			
me of the <i>private Fund</i> me of the <i>private fund</i> : INGELS QONTO LLC vate fund identification number clude the "805-" prefix also) 5-1219197779			
me of the <i>private fund</i> : INGELS QONTO LLC vate fund identification number clude the "805-" prefix also) 5-1219197779 the laws of what state or counter:	ntry is the <i>private fund</i> organized: Country:		
me of the <i>private fund</i> : INGELS QONTO LLC vate fund identification number clude the "805-" prefix also) 5-1219197779 the laws of what state or counter: rmont	ntry is the <i>private fund</i> organized: Country: United States	ons serving in a similar capacity):	
me of the <i>private fund</i> : INGELS QONTO LLC vate fund identification number clude the "805-" prefix also) 5-1219197779 the laws of what state or counter: rmont me(s) of General Partner, Man	ntry is the <i>private fund</i> organized: Country: United States ager, Trustee, or Directors (or <i>perso</i>	ons serving in a similar capacity):	
me of the <i>private fund</i> : INGELS QONTO LLC vate fund identification number clude the "805-" prefix also) 5-1219197779 the laws of what state or courate: rmont me(s) of General Partner, Manager	ntry is the <i>private fund</i> organized: Country: United States ager, Trustee, or Directors (or <i>perso</i>	ons serving in a similar capacity):	
me of the <i>private fund</i> : INGELS QONTO LLC vate fund identification number clude the "805-" prefix also) 5-1219197779 the laws of what state or counter: rmont me(s) of General Partner, Man	ntry is the <i>private fund</i> organized: Country: United States ager, Trustee, or Directors (or <i>perso</i>	ons serving in a similar capacity):	
	City: NEW YORK d) Is the administrator a relate e) Does the administrator pre Yes (provided to all inve f) If the answer to question 2 investors? If investor account NOT APPLICABLE your last fiscal year, what perplated person? e only those assets where (i) so at quotes, and (ii) the valuation ons) was the valuation determines the private fund use the serful must answer "yes" whether allar person. If the answer to quote the serful answer to quote	City: NEW YORK New York d) Is the administrator a related person of your firm? e) Does the administrator prepare and send investor account state O Yes (provided to all investors) O Some (provided to some be investors? If investor account statements are not sent to the investors? If investor account statements are not sent to the investor APPLICABLE your last fiscal year, what percentage of the private fund's assets lated person? e only those assets where (i) such person carried out the valuation at quotes, and (ii) the valuation used for purposes of investor sub ons) was the valuation determined by such person. es the private fund use the services of someone other than you or unust answer "yes" whether the person acts as a placement age allar person. If the answer to question 28.(a) is "yes," respond to des. If the private fund uses more than one marketer you must come.	City: State: Country: NEW YORK New York United States d) Is the administrator a related person of your firm? e) Does the administrator prepare and send investor account statements to the private fund's investors? O Yes (provided to all investors) O Some (provided to some but not all investors) O No (provided to no investor investors? If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "no" NOT APPLICABLE Your last fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an adlated person? The only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee of

No Information Filed

4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	Nc
6.	(a) Is this a "master fund" in a master-feeder arrangement?	\circ	•
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
		Yes	Nc
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
7	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D. Section 7 R (1) for a master feeder arrangement asserting to the instructions to this Section 7 R (1) for		
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	1 01
	No Information Filed		
8.	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment.	Yes O	d N c
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	\circ	0
0	During your last fixed year, did the private fund invest in convities issued by investment companies registered under the Investment	Yes	
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund eventure capital fund C Other private	te fun	d:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 280,351		
<u>Ow</u>	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		

13. Approximate number of the *private fund's* beneficial owners:

14.	What is the approximate percentage of the private fund beneficially owned by you 4%	and your related persons:					
15.	5. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (ir 1%	the aggregate) by funds of funds:					
	(b) If the private fund qualifies for the exclusion from the definition of investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	company under section 3(c)(1) of the Inve	Yes No estment C ©				
16.	b. What is the approximate percentage of the private fund beneficially owned by nor 43%	-United States persons:					
You	our Advisory Services						
17.	7. (a) Are you a subadviser to this <i>private fund</i> ?		Yes No ○ ⊙				
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number question 17.(a) is "no," leave this question blank.	per, if any, of the adviser of the <i>private fund</i>	d. If the answer to				
	No Information	Filed					
18.	3. (a) Do any investment advisers (other than the investment advisers listed in Sect	ion 7.B.(1).A.3.(b)) advise the <i>private fund</i>	Yes No ?				
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number to question 18.(a) is "no," leave this question blank.	per, if any, of the other advisers to the priv	ate fund. If the answer				
	Name of Other Adviser to private fund		PD number				
	GAINGELS MANAGEMENT LLC	31	7100				
			Yes No				
19.	 Are your clients solicited to invest in the private fund? NOTE: For purposes of this question, do not consider feeder funds of the private fund 		○ ⊙				
00							
20.	 Approximately what percentage of your clients has invested in the private fund? 1% 						
<u>Pri</u>	rivate Offering		V N.				
21.	. Has the private fund ever relied on an exemption from registration of its securities	under Regulation D of the Securities Act o	Yes No f 1933?				
22.	2. If yes, provide the <i>private fund's</i> Form D file number (if any):						
	Form D file number						
	021-423735						
3. S	SERVICE PROVIDERS						
Aud	<u>uditors</u>		Yes No				
23.	3. (a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?		0.0				
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements μ	prepared in accordance with U.S. GAAP?	0 0				
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through you must complete questions (b) through (f) separately for each auditing firm	•	nan one auditing firm,				
	No Information Filed						
	NO IIIIOITIIation	riieu					
	(g) Are the private fund's audited financial statements for the most recently comp investors?		Yes No				
	mvestors:	leted fiscal year distributed to the <i>private f</i>					
	(h) Do all of the reports prepared by the auditing firm for the private fund since you		fund's O O				
		our last <i>annual updating amendment</i> contair	fund's C C n unqualified opinions?				

Prime Broker

Does the <i>private fund</i> use one or mo	·	rough (e) below for each prime broker the <i>private fund</i>	O Jusos If the <i>pri</i> v
•	•	(b) through (e) separately for each prime broker.	ruses. If the priva
	No Inf	ormation Filed	
<u>lian</u>			
). Does the <i>private fund</i> use any custo	dians (including the prime broker	s listed above) to hold some or all of its assets?	Ye
If the answer to question 25.(a) is	yes," respond to questions (b) the	brough (g) below for each custodian the <i>private fund</i> us bugh (g) separately for each custodian.	es. If the <i>private</i>
Additional Custodian Information	: 1 Record(s) Filed.		
		through g) below for each custodian the <i>private fund</i> u(b) through (g) separately for each custodian.	uses. If the <i>priva</i> u
(b) Legal name of custodian: SILICON VALLEY BANK			
(c) Primary business name of cus SILICON VALLEY BANK	todian:		
(d) The location of the custodian	s office responsible for <i>custody</i> of	the <i>private fund's</i> assets (city, state and country):	
City: SANTA CLARA	State: California	Country: United States	
			Yes
(e) Is the custodian a related per	son of your firm?		0
(f) If the custodian is a broker-de	ealer, provide its SEC registration	number (if any):	
- CRD Number (if any):			
(g) If the custodian is not a brok identifier (if any)	er-dealer, or is a broker-dealer bu	it does not have an SEC registration number, provide i	ts <i>legal entity</i>
<u>strator</u>			
			Ye
Does the <i>private fund</i> use an admin If the answer to question 26.(a) is	·	rough (f) below. If the <i>private fund</i> uses more than one	administrator,
must complete questions (b) through		•	
Additional Administrator Informa	tion: 1 Record(s) Filed.		
administrator, you must complete		through (f) below. If the <i>private fund</i> uses more than delay for each administrator.	one
(b) Name of administrator: GAINGELS INC			
(c) Location of administrator (city	, state and country):		
City: NEW YORK	State: New York	Country: United States	
			Yes No
(d) Is the administrator a related	person of your firm?		0 (

		(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors? Or Yes (provided to all investors) Or Some (provided to some but not all investors) Or No (provided to no investors)		
		(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE		
27.		ing your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that i r related person?	s not	
	rele	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining an vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includ cations) was the valuation determined by such <i>person</i> .	-	
<u>Ma</u>	<u>rkete</u>	ers ers		
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	_
20.		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		•
		No Information Filed		
A. P	RIVAT	TE FUND		
<u>Info</u>	<u>rmat</u>	ion About the <i>Private Fund</i>		
1.		Name of the private fund: GAINGELS REMESH LLC		
		Private fund identification number:		
	` '	(include the "805-" prefix also)		
		805-2636514741		
2.		er the laws of what state or country is the <i>private fund</i> organized: State: Country:		
		Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Nar	ne of General Partner, Manager, Trustee, or Director		
		INGELS MANAGEMENT LLC		
	GAI	NGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.		private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.		Is this a "master fund" in a master-feeder arrangement?	\circ	•
	(b)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
		No Information Filed		

	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	7.B.([1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	h of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
0		Yes	
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment		•
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	e fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 172,500		
<u>Ow</u>	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 16		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 6%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 2%	V	R.
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		

100	II AC	ivisory Services		Yes	No
17.	(a)	Are you a subadviser to this <i>private fund</i> ?		0	•
	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, it question 17.(a) is "no," leave this question blank.	any, of the adviser of the private fund.	If the answer to	~
		No Information Filed			
				Yes	No
18.	(a)	Do any investment advisers (other than the investment advisers listed in Section 7	.B.(1).A.3.(b)) advise the private fund?	•	0
	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, it to question 18.(a) is "no," leave this question blank.	any, of the other advisers to the <i>privat</i>	e fund. If the answe	er
		Name of Other Adviser to private fund	SEC file number CRD	number	
		GAINGELS MANAGEMENT LLC	3171	100	
				Yes	No
19.		your <i>clients</i> solicited to invest in the <i>private fund</i> ?		0	⊙
	NOT	TE: For purposes of this question, do not consider feeder funds of the private fund.			
20.	App 2%	proximately what percentage of your clients has invested in the private fund?			
Priv	<u>⁄ate</u>	Offering			
21.	Has	the private fund ever relied on an exemption from registration of its securities unde	er Regulation D of the Securities Act of 1	Yes	No O
22.	If y	es, provide the <i>private fund's</i> Form D file number (if any):			
	For	m D file number			
	021	1-424256			
23.		(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared to the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) you must complete questions (b) through (f) separately for each auditing firm.		Yes C C n one auditing firm	⊙ ○
		No Information Filed			
				Yes	No
	(g)	Are the private fund's audited financial statements for the most recently completed	fiscal year distributed to the private fur		0
		investors?			
	(h)	Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your la	st <i>annual updating amendment</i> contain u	nqualified opinions	s?
		O Yes O No O Report Not Yet Received			
		If you check "Report Not Yet Received," you must promptly file an amendment to your	Form ADV to update your response wher	ı the report is availa	ble.
Prir	ne B	<u>Broker</u>			
2.4	(0)	Describe private fundings and an appropriate brokers?		Yes	No
24.		Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) bel <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e)	·	O and uses. If the <i>priva</i>	⊙ ate
		No Information Filed			
Cus	todia	an			

25. (a) Does the *private fund* use any custodians (including the prime brokers listed above) to hold some or all of its assets?

Yes No

O

Additional Custodian Information	n: 1 Record(s) Filed.		
•		hrough g) below for each custodian the <i>private</i>	e fund uses. If the
fund uses more than one custodia	an, you must complete questions (I	b) through (g) separately for each custodian.	
(b) Legal name of custodian: SILICON VALLEY BANK			
(c) Primary business name of cu SILICON VALLEY BANK	stodian:		
(d) The location of the custodian	s's office responsible for <i>custody</i> of	he private fund's assets (city, state and country	y):
City:	State:	Country:	
SANTA CLARA	California	United States	
(e) Is the custodian a related per	rson of your firm?		
(f) If the custodian is a broker-d	lealer, provide its SEC registration r	umber (if any):	
- CRD Number (if any):			
, ,,,			
(g) If the custodian is not a brok identifier (if any)	ker-dealer, or is a broker-dealer but	does not have an SEC registration number, pr	ovide its <i>legal ent</i>
<u>rator</u>			
Does the <i>private fund</i> use an admin	•	ough (f) below. If the private funduses more t	han ono administr
Does the <i>private fund</i> use an admin f the answer to question 26.(a) is	•	ough (f) below. If the <i>private fund</i> uses more thator.	han one administr
Does the <i>private fund</i> use an admin f the answer to question 26.(a) is must complete questions (b) throug	"yes," respond to questions (b) thr gh (f) separately for each administr	,	han one administr
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Information Information Information Information Information 26.(a)	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Information Information Information Information Information 26.(a)	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed.	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator:	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the additional Administrator Information	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator:	"yes," respond to questions (b) thr gh (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separate	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an adminification of the answer to question 26. (a) is must complete questions (b) through the answer to question 26. (a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (city)	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separately, state and country): State:	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	
Does the <i>private fund</i> use an admining of the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately, state and country):	hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an adminification of the answer to question 26. (a) is must complete questions (b) through the answer to question 26. (a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (city)	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separately, state and country): State: New York	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	e than one
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Informational Administrator Information administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i>	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately, state and country): State: New York disperson of your firm?	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	e than one
Does the <i>private fund</i> use an adminification of the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i> (e) Does the administrator prepared	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separate questions (b) through (f) separate state: New York If person of your firm? are and send investor account state	hrough (f) below. If the <i>private fund</i> uses more ely for each administrator. Country: United States	e than one
Does the <i>private fund</i> use an admining the answer to question 26. (a) is must complete questions (b) through the Additional Administrator Informational Administrator Information administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i> (e) Does the administrator preparation of the Administrator of t	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately (f) separa	hrough (f) below. If the <i>private fund</i> uses more ely for each administrator. Country: United States	e than one Y tors)

Include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any

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

your related person?

0%

	allo	cations) was the valuation determined by such <i>person</i> .		
Ma	rkete	<u>ers</u>		
			Yes	No
28.		Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	\circ	•
		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		
		No Information Filed		
A. P	RIVA	TE FUND		
<u>I nfc</u>	rmat	tion About the <i>Private Fund</i>		
1.	(a)	Name of the <i>private fund</i> :		
١.		GAINGELS REPUBLIC LLC		
		Private fund identification number:		
	()	(include the "805-" prefix also)		
		805-1686506745		
2.	Und	ler the laws of what state or country is the <i>private fund</i> organized:		
		State: Country:		
		Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Naı	me of General Partner, Manager, Trustee, or Director		
	GA	INGELS MANAGEMENT LLC		
	GA	INGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
1	Tho	private fund (about all that apply, you must about at least and).		
4.		private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered. No Information Filed		
			Yes	No.
6.	(a)	Is this a "master fund" in a master-feeder arrangement?		⊙
	(b)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	~	
		No Information Filed		
	(c)	Is this a "feeder fund" in a master-feeder arrangement?	Yes	No
		If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?		٠
		Name of private fund:		
		Private fund identification number:		
		(include the "805-" prefix also)		
	NOT	ΓΕ: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 3	.B.(1	1)
		the master-feeder arrangement or reporting on the funds separately.	`	

7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of

relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including

	the reeder runds answer the following questions:		
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially a assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if i multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No.
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		•
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		VAS	s No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	ate fui	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 666,000		
Ow	<u>nership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).	ne	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 70		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 3%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	0%	Yes	s No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients?	0	•
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 16%		
You	ur Advisory Services		
17	(a) Are you a subadviser to this <i>private fund</i> ?	_	No -
17.	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the answer question 17.(a) is "no," leave this question blank.	r to	•
	No Information Filed		
		Yes	s No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	•	0
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	e answ	/er
	Name of Other Adviser to <i>private fund</i> SEC file number CRD number		

GAINGELS MANAGEMENT LLC

317100

		Yes	No
19. Ar	re your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	\odot
No	OTE: For purposes of this question, do not consider feeder funds of the private fund.		
20. Ap	oproximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
09	%		
<u>Privat</u>	<u>e Offering</u>		
24 11	as the private fundamental and an exponentian from registration of its securities under Degulation D of the Convities Act of 10222	Yes	NO
∠1. Ha	as the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	⊙	0
22 If	was provide the private fundle Form D file pumber (if one).		
	yes, provide the <i>private fund's</i> Form D file number (if any): orm D file number		
	21-422244		
	21 722277		
B. SER\	VICE PROVIDERS		
<u>Audito</u>	<u>ors</u>	V	N.I
22 (2) (1) Are the private fundle finencial etatements subject to an enguel and 2	Yes	NO
23. (a	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	0	⊙
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	firm,	,
	No. Information Filed		
	No Information Filed		
		Yes	No
(g	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	0	0
(h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opi	nions	?
	C Yes O No O Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is a	availal	hle
	If you cheek Report Not Yet Reserved, you must promptly me an amenument to your response viter the report is a	ivanak	orc.
<u>Prime</u>	Broker		
		Yes	No
24. (a) Does the <i>private fund</i> use one or more prime brokers?	0	•
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the	priva	te
	fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.		
	No Information Filed		
Custo	<u>dian</u>		
		Yes	No
25. (a) Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets?	•	0
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the pri	vate f	fund
	uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.		
	Additional Custodian Information : 1 Record(s) Filed.		
	Additional custodian miormation. Trecord(s) Flied.		
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the p	rivate	
	fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.		
	(b) Legal name of custodian:		
	SILICON VALLEY BANK		
	(c) Primary business name of custodian: SILICON VALLEY BANK		

	(d) The location of the custodian	's office responsible for <i>custody</i> of t	the private fund's assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	Yes No
	(e) Is the custodian a related pe	rson of your firm?		0 0
	(f) If the custodian is a broker-o	lealer, provide its SEC registration n	number (if any):	
	- CDD Number (if any);			
	CRD Number (if any):			
	(g) If the custodian is not a brok identifier (if any)	er-dealer, or is a broker-dealer but	does not have an SEC registration number, provi	de its <i>legal entity</i>
Admini	strator			
				Yes No
26. (a)	Does the <i>private fund</i> use an admir	·		© 0
	•	"yes," respond to questions (b) through (f) separately for each administrate.	ough (f) below. If the <i>private fund</i> uses more than ator.	one administrator, you
	Additional Administrator Informa	ation : 1 Record(s) Filed.		
		is "yes," respond to questions (b) tl e questions (b) through (f) separate	hrough (f) below. If the <i>private fund</i> uses more the ely for each administrator.	an one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (cit	y, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Yes No
	(d) Is the administrator a related	<i>I person</i> of your firm?		O
			ements to the <i>private fund's</i> investors? t not all investors) oNo (provided to no investors	.)
	11		he investor account statements to the (rest of the est of the est of the) <i>private fund's</i> investors, respond "not a	• •
yo 0% Ind rel	ur <i>related person</i> ? 6 Clude only those assets where (i) suc	ch <i>person</i> carried out the valuation pused for purposes of investor subsc	by value) was valued by a <i>person</i> , such as an adm procedure established for that asset, if any, includent procedure, redemptions or distributions, and fee calc	ling obtaining any
Market	·	-		
				Yes No
28. (a)	,		our employees for marketing purposes?	0 0
	similar person. If the answer to que	estion 28.(a) is "yes," respond to qu	t, consultant, finder, introducer, municipal advisor lestions (b) through (g) below for each such mark lete questions (b) through (g) separately for each	eter the <i>private fund</i>
		No Infor	rmation Filed	

A. Pl	PRIVATE FUND		
Info	ormation About the <i>Private Fund</i>		
1.	(a) Name of the <i>private fund</i> :		
	GAINGELS SHIFT ONE LLC		
	(b) Private fund identification number:		
	(include the "805-" prefix also)		
	805-5091358311		
2.	Under the laws of what state or country is the <i>private fund</i> organized:		
	State: Country:		
	Vermont United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC		-
	GAINGELS VENTURES LLC		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
7.	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes N	lo.
6.	(a) Is this a "master fund" in a master-feeder arrangement?	_	•
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
	No finalian Filed		
	· ·	Yes N	lo
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?	~	
	Name of private fund:		
	Private fund identification number:		
	(include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.	.B.(1)	
	for the master-feeder arrangement or reporting on the funds separately.		
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for a	each (of
	the feeder funds answer the following questions:		
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all or	of thei	r
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is		
	multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
	Y	Yes N	Ю
8.	(a) Is this <i>private fund</i> a "fund of funds"?	0	⊙
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		

(b) If yes, does the *private fund* invest in funds managed by you or by a *related person*?

				Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investme Company Act of 1940 (other than "money market funds," to the extent provided in In		ie Investment	0	•
10.	What type of fund is the private fund?				
	$^{f C}$ hedge fund $^{f C}$ liquidity fund $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securit	ized asset fund 🧿 venture capital	fund Other <i>priva</i>	te fund	d:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions	s to Part 1A.			
11.	Current gross asset value of the <i>private fund</i> : \$ 100,000				
<u>Owi</u>	nership				
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$1,000				
	NOTE: Report the amount routinely required of investors who are not your related per organizational documents of the fund).	rsons (even if different from the an	nount set forth in the	9	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 15				
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and 14%	d your <i>related persons</i> :			
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the 3%	e aggregate) by funds of funds:			
	(b) If the private fund qualifies for the exclusion from the definition of investment con Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	npany under section 3(c)(1) of the	Investment	Yes	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>Un</i> 8%	vited States persons:			
You	r Advisory Services				
				Yes	No
17.	(a) Are you a subadviser to this <i>private fund</i> ?			0	•
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, question 17.(a) is "no," leave this question blank.	if any, of the adviser of the private	e fund. If the answer	to	
	No Information File	d			
				Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section	7.B.(1).A.3.(b)) advise the private	fund?	\odot	0
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, to question 18.(a) is "no," leave this question blank.	if any, of the other advisers to the	e private fund. If the	answe	er
	Name of Other Adviser to private fund	SEC file number	CRD number		
	GAINGELS MANAGEMENT LLC		317100		
				Yes	No
19.	Are your clients solicited to invest in the private fund?			0	•
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.				
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 3%				
<u>Priv</u>	ate Offering				
21	Has the private fund over relied on an exemption from registration of its accounting to the second state of the second state o	dor Dogulation D of the Constitution	Act of 10222	Yes	
∠1.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities und	The securities in the securities in	nut Ut 1733!	•	0

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

ROVIDERS		
to tibelite		
Are the private fund's financial statements subject to an enqual audit?	'es	
, , , , , , , , , , , , , , , , , , ,		0
No Information Filed		
Y	'es	No
		0
Ill of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opinion	ons′	?
ves O No O Report Not Yet Received		
u check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is ava	ailab	ile.
e <u>r</u>		
a the multiple filed the area or made prime brokens	_	No ©
No Information Filed		
$oldsymbol{\vee}$	/os	No
a the private final use any evetadions (including the prime brokers listed above) to hold some an all of its essets?	_	0
e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>private</i> more than one custodian, you must complete questions (b) through (g) separately for each custodian.	ate f	
ditional Custodian Information : 1 Record(s) Filed.		
the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>priv</i> and uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	⁄ate	
) Legal name of custodian: SILICON VALLEY BANK		
Primary business name of custodian:		
SILICON VALLEY BANK		
SILICON VALLEY BANK) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country):		
) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: Country:		
) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: State: Country: SANTA CLARA California United States	s N	0
) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: State: Country: SANTA CLARA California United States	s N	
) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: State: Country: SANTA CLARA California United States Yes		
t s all tr	The the private fund's financial statements subject to an annual audit? If the answer to question 23 (a) (1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firmust complete questions (b) through (f) separately for each auditing firm. No Information Filed No Information Filed Find use any custodian for private fund uses. If the private fund use any custodian fund Filed F	To the private fund's financial statements subject to an annual audit? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one auditing firm, must complete questions (b) through (f) separately for each auditing firm. No Information Filed Yes the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's sorts? If of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opinions as O No O Report Not Yet Received u check "Report Not Yet Received" you must promptly file an amendment to your Form ADV to update your response when the report is available to the private fund use one or more prime brokers? a answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No Information Filed Yes a the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets? a respect to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private fund custodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private fund custodian information : 1 Record(s) Filed. the answer to question 25.(a) is "yes," respond to questions (b) through (g) separately for each custodian the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (

Form D file number

<u>Admi</u>	<u>inistrator</u>			V N.
26. ((a) Does the <i>private fund</i> use an adm	inistrator other than your firm?		Yes No ⊙ O
	If the answer to question 26.(a)	•	rough (f) below. If the <i>private fund</i> uses more that rator.	
	Additional Administrator Inform	nation : 1 Record(s) Filed.		
) is "yes," respond to questions (b) ete questions (b) through (f) separat	through (f) below. If the <i>private fund</i> uses more tely for each administrator.	than one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (d	sity, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	
	(d) Is the administrator a <i>relat</i>	ed person of your firm?		Yes No
		•	tements to the <i>private fund's</i> investors? ut not all investors) oNo (provided to no investo	ors)
			the investor account statements to the (rest of trest of the) private fund's investors, respond "not	
) (! r	your related person? 0% nclude only those assets where (i) s	uch <i>person</i> carried out the valuation n used for purposes of investor subs	(by value) was valued by a <i>person</i> , such as an ac procedure established for that asset, if any, inclusions, redemptions or distributions, and fee contributions.	uding obtaining any
	<u>eters</u>			
				Yes No
28. (•	•	your <i>employees</i> for marketing purposes?	0 0
	similar person. If the answer to qu	uestion 28.(a) is "yes," respond to q	nt, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such ma plete questions (b) through (g) separately for each	arketer the <i>private fund</i>
		No Info	ormation Filed	
A. PRI	VATE FUND			
<u>I nforr</u>	mation About the <i>Private Fund</i>			
1. ((a) Name of the <i>private fund</i> :			
	GAINGELS SKYSAFE LLC			
((h) Private fund identification number			

(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity

2. Under the laws of what state or country is the *private fund* organized:

(include the "805-" prefix also)

805-6565220189

identifier (if any)

	State: Vermont	Country: United States		
3.	(a) Name(s) of General Partr	ner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, M	Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC	;		
	GAINGELS VENTURES LLC			
	(b) If filing an umbrella regist	tration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund. No Information Filed		
4.	(1) qualifies for the exclusion	at apply; you must check at least one): sion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 sion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in	English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.		n a master-feeder arrangement?	0	\odot
	(b) If yes, what is the name	and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		
			Yes	No
	(c) Is this a "feeder fund" in	a master-feeder arrangement?	0	·
		and private fund identification number (if any) of the master fund in which this private fund invests?		
			on 7.B.(1)
7.	If you are filing a single Scheo	dule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1),	for each	า of
	the feeder funds answer the	following questions:		
		No Information Filed		
	assets in a single fund ("mas	ions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially ster fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		d
8.	(a) Is this <i>private fund</i> a "fun	ıd of funds"?	nes O	(O
	NOTE: For purposes of this quehicles, regardless of wheth	uestion only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment they are also private funds or registered investment companies.	~	
	(b) If yes, does the <i>private fu</i>	und invest in funds managed by you or by a related person?	0	0
9.		lid the <i>private fund</i> invest in securities issued by investment companies registered under the Investment than "money market funds," to the extent provided in Instruction 6.e.)?	Yes O	No ©
10.	What type of fund is the priva	ate fund?		
	,	and $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securitized asset fund $^{f G}$ venture capital fund $^{f C}$ Other pri	ivate fun	nd:
	NOTE: For definitions of these	se fund types, please see Instruction 6 of the Instructions to Part 1A.		

11. Current gross asset value of the private fund:

	\$ 1,341,999		
<u>Owi</u>	nership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth organizational documents of the fund).	n the	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 37		
	37		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
		Yes	No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	•
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 4%		
You	ur Advisory Services	v	
17.	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	No
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the an question 17.(a) is "no," leave this question blank.	swer to	
	No Information Filed		
		Yes	No
18.		•	0
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . It to question 18.(a) is "no," leave this question blank.	the answe	er ——
	Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
	GAINGELS MANAGEMENT LLC 317100		
10	Are your dients solicited to invest in the private fund.	Yes	
19.	Are your <i>clients</i> solicited to invest in the <i>private fund?</i> NOTE: For purposes of this question, do not consider feeder funds of the private fund.	0	⊙
	NOTE. For purposes of this question, do not consider recaer rands of the private rand.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund?</i> 0%		
<u>Priv</u>	vate Offering	Yes	No
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	•	0
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	Form D file number 021-423803		
	021-423003		
3. SE	ERVICE PROVIDERS		
Aud	<u>ditors</u>	Yes	No
23.	(a) (1) Are the private fund's financial statements subject to an annual audit?	Ö	⊙
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	Ö	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one au		

				Yes N
(g) Are the private fund's audited financial sta investors?	tements for the most recently con	npleted fiscal year distributed to the private fund's	0 0
(h) Do all of the reports prepared by the audi	ting firm for the <i>private fund</i> since	your last annual updating amendment contain unqualif	ied opinions?
	O Yes O No O Report Not Yet Received			
	If you check "Report Not Yet Received," you	ı must promptly file an amendmeni	to your Form ADV to update your response when the rep	oort is available.
<u>Prime</u>	<u>Broker</u>			Vac N
24. (a) Does the <i>private fund</i> use one or more pri	me brokers?		
	•		(e) below for each prime broker the <i>private fund</i> uses.	-
	fund uses more than one prime broker, yo	ou must complete questions (b) the	rough (e) separately for each prime broker.	
		No Informati	on Filed	
Custoo	<u>dian</u>			Yes N
25. (a) Does the <i>private fund</i> use any custodians	(including the prime brokers lister	d above) to hold some or all of its assets?	
			,	the private fund
	uses more than one custodian, you must	complete questions (b) through (g) separately for each custodian.	
	Additional Custodian Information : 1 Re	ecord(s) Filed.		
	fund uses more than one custodian, you (b) Legal name of custodian: SILICON VALLEY BANK	u must complete questions (b) the	•	f the <i>private</i>
	(c) Primary business name of custodiar SILICON VALLEY BANK	n:		
	(d) The location of the custodian's offic	e responsible for $\it custody$ of the $\it p$	rivate fund's assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	Yes No
	(e) Is the custodian a related person of	Yes No one or more prime brokers? 24. (a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private prime broker, you must complete questions (b) through (e) separately for each prime broker. No Information Filed Yes No any custodians (including the prime brokers listed above) to hold some or all of its assets? 25. (a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private fund uses any custodians (b) through (g) separately for each custodian. Formation: 1 Record(s) Filed. Formation: 1 Record(s) Filed. Formation: 25. (a) is "yes," respond to questions (b) through (g) separately for each custodian the private fund uses. If the private excustodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private excustodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private excustodian, you must complete questions (b) through (g) separately for each custodian. Indian: NK ame of custodian: NK Custodian: NK Custodian: Ves No related person of your firm? Custodian: Ves No related person of your firm?		
	(f) If the custodian is a broker-dealer,	provide its SEC registration numb	er (if any):	
	CRD Number (if any):			
	(g) If the custodian is not a broker-dea	ler, or is a broker-dealer but doe:	s not have an SEC registration number, provide its <i>lega</i>	al entity
<u>Admin</u>	(f) If the custodian is a broker-dealer,CRD Number (if any):(g) If the custodian is not a broker-dealer,	provide its SEC registration numb		

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you

26. (a) Does the $private\ fund\ use\ an\ administrator\ other\ than\ your\ firm?$

Additional Administrator Information: 1 Record(s) Filed.

must complete questions (b) through (f) separately for each administrator.

No Information Filed

			·	•	•	through (f) below. If the <i>private fund</i> use ely for each administrator.	s more than one
		(h)	Name of administrator	•			
		(D)	GAINGELS INC	•			
		(c)	Location of administra	tor (city, state and countr	-y):		
			City:	State:	-1-	Country:	
			NEW YORK	New Yo	ork	United States	Yes No
		(d)	Is the administrator a	related person of your firm	n?		
		(4)	13 the duministrator d	related person or your firm			○ ◎
		(e)				tements to the <i>private fund's</i> investors? It not all investors) © No (provided to no	investors)
		(f)	•	• •		the investor account statements to the (rest of the) <i>private fund's</i> investors, response	• •
27.	your 0% Inclureles	relate ude or vant c	ed person? nly those assets where quotes, and (ii) the valu	(i) such <i>person</i> carried o	ut the valuation of investor subsc	(by value) was valued by a <i>person</i> , such procedure established for that asset, if a criptions, redemptions or distributions, a	any, including obtaining any
<u>Maı</u>	rkete	<u>rs</u>					
0.0	()	Б					Yes No
28.		You m simila	nust answer "yes" whe r <i>person</i> . If the answer	ther the <i>person</i> acts as a to question 28.(a) is "yes	placement agen s," respond to qu	your <i>employees</i> for marketing purposes? ht, consultant, finder, introducer, municip uestions (b) through (g) below for each plete questions (b) through (g) separatel	al advisor or other solicitor, or such marketer the private fund
					No Info	ormation Filed	
A. PI	RIVAT	E FUN	ID				
<u>Info</u>	rmat	ion Ak	oout the <i>Private Fund</i>				
1.	(a)	Name	of the <i>private fund</i> :				
		GAING	GELS SOUNDING BOARD) LLC			
			re fund identification num				
			de the "805-" prefix als 2132129475	50)			
		805-2	2132129475				
2.	Und	er the	e laws of what state or	country is the <i>private fun</i>	<i>d</i> organized:		
		State:	:		Country:		
		Vermo	ont		United States		
3.	(a)	Name	e(s) of General Partner,	Manager, Trustee, or Dire	ectors (or <i>persor</i>	ns serving in a similar capacity):	
	Nar	ne of	General Partner, Man	ager, Trustee, or Directo	or		
			S MANAGEMENT LLC				
	GAI	NGELS	S VENTURES LLC				
	4.	I & E!!!					
	(h)		a an umbrolla ragistrati	on identify the filing additi	sor and/or robins	a advisor(s) that spansor(s) or manage(s)	this private fund
	(b)	IT TIIIN	g an <i>umbrella registrati</i>	on, identify the filing advis		g adviser(s) that sponsor(s) or manage(s)	this <i>private fund</i> .

	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
	(a) Is this a "master fund" in a master-feeder arrangement?	Yes	
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	O	•
	No Information Filed		
		Yes	Nc
	(c) Is this a "feeder fund" in a master-feeder arrangement?		•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(´	1)
	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issue	b
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issued Yes	d N c
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is	Yes °C	d N c
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment.	Yes °C	Nc ⊙
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	Yes	No ⊙
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	Yes O	No ⊙
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ? During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment	Yes O Yes	No ⊙
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ? During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	Yes O Yes O	No ⊙ No ⊙
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ? During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? What type of fund is the <i>private fund</i> ?	Yes O Yes O	No ⊙ No ⊙
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ? During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? What type of fund is the <i>private fund</i> ? O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O other <i>private</i> funds. Current gross asset value of the <i>private fund</i> :	Yes O Yes O	No ⊙ No ⊙
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ? During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? What type of fund is the <i>private fund</i> ? O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other <i>private</i> funds. NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A. Current gross asset value of the <i>private fund</i> : \$\frac{110,000}{2}\$	Yes O Yes O	No ⊙ No ⊙
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ? During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? What type of fund is the <i>private fund</i> ? O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O other <i>private</i> funds. Current gross asset value of the <i>private fund</i> :	Yes O Yes O	No ⊙ No ⊙
<u>//</u>	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this private fund a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? What type of fund is the private fund? One hedge fund One liquidity fund One private equity fund One real estate fund Securitized asset fund One venture capital fund One other private funds. NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A. Current gross asset value of the private fund: \$ 110,000 **NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A. Current gross asset value of the private fund: \$ 110,000	Yes O Yes O	No ⊙ No ⊙
<u>//</u>	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this private fund a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? What type of fund is the private fund? O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O other private funds. NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A. Current gross asset value of the private fund: \$ 110,000	Yes O Yes O	No ⊙ No ⊙

4. The *private fund* (check all that apply; you must check at least one):

14.	Wha 10%	at is the approximate percentage of the <i>private fund</i> beneficially owned b	by you and your <i>related persons</i> :			
15.	(a) 3%	What is the approximate percentage of the private fund beneficially own	ed (in the aggregate) by funds of fund	ds:		
		If the private fund qualifies for the exclusion from the definition of invest Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	ement company under section 3(c)(1) o	of the Investment	Yes	No ⊙
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned b	by non- <i>United States persons</i> :			
You	ur Ad	visory Services				
17.	(a)	Are you a subadviser to this <i>private fund</i> ?			Yes	No ⊙
		If the answer to question 17.(a) is "yes," provide the name and SEC file question 17.(a) is "no," leave this question blank.	number, if any, of the adviser of the μ	orivate fund. If the answ	ver to	
		No Inform	nation Filed			
18.	(a)	Do any investment advisers (other than the investment advisers listed in	Section 7.B.(1).A.3.(b)) advise the p	rivate fund?	Yes	No
		If the answer to question 18.(a) is "yes," provide the name and SEC file	•			
		to question 18.(a) is "no," leave this question blank. Name of Other Adviser to private fund	SEC file number	CRD number		
		GAINGELS MANAGEMENT LLC	SECTILE HUTTIDES	317100		
					Yes	No
19.	Are	your clients solicited to invest in the private fund?			0	\odot
	NOT	E: For purposes of this question, do not consider feeder funds of the private	e fund.			
		Offering the private fund ever relied on an exemption from registration of its secu	urities under Regulation D of the Secur	rities Act of 1933?	Yes ⊙	No O
22.	lf y∈	es, provide the <i>private fund's</i> Form D file number (if any):				
		m D file number				
	021	-422261				
B. S	ERVI	CE PROVIDERS				
<u>Aud</u>	ditors	3				
23.	(a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit	†?		_	No
		(2) If the answer to question 23.(a)(1) is "yes," are the financial statem		GAAP?	0	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) the you must complete questions (b) through (f) separately for each auditing	,	es more than one audit	ing firm	
		No Inform	nation Filed			
		Are the <i>private fund's</i> audited financial statements for the most recently investors?	completed fiscal year distributed to th	e private fund's	Yes	No O
		Do all of the reports prepared by the auditing firm for the private fund sin	nce your last <i>annual updating amendm</i>	ent contain unqualified	opinions	s?
		C Yes C No C Report Not Yet Received				
		If you check "Report Not Yet Received," you must promptly file an amendm	ant to your Form ADV to undate your	cooped when the remark	le avalle	hlo

<u>Prime Broker</u>

24. (a)	Does the <i>private fund</i> use one or more prime If the answer to question 24 (a) is "yes " resi		ough (e) below for each prime broker the <i>private</i>	ofunduses If the private
		•	b) through (e) separately for each prime broker.	·
		No Infor	mation Filed	
ustoc	<u>ian</u>			
5 (a)	Does the <i>private fund</i> use any custodians (inc	uding the prime brokers	listed above) to hold some or all of its assets?	Yes N
, (a _,		oond to questions (b) thre	ough (g) below for each custodian the <i>private fu</i>	o C and uses. If the private fund
	Additional Custodian Information : 1 Recor	d(s) Filed.		
		•	hrough g) below for each custodian the <i>private f</i> or the private for each custodian.	und uses. If the <i>private</i>
	(b) Legal name of custodian: SILICON VALLEY BANK			
	(c) Primary business name of custodian: SILICON VALLEY BANK			
	(d) The location of the custodian's office re	sponsible for <i>custody</i> of t	he <i>private fund's</i> assets (city, state and country)	:
	City: SANTA CLARA	State: California	Country: United States	
				Yes No
	(e) Is the custodian a related person of you	r firm?		0 0
	(f) If the custodian is a broker-dealer, prov	ride its SEC registration n	umber (if any):	
	CRD Number (if any):			
	(g) If the custodian is not a broker-dealer, identifier (if any)	or is a broker-dealer but	does not have an SEC registration number, prov	vide its <i>legal entity</i>
<u>min</u>	<u>strator</u>			Yes N
. (a)	Does the private fund use an administrator otl	ner than your firm?		⊚ (
	If the answer to question 26.(a) is "yes," response to the answer to question and the sum of the su	•	ough (f) below. If the <i>private fund</i> uses more tha ator.	n one administrator, you
	Additional Administrator Information : 1 Re			
	administrator, you must complete questions	•	nrough (f) below. If the <i>private fund</i> uses more to ly for each administrator.	han one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (city, state an	d country):		
	City: NEW YORK	State: New York	Country: United States	
		2 3	2	Yes No
	(d) Is the administrator a related person of	your firm?		0 0

Yes No

		(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors? Or Yes (provided to all investors) Or Some (provided to some but not all investors) Or No (provided to no investors)		
		(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE		
27.			s not	
	rele	vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includ	-	
<u>Ma</u>	<u>rkete</u>	ers ers		
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	_
20.		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i>		
		No Information Filed		
A. P	RIVAT	TE FUND		
<u>Infc</u>	rmat	ion About the <i>Private Fund</i>		
			(rest of the) private fund's investors, respond "not applicable." Is (by value) was valued by a person, such as an administrator, that is not an procedure established for that asset, if any, including obtaining any oscriptions, redemptions or distributions, and fee calculations (including variety of the calculations (including variety) and fee calculations (incl	
1.				
		(**) If the answer in question 26.(**) is "not" or "some," who socials the investor account statements to the (rest of the) private funds investors, respons "and applicable." NOT APPLICABLE This year last fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is not an investor person? Jude only those assets where (**) such person carried out the valuation procedure established for that asset, if any, including obtaining any event spectes, and (**) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee cardinations (including executions) was the valuation determined by such person. Yes No. Does the private fund use the services of someone other than you or your employees for marketing purposes? You must answer (yes" whether the person acts as a pige-ment agent, consultant, index introducers, unifogal audisor or other solicitor, or adminisperson in the service agent acts and private fund uses the cardination 30 intrograph (by leaving the acts and marketer in provide fund uses more than one marketer you must complete questions (b) inrough (**) separately for each marketer. Not intermation Filed Name of the private fund Name of the private fund Name of the private fund Name (**) of General Partner, Manager, Trustee, or Director (in persons serving in a similar capacity); the of the private fund. Not intermation filed (**) Institute of the codusion from the definition of invosincent tampany under social 30(**) of the fine-shirent Company Act of 1940 (**) private fund (back all that apply you must check at least arra); (**) qualifies for the codusion from the definition of invosincent tampany under social 30(**) of the fine-shirent Company Act of 1940		
	. ,			
		805-2306105819		
2.				
		,		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Nar	ne of General Partner, Manager, Trustee, or Director		
	GAI	INGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.				
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.		Is this a "master fund" in a master-feeder arrangement?	\circ	•
	(b)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
		No Information Filed		

	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	\odot
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	eacl	n of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
0		Yes	
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment		•
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	e fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 9,898,000		
<u>Ow</u>	<u>rnership</u>		
12.	Minimum investment commitment required of an investor in the private fund:		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 160		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%	Vaa	N
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		

badviser to this <i>private fund</i> ? In to question 17. (a) is "yes," provide the name and SEC file number, if any, of the adviser of (a) is "no," leave this question blank. No Information Filed Stiment advisers (other than the investment advisers listed in Section 7.B. (1).A.3. (b)) advise or to question 18. (a) is "yes," provide the name and SEC file number, if any, of the other ad (a) is "no," leave this question blank. The Adviser to private fund SEC file number SEC file number SEC file number SEC file number TANAGEMENT LLC And ever relied on an exemption from registration of its securities under Regulation D of the court of the private fund?	of the private fund. If the answer to Ye the private fund? visers to the private fund. If the ans CRD number 317100	es No
r to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of (a) is "no," leave this question blank. No Information Filed Street advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise of the question 18.(a) is "yes," provide the name and SEC file number, if any, of the other ad (a) is "no," leave this question blank. The Adviser to private fund IANAGEMENT LLC SEC file number SEC file number Collicited to invest in the private fund? Sees of this question, do not consider feeder funds of the private fund. Send the private fund? Set file number	Ye the private fund? Ye the private fund? Visers to the private fund. If the ans CRD number 317100	es No Swer
No Information Filed Stiment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) adviser to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other ad 8.(a) is "no," leave this question blank. The Adviser to private fund MANAGEMENT LLC SEC file number SEC file number SEC file number Annagement advisers in the private fund? Sees of this question, do not consider feeder funds of the private fund. The Adviser to private fund? The Adviser to private fund? The Adviser to private fund?	the private fund? visers to the private fund. If the ans CRD number 317100	swer
stment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) adviser to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other ad 8.(a) is "no," leave this question blank. Therefore Adviser to private fund IANAGEMENT LLC SEC file number Sec of this question, do not consider feeder funds of the private fund. The private fund for the private fund? The private fund for the private fund. The private fund for the private fund?	the private fund? visers to the private fund. If the ans CRD number 317100	swer
r to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other ad 8.(a) is "no," leave this question blank. Ther Adviser to private fund MANAGEMENT LLC SEC file number SEC file number Sec of this question, do not consider feeder funds of the private fund. The private fund for the private fund. The private fund for the private fund. The private fund for the private fund?	the private fund? visers to the private fund. If the ans CRD number 317100	swer
r to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other ad 8.(a) is "no," leave this question blank. Ther Adviser to private fund MANAGEMENT LLC SEC file number SEC file number Sec of this question, do not consider feeder funds of the private fund. The private fund for the private fund. The private fund for the private fund. The private fund for the private fund?	visers to the <i>private fund</i> . If the ans CRD number 317100	swer
NAMAGEMENT LLC SEC file number Sec of this question, do not consider feeder funds of the private fund. Sec of this question, do not consider feeder funds of the private fund. SEC file number SEC file number	CRD number 317100	
IANAGEMENT LLC solicited to invest in the private fund? ses of this question, do not consider feeder funds of the private fund. that percentage of your clients has invested in the private fund?	317100	es N
colicited to invest in the <i>private fund?</i> ses of this question, do not consider feeder funds of the private fund. hat percentage of your <i>clients</i> has invested in the <i>private fund?</i>	l l	—— ∋s N) @
ses of this question, do not consider feeder funds of the private fund. hat percentage of your clients has invested in the private fund?	Ye	es N
ses of this question, do not consider feeder funds of the private fund. hat percentage of your clients has invested in the private fund?		0 6
hat percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
and over relied on an exemption from registration of its securities under Regulation D of the		
and over relied on an exemption from registration of its securities under Regulation D of the		
and over relied on an exemption from registration of its securities under Regulation D of the		
and over relied on an examption from registration of its securities under Regulation D of the	Ye	es N
and ever relied on an exemption from registration of its securities under Regulation D of the	e Securities Act of 1933?	0
ne private fund's Form D file number (if any):		
ber		
private fund's financial statements subject to an annual audit? Swer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance wit	Chill C CAADO	es N
r to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private t</i> mplete questions (b) through (f) separately for each auditing firm.	fund uses more than one auditing fi	m,
No Information Filed		
		_
ite fund's audited financial statements for the most recently completed fiscal year distribute		es N
te fund's addited financial statements for the most recently completed fiscal year distributed	a to the private rand's	
reports prepared by the auditing firm for the private fund since your last annual updating an	nendment contain unqualified opinio	ns?
C Report Not Yet Received		
·	your response when the report is ava	ilable
	, ,	
	Y	es N
	(0 6
		vate
No Information Filed		
	rivate fund's financial statements subject to an annual audit? were to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private is implete questions (b) through (f) separately for each auditing firm. No Information Filed the fund's audited financial statements for the most recently completed fiscal year distribute reports prepared by the auditing firm for the private fund since your last annual updating and the private fund since your last annual updating and the private fund since your last annual updating and the private fund since your last annual updating and the private fund since your form ADV to update the fund use one or more prime brokers? To question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	Trivate fund's financial statements subject to an annual audit? were to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm nplete questions (b) through (f) separately for each auditing firm. No Information Filed Ye fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opinion of Report Not Yet Received Report Not Yet Received, "you must promptly file an amendment to your Form ADV to update your response when the report is available fund use one or more prime brokers? To question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private fund one prime broker, you must complete questions (b) through (e) separately for each prime broker.

25. (a) Does the *private fund* use any custodians (including the prime brokers listed above) to hold some or all of its assets?

Yes No

O

	itional custodian impimation .	1 Record(s) Filed.		
	•		nrough g) below for each custodian the <i>private fund</i> us) through (g) separately for each custodian.	ses. If the ,
(b)	Legal name of custodian: SILICON VALLEY BANK			
(c)	Primary business name of custo SILICON VALLEY BANK	odian:		
(d)	The location of the custodian's	office responsible for <i>custody</i> of the	he <i>private fund's</i> assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	,
(0)	Is the quatedian a related person	on of your firm?		•
(e)	Is the custodian a related person	on or your firm?		
(f)	If the custodian is a broker-dea	aler, provide its SEC registration n	umber (if any):	
	- CRD Number (if any):			
(g)	If the custodian is not a broker identifier (if any)	-dealer, or is a broker-dealer but	does not have an SEC registration number, provide its	s legal enti
<u>ratoı</u>	<u>r</u>			
Does f the	the <i>private fund</i> use an administed answer to question 26.(a) is "y	res," respond to questions (b) thro	ough (f) below. If the <i>private fund</i> uses more than one	administra
Does If the must	the <i>private fund</i> use an administed answer to question 26.(a) is "y	es," respond to questions (b) thro	-	administr <i>a</i>
If the must	the <i>private fund</i> use an administration 26.(a) is "y complete questions (b) through itional Administrator Information answer to question 26.(a) is	res," respond to questions (b) through the control of the control	nrough (f) below. If the <i>private fund</i> uses more than or	
Does f the must Addi If t adr	the <i>private fund</i> use an administration 26.(a) is "y complete questions (b) through itional Administrator Information answer to question 26.(a) is	res," respond to questions (b) through the control of the control	nrough (f) below. If the <i>private fund</i> uses more than or	
Does f the must Addi If t adr	the <i>private fund</i> use an administration answer to question 26.(a) is "y complete questions (b) through itional Administrator Information answer to question 26.(a) is ministrator, you must complete on the Name of administrator:	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) the questions (b) through (f) separate	nrough (f) below. If the <i>private fund</i> uses more than or	
Does f the must Addi If t adr	the <i>private fund</i> use an administ answer to question 26.(a) is "y complete questions (b) through a tional Administrator Information the answer to question 26.(a) is ministrator, you must complete to the Name of administrator: GAINGELS INC Location of administrator (city, City:	res," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country): State:	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country:	
Does If the must Addi If t adr (b)	the <i>private fund</i> use an administ answer to question 26.(a) is "y complete questions (b) through a stional Administrator Informational Information Informational Information Inform	res," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country):	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator.	ne
Does f the must Addi If t adr (b)	the <i>private fund</i> use an administ answer to question 26.(a) is "y complete questions (b) through a tional Administrator Information the answer to question 26.(a) is ministrator, you must complete to the Name of administrator: GAINGELS INC Location of administrator (city, City:	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) the questions (b) through (f) separate state and country): State: New York	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country:	
Does f the must Addi If t adr (b) (c)	the <i>private fund</i> use an administ e answer to question 26. (a) is "y complete questions (b) through itional Administrator Informational Administrator (a) is ministrator, you must complete on Name of administrator: GAINGELS INC Location of administrator (city, City: NEW YORK Is the administrator a <i>related p</i>	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country): State: New York Person of your firm?	nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country:	ne Y e
Does f the must Addi If t adr (b) (c)	the <i>private fund</i> use an administ answer to question 26. (a) is "y complete questions (b) through attional Administrator Informational Administrator (a) is ministrator, you must complete to Name of administrator: GAINGELS INC Location of administrator (city, City: NEW YORK Is the administrator a <i>related p</i> oses the administrator prepare	res," respond to questions (b) through (f) separately for each administration: on: 1 Record(s) Filed. "yes," respond to questions (b) through (f) separate state and country): State: New York respond to questions (b) through (f) separate	ator. nrough (f) below. If the <i>private fund</i> uses more than or ly for each administrator. Country: United States	ne Y e

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

0%

Include only those assets where (i) such *person* carried out the valuation procedure established for that asset, if any, including obtaining any

ivia	rkete		Yes	No
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes? You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	O or	•
		No Information Filed		
A. P	RIVA	TE FUND		
<u>I nfc</u>	rmat	tion About the Private Fund		
1.	(a)	Name of the <i>private fund</i> :		
		GAINGELS SPECTRUM LABS LLC		
	(b)	Private fund identification number:		
		(include the "805-" prefix also) 805-1862155645		
		000 1002 100040		
2.	Unc	der the laws of what state or country is the <i>private fund</i> organized:		
		State: Country:		
		Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
		me of General Partner, Manager, Trustee, or Director		
		INGELS MANAGEMENT LLC		
	GA	INGELS VENTURES LLC		
	(h)	If filling on umbrolla registration, identify the filing advicer and/or relying advicer(s) that energy(s) or manage(s) this private fund		
	(0)	If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> . No Information Filed		
		No finormation theu		
4.	The	e private fund (check all that apply; you must check at least one):		
		(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			es/	No
6.	(a)	Is this a "master fund" in a master-feeder arrangement?	0	\odot
	(b)	If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		
			es/	Nο
	(c)	Is this a "feeder fund" in a master-feeder arrangement?		⊙
	(d)	If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	~	
		Name of private fund:		
		Private fund identification number:		
		(include the "805-" prefix also)		
	NOT	TE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7	B.(1)
		the master-feeder arrangement or reporting on the funds separately.		

7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of

relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including

	the feeder funds answer the following questions:			
	No Inform	ation Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement assets in a single fund ("master fund"). A fund would also be a "feeder fur multiple classes (or series) of shares or interests, and each class (or series)	nd" investing in a "master fund" for purposes of this question	n if it issue	
			Yes	No
8.	(a) Is this <i>private fund</i> a "fund of funds"?		0	⊙
	NOTE: For purposes of this question only, answer "yes" if the fund invests vehicles, regardless of whether they are also <i>private funds</i> or registered in	·	tment	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a re	·	0	0
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued Company Act of 1940 (other than "money market funds," to the extent pro-			No ⊙
10	What type of fund is the <i>private fund</i> ?			
10.	O hedge fund O liquidity fund O private equity fund O real estate fund	I O socuritized asset fund O venture capital fund O Other	nrivato fu	nd:
	Treage rand - inquidity rand - private equity rand - real estate rand	securitized asset fund - venture capital fund - other	private rai	iu.
	NOTE: For definitions of these fund types, please see Instruction 6 of the	Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 159,999			
Ow	vnership			
12.	Minimum investment commitment required of an investor in the <i>private fund</i> \$ 1,000	d:		
	NOTE: Report the amount routinely required of investors who are not your organizational documents of the fund).	related persons (even if different from the amount set forth	in the	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 27			
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned 7%	I by you and your <i>related persons</i> :		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially ov	vned (in the aggregate) by funds of funds:		
	2%			
	(b) If the private fund qualifies for the exclusion from the definition of inve	estment company under section 2(c)(1) of the Investment		No -
	Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	siment company under section 3(c)(1) or the investment	0	•
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned 12%	by non- <i>United States persons</i> :		
Υου	ur Advisory Services			
	<u>a. 7.441.551 y 551 11555</u>		Yes	No.
17.	(a) Are you a subadviser to this private fund?		0	\odot
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC fi question 17.(a) is "no," leave this question blank.	le number, if any, of the adviser of the private fund. If the ar	iswer to	
	No Infor	mation Filed		
			Yes	No.
18.	(a) Do any investment advisers (other than the investment advisers listed	,	•	0
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC fi to question 18.(a) is "no," leave this question blank.	ie number, it any, of the other advisers to the <i>private fund</i> . I	r the answ	rer
	Name of Other Adviser to private fund	SEC file number CRD number		

GAINGELS MANAGEMENT LLC

317100

		Yes	No
19. Are	e your <i>clients</i> solicited to invest in the <i>private fund</i> ?	\circ	\odot
NC	OTE: For purposes of this question, do not consider feeder funds of the private fund.		
	proximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
2%			
Private	e Offering		
rivate	o onering	Yes	No
21. Ha	s the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	•	0
			~
22. If v	yes, provide the <i>private fund's</i> Form D file number (if any):		
Fo	orm D file number		
02	21-423781		
B. SERV	ICE PROVIDERS		
2. 02			
Audito	rs		
2.10.0.10		Yes	No
23. (a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	0	•
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	_
			0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	j firm,	,
	Journal Complete questions (e) through (f) coparately for each additing mini-		
	No Information Filed		
	No filloffilation Filed		
		Yes	No
(g)		0	\circ
	investors?		
(h)		inions	s?
	O Yes O No O Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is	availai	ble.
<u>Prime</u>	<u>Broker</u>		
		Yes	No
24. (a)	Does the <i>private fund</i> use one or more prime brokers?	0	⊙
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the	priva	ite
	fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.		
	No Information Filed		
Custod	<u>lian</u>		
		Yes	No
25. (a)	Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets?	\odot	\circ
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private fund uses is the private fund uses is the private fund uses.	ivate f	fund
	uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.		
	Additional Custodian Information : 1 Record(s) Filed.		
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	rivate)
	Tana uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.		
	(b) Legal name of custodian:		
	SILICON VALLEY BANK		
	(c) Primary business name of custodian:		
	SILICON VALLEY BANK		

	(d) The location of the custodian	's office responsible for <i>custody</i> of t	the private fund's assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	Yes No
	(e) Is the custodian a related pe	rson of your firm?		0 0
	(f) If the custodian is a broker-o	lealer, provide its SEC registration n	number (if any):	
	- CDD Number (if any);			
	CRD Number (if any):			
	(g) If the custodian is not a brok identifier (if any)	er-dealer, or is a broker-dealer but	does not have an SEC registration number, provi	de its <i>legal entity</i>
Admini	strator			
				Yes No
26. (a)	Does the <i>private fund</i> use an admir	·		© 0
	•	"yes," respond to questions (b) through (f) separately for each administrate.	ough (f) below. If the <i>private fund</i> uses more than ator.	one administrator, you
	Additional Administrator Informa	ation : 1 Record(s) Filed.		
		is "yes," respond to questions (b) tl e questions (b) through (f) separate	hrough (f) below. If the <i>private fund</i> uses more the ely for each administrator.	an one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (cit	y, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Yes No
	(d) Is the administrator a related	<i>I person</i> of your firm?		O
			ements to the <i>private fund's</i> investors? t not all investors) oNo (provided to no investors	.)
	11		he investor account statements to the (rest of the est of the est of the) <i>private fund's</i> investors, respond "not a	• •
yo 0% Ind rel	ur <i>related person</i> ? 6 Clude only those assets where (i) suc	ch <i>person</i> carried out the valuation pused for purposes of investor subsc	by value) was valued by a <i>person</i> , such as an adm procedure established for that asset, if any, includent procedure, redemptions or distributions, and fee calc	ling obtaining any
Market	·	-		
				Yes No
28. (a)	,		our employees for marketing purposes?	0 0
	similar person. If the answer to que	estion 28.(a) is "yes," respond to qu	t, consultant, finder, introducer, municipal advisor lestions (b) through (g) below for each such mark lete questions (b) through (g) separately for each	eter the <i>private fund</i>
		No Infor	rmation Filed	

Info	ormation About the <i>Private Fund</i>		
1.	(a) Name of the <i>private fund</i> : GAINGELS STEADY APP LLC		
	(b) <i>Private fund</i> identification number: (include the "805-" prefix also)		
	805-1320604151		
2.	Under the laws of what state or country is the <i>private fund</i> organized:		
	State: Country: Vermont United States		
	Vermont United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director GAINGELS MANAGEMENT LLC		
	GAINGELS VENTURES LLC		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund. No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company and section of exclusion from the definition of investment company		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	\odot
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	r each	h of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially al	l of th	neir
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
8.	(a) Is this <i>private fund</i> a "fund of funds"?	Yes	No ©
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investmen vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	_	•

(b) If yes, does the *private fund* invest in funds managed by you or by a *related person*?

A. PRIVATE FUND

		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the private fund?		
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund c venture capital fund C Other p	rivate fun	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 100,000		
<u>Ow</u>	vnership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in organizational documents of the fund).	the	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 17		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 13%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 3%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 1%		
You	ur Advisory Services		
17	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	_
17.	(a) Are you a subadviser to this <i>private rund</i>?(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the answertion 17.(a) is "no," leave this question blank.	wer to	•
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>?(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>. If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>.	© the answ	o er
	to question 18.(a) is "no," leave this question blank. Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
	GAINGELS MANAGEMENT LLC 317100		
		Yes	No.
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	•
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund?</i> 3%		
Priv	vate Offering		
		Yes	No
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	•	0

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

CE PROVIDERS				
<u>i</u>				
(1) Are the <i>private fund's</i> financial statements subje	ect to an annual audit?		Yes	No ©
(2) If the answer to question 23.(a)(1) is "yes," are	e the financial statements prepa	ared in accordance with U.S. GAAP?	o	C
	•	below. If the <i>private fund</i> uses more than one aud	liting firm	,
	No Information Filed	d		
			Yes	No
•	for the most recently completed	d fiscal year distributed to the <i>private fund's</i>	0	С
Do all of the reports prepared by the auditing firm f	for the <i>private fund</i> since your la	ast annual updating amendment contain unqualified	d opinions	;?
C Yes C No C Report Not Yet Received				
If you check "Report Not Yet Received," you must pro	omptly file an amendment to you	ır Form ADV to update your response when the repoi	t is availa	ble.
<u>roker</u>			Yes	No
Does the private fund use one or more prime broke	ers?		0	œ
		·	the <i>priva</i>	te
	No Information File	d		
Does the <i>private fund</i> use any custodians (including If the answer to question 25.(a) is "yes," respond t	to questions (b) through (g) be	elow for each custodian the <i>private fund</i> uses. If th	•	С
		arately for each custodian.		
		•	he <i>private</i>	,
(c) Primary business name of custodian: SILICON VALLEY BANK				
		Sund's seests (situate to and sountmi)		
(d) The location of the custodian's office respons	sible for <i>custody</i> of the <i>private f</i> State:	Country:		
City:	State: California	Country:	Yes N	Jo
City: SANTA CLARA	State: California	Country: United States	_	Jo
	(2) If the answer to question 23.(a)(1) is "yes," ar If the answer to question 23.(a)(1) is "yes," respoyou must complete questions (b) through (f) separ you must complete questions (b) through (f) separ Doall of the reports prepared by the auditing firm Yes No Report Not Yet Received If you check "Report Not Yet Received," you must provider Does the private fund use one or more prime broke If the answer to question 24.(a) is "yes," respond fund uses more than one prime broker, you must complete that answer to question 25.(a) is "yes," respond uses more than one custodian, you must complete Additional Custodian Information: 1 Record(s) If the answer to question 25.(a) is "yes," respond uses more than one custodian, you must complete Additional Custodian Information: 1 Record(s) If the answer to question 25.(a) is "yes," respond fund uses more than one custodian, you must complete than one custodian.	(1) Are the <i>private fund</i> 's financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared to the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) you must complete questions (b) through (f) separately for each auditing firm. No Information Files Are the <i>private fund</i> 's audited financial statements for the most recently complete investors? Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your I. Yes O No O Report Not Yet Received If you check "Report Not Yet Received," you must promptly file an amendment to your roker Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) be fund uses more than one prime broker, you must complete questions (b) through No Information Files Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through (g) separately files and the private fund use and custodian, you must complete questions (b) through (g) separately files and the private fund use and custodian. If the answer to question 25.(a) is "yes," respond to questions (b) through (g) separately files and the private fund use and custodian, you must complete questions (b) through (g) separately files and the private fund use and custodian, you must complete questions (b) through (g) separately files and the private fund uses more than one custodian, you must complete questions (b) through (g) through (g	(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the timancial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audyou must complete questions (b) through (f) separately for each auditing firm. No information Filed Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors? Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual apdating amendment</i> contain unqualified if you check "Report Not Yet Received" you must promptly file an amendment to your Form ADV to update your response when the report roker. Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (c) below for each prime broker the <i>private fund</i> uses. If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the answer to question 25.(a) is "yes," respond to questions (b) through (g) separately for each custodian. Additional Custodian Information : 1 Record(s) Filed. If the answer to question 25. (a) is "yes," respond to questions (b) through (g) separately for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian:	Ves (2) If the answer to question 23 (a)(1) is "yes," respond to questions (b) through (t) below. If the private fund uses more than one auditing firm you must complete questions (b) through (t) below. If the private fund uses more than one auditing firm you must complete questions (b) through (t) separately for each auditing firm. No information Hied Yes Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's investors? Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opinions O yes O No O Report Not Yet Received If you check "Report Not Yet Received," you must promptly file an amendment to your form ADV to update your response when the report is availated. Toket Yes Does the private fund use one or more prime brokers? Of if the answer to question 24 (a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No information Hied Yes Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets? (if the answer to question 25 (a) is "yes," respond to questions (b) through (g) separately for each custodian the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25 (a) is "yes," respond to questions (b) through (g) separately for each custodian. (b) Legal name of custodian.

Form D file number

Admini	<u>strator</u>			Yes No
26. (a)	Does the private fund use an ad	ministrator other than your firm?		• o
	•	is "yes," respond to questions (b) the rough (f) separately for each administr	rough (f) below. If the <i>private fund</i> uses more than one administrator.	strator, you
	Additional Administrator Info	rmation : 1 Record(s) Filed.		
	III	(a) is "yes," respond to questions (b) to plete questions (b) through (f) separat	through (f) below. If the <i>private fund</i> uses more than one ely for each administrator.	
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator	(city, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Voc No
	(d) Is the administrator a rela	ated person of your firm?		Yes No
		•	rements to the <i>private fund's</i> investors? It not all investors) No (provided to no investors)	
		• •	the investor account statements to the (rest of the) private furest of the) private fund's investors, respond "not applicable."	nd's
you 0% Inc rele	ur related person? Jude only those assets where (i)	such <i>person</i> carried out the valuation on used for purposes of investor subs	by value) was valued by a <i>person</i> , such as an administrator, the procedure established for that asset, if any, including obtaining criptions, redemptions or distributions, and fee calculations (in	ng any
Market	<u>ers</u>			
28 (a)	Does the private funduse the se	privices of someone other than you or	your <i>employees</i> for marketing purposes?	Yes No
20. (u)	You must answer "yes" whethe similar <i>person</i> . If the answer to	r the <i>person</i> acts as a placement agen question 28.(a) is "yes," respond to qu	ut, consultant, finder, introducer, municipal advisor or other soli uestions (b) through (g) below for each such marketer the <i>priv</i> plete questions (b) through (g) separately for each marketer.	
		No Info	rmation Filed	
A. PRIVA	TE FUND			
Informa	tion About the <i>Private Fund</i>			
1. (a)	Name of the private fund:			
(h)	GAINGELS SUNDIAL FOODS LLC			
(n)	Private fund identification number	al .		

(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity

2. Under the laws of what state or country is the *private fund* organized:

(include the "805-" prefix also)

805-4750959676

identifier (if any)

	State: Vermont	Country: United States		
3.	(a) Name(s) of General Partr	ner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, M	Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC	;		
	GAINGELS VENTURES LLC			
	(b) If filing an umbrella regist	tration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund. No Information Filed		
4.	(1) qualifies for the exclusion	at apply; you must check at least one): sion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 sion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in	English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.		n a master-feeder arrangement?	0	\odot
	(b) If yes, what is the name	and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		
			Yes	No
	(c) Is this a "feeder fund" in	a master-feeder arrangement?	0	·
		and private fund identification number (if any) of the master fund in which this private fund invests?		
			on 7.B.(1)
7.	If you are filing a single Scheo	dule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1),	for each	า of
	the feeder funds answer the	following questions:		
		No Information Filed		
	assets in a single fund ("mas	ions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially ster fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		d
8.	(a) Is this <i>private fund</i> a "fun	ıd of funds"?	nes O	(O
	NOTE: For purposes of this quehicles, regardless of wheth	uestion only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment they are also private funds or registered investment companies.	~	
	(b) If yes, does the <i>private fu</i>	und invest in funds managed by you or by a related person?	0	0
9.		lid the <i>private fund</i> invest in securities issued by investment companies registered under the Investment than "money market funds," to the extent provided in Instruction 6.e.)?	Yes O	No ©
10.	What type of fund is the priva	ate fund?		
	,	and $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securitized asset fund $^{f G}$ venture capital fund $^{f C}$ Other pri	ivate fun	nd:
	NOTE: For definitions of these	se fund types, please see Instruction 6 of the Instructions to Part 1A.		

11. Current gross asset value of the private fund:

Ψ	100,000				
<u>Owner</u>	<u>rship</u>				
	nimum investment commitment required of an investor in the <i>private fund</i> :				
NO	OTE: Report the amount routinely required of investors who are not your <i>related</i> ganizational documents of the fund).	<i>persons</i> (even if different fron	n the amount set forth in	the	
13. Ap	oproximate number of the <i>private fund's</i> beneficial owners:				
	hat is the approximate percentage of the <i>private fund</i> beneficially owned by you as 8%	and your <i>related persons</i> :			
15. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in	the aggregate) by funds of fu	unds:		
(b) If the private fund qualifies for the exclusion from the definition of investment of Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	company under section 3(c)(1) of the Investment	Yes	No ⊙
	hat is the approximate percentage of the <i>private fund</i> beneficially owned by non-	United States persons:			
Your A	Advisory Services			V	NI-
17 (a) Are you a subadviser to this <i>private fund</i> ?			Yes	INO
) If the answer to question 17.(a) is "yes," provide the name and SEC file number question 17.(a) is "no," leave this question blank.	er, if any, of the adviser of th	e <i>private fund</i> . If the ansv	ver to	•
	No Information F				
				Yes	No
18. (a) Do any investment advisers (other than the investment advisers listed in Section	on 7.B.(1).A.3.(b)) advise the	private fund?	•	0
(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number to question 18.(a) is "no," leave this question blank.	er, if any, of the other advise	rs to the <i>private fund</i> . If t	he answ	er
	Name of Other Adviser to private fund	SEC file number	CRD number		
	GAINGELS MANAGEMENT LLC		317100		
				Yes	No
	e your <i>clients</i> solicited to invest in the <i>private fund</i> ?			0	\odot
No	OTE: For purposes of this question, do not consider feeder funds of the private fund.				
20. Ap	oproximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?				
	6				
<u>Privat</u>	e Offering			Voc	No
		under Regulation D of the Sec	curities Act of 1933?	Yes ⊙	No C
21. Ha	e Offering	under Regulation D of the Sec	curities Act of 1933?		_
21. Ha 22. If	e Offering as the <i>private fund</i> ever relied on an exemption from registration of its securities of the private fund its securities of the private fund's Form D file number (if any):	under Regulation D of the Sec	curities Act of 1933?		_
21. Ha 22. If	e Offering as the <i>private fund</i> ever relied on an exemption from registration of its securities of the private fund ever relied on an exemption from registration of its securities of the private fund's Form D file number (if any): The private fund ever relied on an exemption from registration of its securities of the private fund's Form D file number (if any):	under Regulation D of the Sec	curities Act of 1933?		_
21. Ha 22. If Fe	e Offering as the <i>private fund</i> ever relied on an exemption from registration of its securities of the private fund ever relied on an exemption from registration of its securities of the private fund's Form D file number (if any): The private fund ever relied on an exemption from registration of its securities of the private fund's Form D file number (if any):	under Regulation D of the Sec	curities Act of 1933?		_
21. Ha 22. If Fe	e Offering as the private fund ever relied on an exemption from registration of its securities of the private fund ever relied on an exemption from registration of its securities of the private fund's Form D file number (if any): Torm D file number 21-420595	under Regulation D of the Sec	curities Act of 1933?		_
21. Ha 22. If 0 B. SERV	e Offering as the private fund ever relied on an exemption from registration of its securities of the private fund ever relied on an exemption from registration of its securities of the private fund's Form D file number (if any): Dorm D file number 21-420595 VICE PROVIDERS	under Regulation D of the Sec	curities Act of 1933?	•	_
21. Ha 22. If 0 B. SERV	es the private fund ever relied on an exemption from registration of its securities of the private fund ever relied on an exemption from registration of its securities of the private fund's Form D file number (if any): Department D file number 21-420595 VICE PROVIDERS TS (1) Are the private fund's financial statements subject to an annual audit?			Yes	O No ©
21. Ha 22. If 0 B. SERV	e Offering as the private fund ever relied on an exemption from registration of its securities of the private fund ever relied on an exemption from registration of its securities of the private fund's Form D file number (if any): Dorm D file number 21-420595 VICE PROVIDERS	repared in accordance with U.	S. GAAP?	Yes O	No ©

				Yes No
(g)	g) Are the private fund's audited financial statements for the investors?	most recently completed fi	scal year distributed to the private fund's	0 0
(h)	n) Do all of the reports prepared by the auditing firm for the	e private fund since your last	annual updating amendment contain unqualifie	ed opinions?
	O Yes O No O Report Not Yet Received			
	If you check "Report Not Yet Received," you must promptly	file an amendment to your Fo	orm ADV to update your response when the repo	ort is available.
<u>Prime</u>	<u>Broker</u>			
24 (a)	a) Does the <i>private fund</i> use one or more prime brokers?			Yes No
24. (u)	If the answer to question 24.(a) is "yes," respond to que	stions (b) through (e) belov	v for each prime broker the <i>private fund</i> uses. I	C © If the <i>private</i>
	fund uses more than one prime broker, you must comple		·	<i>p.</i>
		No Information Filed		
Custod	<u>dian</u>			Vaa N
25. (a)	a) Does the <i>private fund</i> use any custodians (including the p	rime brokers listed above) t	o hold some or all of its assets?	Yes No
20. (d)	If the answer to question 25.(a) is "yes," respond to que			he <i>private fund</i>
	uses more than one custodian, you must complete quest		·	,
	Additional Custodian Information : 1 Record(s) Filed.			
	If the answer to question 25.(a) is "yes," respond to q	uestions (b) through g) belo	ow for each custodian the <i>private fund</i> uses. If	the private
	fund uses more than one custodian, you must complete	e questions (b) through (g)	separately for each custodian.	
	(b) Legal name of custodian:			
	SILICON VALLEY BANK			
	(c) Primary business name of custodian: SILICON VALLEY BANK			
	(d) The location of the custodian's office responsible for	or <i>custody</i> of the <i>private fund</i>	d's assets (city, state and country):	
	City: State	,	Country:	
	SANTA CLARA Calif	ornia	United States	., .,
	(e) Is the custodian a <i>related person</i> of your firm?			Yes No
	(f) If the custodian is a broker-dealer, provide its SEC	registration number (if any)	:	
	CRD Number (if any):			
	(g) If the custodian is not a broker-dealer, or is a brok	er-dealer but does not have	e an SEC registration number, provide its <i>legal</i>	entity
	identifier (if any)			
Δdmini	nistrator			
AMITHI	<u>non ator</u>			Ves No

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you

26. (a) Does the $private\ fund\ use\ an\ administrator\ other\ than\ your\ firm?$

Additional Administrator Information: 1 Record(s) Filed.

must complete questions (b) through (f) separately for each administrator.

No Information Filed

			· ·	n 26.(a) is "yes," respond complete questions (b) the		n (f) below. If the <i>private fund</i> uses more the each administrator.	an one
		(h)	Name of administrat	or:			
		(0)	GAINGELS INC	OI.			
		(c)	Location of administ	rator (city, state and count	ry):		
			City:	State:		Country:	
			NEW YORK	New Yo	ork	United States	Yes No
		(d)	Is the administrator	a <i>related person</i> of your fire	m?		
		(u)	13 the administrator	a related person of your fin			0 0
		(e)				s to the <i>private fund's</i> investors? II investors) © No (provided to no investors)
		(f)	·			restor account statements to the (rest of the the) private fund's investors, respond "not a	• •
27.	your 0% Inclureles	relate ude or vant c	ed person? nly those assets whe quotes, and (ii) the v	re (i) such <i>person</i> carried c	out the valuation proced of investor subscription	ue) was valued by a <i>person</i> , such as an adm lure established for that asset, if any, includ as, redemptions or distributions, and fee calc	ling obtaining any
Mar	<u>kete</u>	<u>rs</u>					
20	(-)	D	Ale a mark rete & mark	No	Na		Yes No
28.		You m simila	nust answer "yes" wl r <i>person</i> . If the answ	nether the <i>person</i> acts as a er to question 28.(a) is "ye	a placement agent, conses," respond to question	mployees for marketing purposes? sultant, finder, introducer, municipal advisor as (b) through (g) below for each such mark uestions (b) through (g) separately for each	eter the <i>private fund</i>
					No Informatio	n Filed	
A. PF	RIVAT	E FUN	ND .				
<u>Info</u>	rmat	ion Al	oout the <i>Private Fur</i>	<u>nd</u>			
1.	(a)	Name	of the <i>private fund</i> :				
			GELS SV PACIFIC VEN				
	` ,		<i>e fund</i> identification r de the "805-" prefix a				
			ae the 805- prenx : 3212995941	1150)			
			,212770711				
2.	Und	er the	e laws of what state o	or country is the <i>private fur</i>	nd organized:		
		State		,	Country:		
		Vermo	ont		United States		
3.	(a)	Name	e(s) of General Partne	er, Manager, Trustee, or Dir	rectors (or <i>persons</i> serv	ing in a similar capacity):	
			· ·	anager, Trustee, or Direct	· •		
	GAI	NGEL:	S MANAGEMENT LLC				
	GAI	NGEL:	S VENTURES LLC				
	(b)	If filin	g an <i>umbrella registra</i>	ation, identify the filing advi		er(s) that sponsor(s) or manage(s) this priva	ite fund.
					No Information	Filed	

5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	•
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ? No Information Filed		
		Yes	
	(c) Is this a "feeder fund" in a master-feeder arrangement?(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	0	⊙
	Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	r each	n of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
	multiple classes (or series) or shares or interests, and each class (or series) invests substantially all or its assets in a single master fund.	Yes	No
8.	(a) Is this <i>private fund</i> a "fund of funds"?	\circ	•
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the private fund?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	te fun	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 2,124,999		
<u>Ow</u>	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	<u>)</u>	

4. The *private fund* (check all that apply; you must check at least one):

13. Approximate number of the *private fund's* beneficial owners:

39

14.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by	you and your <i>related persons</i> :	
15.	(a) 0%	What is the approximate percentage of the <i>private fund</i> beneficially owned	I (in the aggregate) by funds of funds:	
		If the private fund qualifies for the exclusion from the definition of investm Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	ent company under section 3(c)(1) of the Inv	vestment C ©
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by	non- <i>United States persons</i> :	
<u>Yoı</u>	ur Ad	Ivisory Services		
17.	(a)	Are you a subadviser to this <i>private fund</i> ?		Yes No
		If the answer to question 17.(a) is "yes," provide the name and SEC file nequestion 17.(a) is "no," leave this question blank.	umber, if any, of the adviser of the <i>private fur</i>	~ ~
		No Informat	ion Filed	
18.	(a)	Do any investment advisers (other than the investment advisers listed in S	Section 7.B.(1).A.3.(b)) advise the private fund	Yes No
		If the answer to question 18.(a) is "yes," provide the name and SEC file no	•	~ ~
		to question 18.(a) is "no," leave this question blank.	CEC file mumber	DD mumakan
		Name of Other Adviser to private fund GAINGELS MANAGEMENT LLC		RD number 17100
				Yes No
19.	Are	your clients solicited to invest in the private fund?		0 0
	NOT	TE: For purposes of this question, do not consider feeder funds of the private f	und.	
		Offering the private fund ever relied on an exemption from registration of its securi	ties under Regulation D of the Securities Act	Yes No of 1933? © C
22.	lf y∈	es, provide the <i>private fund's</i> Form D file number (if any):		
		m D file number		
	021	1-420342		
		CE PROVIDERS		
Auc	ditors	<u>5</u>		Yes No
23.	(a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?		0 0
		(2) If the answer to question 23.(a)(1) is "yes," are the financial statement	its prepared in accordance with U.S. GAAP?	0 0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through use to questions (b) through (f) separately for each auditing f	•	than one auditing firm,
		No Informat	ion Filed	
				Yes No
		Are the <i>private fund's</i> audited financial statements for the most recently coinvestors?	ompleted fiscal year distributed to the <i>private</i>	fund's O O
	(h)	Do all of the reports prepared by the auditing firm for the <i>private fund</i> since of Yes O No O Report Not Yet Received	e your last <i>annual updating amendment</i> conta	in unqualified opinions?
		If you check "Report Not Yet Received," you must promptly file an amendment	nt to your Form ADV to update your response w	hen the report is available.

<u>Prime Broker</u>

Over the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assess? If the answer to question 25 (a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25 (a) is "yes," respond to questions (b) through (g) separately for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian to extend uses. If the private fund uses more than one custodian. (b) Logal name of custodian. (c) Logal name of custodian. (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): (d) If the custodian is a broker-dealer, provide its SEC registration number (if uny): (e) Is the custodian is a broker-dealer, provide its SEC registration number (if uny): (f) If the custodian is not a broker-dealer, on is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, on is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a		No Int	ormation Filed	
Over the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assess? If the answer to question 25 (a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25 (a) is "yes," respond to questions (b) through (g) separately for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian to extend uses. If the private fund uses more than one custodian. (b) Logal name of custodian. (c) Logal name of custodian. (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): (d) If the custodian is a broker-dealer, provide its SEC registration number (if uny): (e) Is the custodian is a broker-dealer, provide its SEC registration number (if uny): (f) If the custodian is not a broker-dealer, on is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, on is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal actify identifier (if any): (g) If the custodian is not a broker-dealer, or is a				
Cost the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25, (a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private some than one custodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private some than one custodian out that the private fund uses in the private fund uses in the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (i) To be incation of the custodians softice responsible for custody of the private fund's assets (city, state and country). (ii) The incation of the custodians office responsible for custody of the private fund's assets (city, state and country). (iii) The custodian is related passer of your firm? (iii) If the custodian is a broker-dealer, provide its SEC registration number (if any): (iii) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its figure criticy abouttion (if any): (iii) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its figure criticy abouttion (if any) The answer to question 26 (a) is "yes," respond to questions (b) through (i) below. If the private fund uses more than one administrator uses complete questions (b) through (i) below. If the private fund uses more than one administrator, some of administrator information: 1 Record(s) Filed. If the answer to question 26 (a) is "yes," respond to questions (b) through (i) below. If the private fund uses more than one administrator, you must complete questions (b) through (i) separately for each administrator. (iii) Namo of administrator (city,	<u>nn</u>			Ye
f the unseer to question 25 (a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private private fund uses in the private fund uses. If the private fund uses more than one custodian. You must complete questions (b) through (g) separately for each custodian the private fund uses. If the private fund uses more than one custodian you must complete questions (b) through (g) separately for each custodian fund uses more than one custodian. (b) Legal name of custodian: SILICON VALLEY BANK (d) The location of the custodians office responsible for costody of the private fund's essets (city, state and country): City: SANTA CLARA Culteria United States Ye (e) Is the custodian is a broken-dealer, provide its SEC registration number (if any): GRO Number (if any): (g) If the custodian is not a broken-dealer, or is a broken-dealer but does not have an SEC registration number, provide its legal antity intention (if any): The answer to question 26 (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26 (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator information: 1 Record(s) Filed. If the answer to question 26 (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (c) Name of administrator (city, state and country): City VINK New York United States	Does the <i>private fund</i> use any custodi	ans (including the prime broke	s listed above) to hold some or all of its assets?	
If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private fund use more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Logal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) the location of the outstedian's office responsible for custody of the private fund's assets (city, state and country): City SANTA CLARA Culfornia United States You (e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any): - CRD Number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its logal entity identifies (if any) Fator Does the private fund use an administrator other than your firm? If the answer to question 26 (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator nust complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26 (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: (c) Name of administrator (city, state and country): CITY New York United States	If the answer to question 25.(a) is "y	es," respond to questions (b) t	nrough (g) below for each custodian the <i>private</i>	`
### Comparison of the custodian of custodian is some control of the custodian of custodian is sittled to the custodian of the	Additional Custodian Information :	1 Record(s) Filed.		
SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: State: Country: SANTA CLARA California United States Yo (e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any):				e fund uses. If the <i>priva</i>
SILICON VALLEY BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: State: Country: SANTA CLARA California United States Ye (e) Its the custodian a related person of your tirm? CRD Number (if any):				
City: State: Country: United States Yee (e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any): - CRD Number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity identifier (if any) rator Does the private fund use an administrator other than your firm? If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator use complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: New York United States		odian:		
SANTA CLARA California United States Ye (e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any): - CRD Number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its regal entitly identifier (if any) Pator Coes the private fund use an administrator other than your firm? If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator but complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: New York United States	(d) The location of the custodian's	office responsible for <i>custody</i> o	f the <i>private fund's</i> assets (city, state and countr	y):
(e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any):			•	
(e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any): CRD Number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity identifier (if any) rator Does the private fund use an administrator other than your firm? If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator must complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: New York United States	SANTA CLARA	California	United States	Yes
CRD Number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity identifier (if any) rator Does the private fund use an administrator other than your firm? If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator nust complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States	(e) Is the custodian a related person	n of your firm?		0
(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity identifier (if any) rator Does the private fund use an administrator other than your firm? If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator nust complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26. (a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States	(f) If the custodian is a broker-dea	ler, provide its SEC registration	number (if any):	
rator Coes the private fund use an administrator other than your firm? If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator must complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States	CRD Number (if any):			
Does the <i>private fund</i> use an administrator other than your firm? If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator must complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States	_	-dealer, or is a broker-dealer b	ut does not have an SEC registration number, pi	rovide its <i>legal entity</i>
Does the <i>private fund</i> use an administrator other than your firm? If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator must complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States				
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Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: NEW YORK New York Country: United States	Does the <i>private fund</i> use an administ	rator other than your firm?		
If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: New YORK New York United States	•	•	•	han one administrator
administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States	Additional Administrator Informati	on : 1 Record(s) Filed.		
administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States				
GAINGELS INC (c) Location of administrator (city, state and country): City: State: Country: NEW YORK New York United States			•	e than one
City: State: Country: NEW YORK New York United States				
NEW YORK New York United States	(c) Location of administrator (city,	state and country):		
			•	
	NEW YURK	New York	united States	Yes
γ γ · · · · · · · · · · · · · · · · · ·	(d) Is the administrator a related p	erson of your firm?		0

Yes No

		(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors? O Yes (provided to all investors) O Some (provided to some but not all investors) No (provided to no investors)		
		(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE		
27.		ing your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that i related person?	s not	
	rele	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining an vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includ cations) was the valuation determined by such <i>person</i> .	-	
<u>Ma</u>	<u>rkete</u>	e <u>rs</u>		
28	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	_
20.		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		•
		No Information Filed		
A. P	RIVAT	TE FUND		
<u>Info</u>	rmat	ion About the <i>Private Fund</i>		
1.		Name of the private fund:		
		GAINGELS SWIFTLY LLC Private fund identification number:		
	. ,	(include the "805-" prefix also)		
		805-9110208706		
2.		er the laws of what state or country is the <i>private fund</i> organized: State: Country:		
		State: Country: Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Nar	ne of General Partner, Manager, Trustee, or Director		
		NGELS MANAGEMENT LLC		
	GAI	NGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
	-			
4.		private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.		Is this a "master fund" in a master-feeder arrangement?	\circ	•
	(b)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
		No Information Filed		

	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	7.B.((1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	h of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
0		Yes	
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment		•
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	e fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 300,000		
Ow	<u>nership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 12		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 7%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 1%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		

100	II AC	uvisor y Services		Yes	No
17.	(a)	Are you a subadviser to this <i>private fund</i> ?		0	•
	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, o question 17.(a) is "no," leave this question blank.	the adviser of the private fund. If the answ	er to	
		No Information Filed			
				Yes	No
18.	(a)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).	.3.(b)) advise the <i>private fund</i> ?	\odot	0
	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of to question 18.(a) is "no," leave this question blank.	the other advisers to the private fund. If the	e answe	er
		•	number CRD number		
		GAINGELS MANAGEMENT LLC	317100		
				Yes	No
19.		e your <i>clients</i> solicited to invest in the <i>private fund</i> ?		0	⊙
	NOT	TE: For purposes of this question, do not consider feeder funds of the private fund.			
20.	App 1%	proximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?			
Priv	<u>⁄ate</u>	e Offering			
21.	Has	s the <i>private fund</i> ever relied on an exemption from registration of its securities under Regu	ation D of the Securities Act of 1933?	Yes ⊙	No O
22.	If y	yes, provide the <i>private fund's</i> Form D file number (if any):			
	For	orm D file number			
	021	21-421413			
23.		 (1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in a lift the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. you must complete questions (b) through (f) separately for each auditing firm. 		Yes C C ing firm	© 0
		No Information Filed			
				Yes	. No
	(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal y	ear distributed to the <i>private fund's</i>	0	0
	(3)	investors?	,		
	(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annu-	al updating amendment contain unqualified o	opinions	3?
		O Yes O No O Report Not Yet Received			
		If you check "Report Not Yet Received," you must promptly file an amendment to your Form A	DV to update your response when the report i	is availa	ble.
Prir	ne B	<u>Broker</u>			
24	(a)	Does the <i>private fund</i> use one or more prime brokers?		Yes	_
24 .		If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for fund uses more than one prime broker, you must complete questions (b) through (e) separations	·	C he <i>priva</i>	• ate
		No Information Filed			
Cus	todia	ian			

25. (a) Does the *private fund* use any custodians (including the prime brokers listed above) to hold some or all of its assets?

Yes No

O

Additional Custodian Information	n: 1 Record(s) Filed.		
•		hrough g) below for each custodian the <i>private</i>	e fund uses. If the
fund uses more than one custodia	an, you must complete questions (I	b) through (g) separately for each custodian.	
(b) Legal name of custodian: SILICON VALLEY BANK			
(c) Primary business name of cu SILICON VALLEY BANK	stodian:		
(d) The location of the custodian	s's office responsible for <i>custody</i> of	he private fund's assets (city, state and country	y):
City:	State:	Country:	
SANTA CLARA	California	United States	
(e) Is the custodian a related per	rson of your firm?		
(f) If the custodian is a broker-d	lealer, provide its SEC registration r	umber (if any):	
- CRD Number (if any):			
, ,,,			
(g) If the custodian is not a brok identifier (if any)	ker-dealer, or is a broker-dealer but	does not have an SEC registration number, pr	ovide its <i>legal ent</i>
<u>rator</u>			
Does the <i>private fund</i> use an admin	•	ough (f) below. If the private funduses more t	han ono administr
Does the <i>private fund</i> use an admin f the answer to question 26.(a) is	•	ough (f) below. If the <i>private fund</i> uses more thator.	han one administr
Does the <i>private fund</i> use an admin f the answer to question 26.(a) is must complete questions (b) throug	"yes," respond to questions (b) thr gh (f) separately for each administr	,	han one administr
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Information Information Information Information Information 26.(a)	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Information Information Information Information Information 26.(a)	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed.	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator:	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the additional Administrator Information	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the answer to question administrator Information and the answer to question 26.(a) administrator, you must complete (b) Name of administrator:	"yes," respond to questions (b) thr gh (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separate	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an adminification of the answer to question 26. (a) is must complete questions (b) through the answer to question 26. (a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (city)	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately, state and country): State:	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	
Does the <i>private fund</i> use an admining of the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately, state and country):	hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an adminification of the answer to question 26. (a) is must complete questions (b) through the answer to question 26. (a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (city)	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separately, state and country): State: New York	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	e than one
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Informational Administrator Information administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i>	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately, state and country): State: New York disperson of your firm?	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	e than one
Does the <i>private fund</i> use an adminification of the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i> (e) Does the administrator prepared	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separate questions (b) through (f) separate state: New York If person of your firm? are and send investor account state	hrough (f) below. If the <i>private fund</i> uses more ely for each administrator. Country: United States	e than one
Does the <i>private fund</i> use an admining the answer to question 26. (a) is must complete questions (b) through the Additional Administrator Informational Administrator Information administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i> (e) Does the administrator preparation of the Administrator of t	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately (f) separa	hrough (f) below. If the <i>private fund</i> uses more ely for each administrator. Country: United States	e than one Y tors)

Include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any

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

your related person?

0%

28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	No
20.	(4)		_	_
		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor	or	⊙
		similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the private is uses. If the private fund uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		
		ases. If the private rand ases more than one marketer you must complete questions (b) through (g) separately for each marketer.		
		No Information Filed		
 А. РІ	RIVAT	E FUND		
<u>Info</u>	<u>rmat</u>	ion About the <i>Private Fund</i>		
1	(2)	Name of the <i>private fund</i> :		
1.		GAINGELS TEAMPAY LLC		
	(b)	Private fund identification number: (include the "805-" prefix also)		
		805-7246465574		
2.	Und	er the laws of what state or country is the <i>private fund</i> organized:		
		State: Country:		
		Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
		me of General Partner, Manager, Trustee, or Director		
		NGELS MANAGEMENT LLC		
	GAI	NGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
1	Tho	private fund (check all that apply; you must check at least one):		
4.		(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
,	()		Yes	
6.		Is this a "master fund" in a master-feeder arrangement? If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?	0	⊙
		No Information Filed		
			Yes	No
		Is this a "feeder fund" in a master-feeder arrangement?	0	⊙
		If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
		Private fund identification number: (include the "805-" prefix also)		
		Private fund identification number: (include the "805-" prefix also)		

7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of

	the reeder runds answer the rollowing questions:		
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially al assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No.
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		•
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Vos	s No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		• 140
10.	What type of fund is the <i>private fund</i> ?		
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund c venture capital fund C Other private	ite fui	าd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 297,500		
Ow	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).	9	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 13		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 2%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	1%	Yes	s No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	•
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 1%		
You	ur Advisory Services		
17.	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	No ⊙
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.		٠
	No Information Filed		
		Yes	No.
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>?(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>. If the to question 18.(a) is "no." leave this question blank.	• answ	C ver
	to question 18.(a) is "no," leave this question blank. Name of Other Adviser to private fund SEC file number CRD number		

GAINGELS MANAGEMENT LLC

317100

		Yes	No
19. <i>F</i>	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	\odot
/	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20. <i>A</i>	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
1	1%		
<u>Priva</u>	ate Offering		
21 1	les the private fundaviar relied on an example from registration of its convities under Degulation D of the Convities Act of 10222	Yes	NO
21. F	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	⊙	0
22 1	fives provide the private fundle Form Difference (if any).		
	f yes, provide the <i>private fund's</i> Form D file number (if any):		
	Form D file number 021-418673		
L	021-410073		
B. SEF	RVICE PROVIDERS		
<u>Audit</u>	<u>tors</u>		
		Yes	No
23. ((a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	0	⊙
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	\circ
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	g firm,	
	No Information Filed		
		Yes	No
((g) Are the <i>private fund</i> 's audited financial statements for the most recently completed fiscal year distributed to the <i>private fund</i> 's	0	0
(investors? (h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified op	vinions	:2
(11110113	, .
	C Yes No Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is	availal	ble.
ъ.			
Prim	<u>e Broker</u>	Vaa	NI-
24 ((a) Doos the private funduse one or more prime brokers?	Yes	_
24. ((a) Does the <i>private fund</i> use one or more prime brokers?	0	⊙
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	; privat	te
	and deep mere than one prime arener, you must complete questions (a) through (b) espainted you can prime a sine.		
	No Information Filed		
	No mormation riled		
Custo	<u>odian</u>		
		Yes	No
25. ((a) Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets?	⊙	\circ
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>pr</i>	ivate f	fund
	uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.		
	Additional Custodian Information : 1 Record(s) Filed.		
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	orivate	,
	(a) anough (g) soperatory for oddin		
	(b) Legal name of custodian:		
	SILICON VALLEY BANK		
	(c) Primary business name of custodian: SILICON VALLEY BANK		

	(d) The location of the custodian	's office responsible for <i>custody</i> of t	the private fund's assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	Yes No
	(e) Is the custodian a related pe	rson of your firm?		0 0
	(f) If the custodian is a broker-o	lealer, provide its SEC registration n	number (if any):	
	- CDD Number (if any);			
	CRD Number (if any):			
	(g) If the custodian is not a brok identifier (if any)	er-dealer, or is a broker-dealer but	does not have an SEC registration number, provi	de its <i>legal entity</i>
Admini	strator			
				Yes No
26. (a)	Does the <i>private fund</i> use an admir	·		© 0
	•	"yes," respond to questions (b) through (f) separately for each administrate.	ough (f) below. If the <i>private fund</i> uses more than ator.	one administrator, you
	Additional Administrator Informa	ation : 1 Record(s) Filed.		
		is "yes," respond to questions (b) tl e questions (b) through (f) separate	hrough (f) below. If the <i>private fund</i> uses more the ely for each administrator.	an one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (cit	y, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Yes No
	(d) Is the administrator a related	<i>I person</i> of your firm?		O
			ements to the <i>private fund's</i> investors? t not all investors) oNo (provided to no investors	.)
	11		he investor account statements to the (rest of the est of the est of the) <i>private fund's</i> investors, respond "not a	• •
yo 0% Ind rel	ur <i>related person</i> ? 6 Clude only those assets where (i) suc	ch <i>person</i> carried out the valuation pused for purposes of investor subsc	by value) was valued by a <i>person</i> , such as an adm procedure established for that asset, if any, includent procedure, redemptions or distributions, and fee calc	ling obtaining any
Market	·	-		
				Yes No
28. (a)	,		our employees for marketing purposes?	0 0
	similar person. If the answer to que	estion 28.(a) is "yes," respond to qu	t, consultant, finder, introducer, municipal advisor lestions (b) through (g) below for each such mark lete questions (b) through (g) separately for each	eter the <i>private fund</i>
		No Infor	rmation Filed	

rmation About the Private Fund		
(a) Name of the private fund:		
GAINGELS THE GAYS 2021 LLC		
(b) Private fund identification number:		
(include the "805-" prefix also)		
805-6773716139		
Under the laws of what state or country is the <i>private fund</i> organized:		
State: Country:		
Vermont United States		
(a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
GAINGELS VENTURES LLC		
(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
No Information Filed		
The <i>private fund</i> (check all that apply; you must check at least one):		
(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 194	0	
(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 194	0	
List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
No Information Filed		
	Yes	No
(a) Is this a "master fund" in a master-feeder arrangement?	0	\odot
(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
No Information Filed		
	Yes	No
(c) Is this a "feeder fund" in a master-feeder arrangement?	0	⊙
(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
Private fund identification number: (include the "805-" prefix also)		
NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Sect for the master-feeder arrangement or reporting on the funds separately.	ion 7.B.(´	1)
If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1) the feeder funds answer the following questions:	, for each	ı of
No Information Filed		
	(a) Name of the private fund GAINGLES ITE GAYS 2021 LC (b) Private fund identification number: (include the "505-" prior also) 805-6773716139 Under the laws of what state or country is the private fund organized: State: Country: Vermont United States (a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): Name of General Partner, Manager, Trustee, or Directors GAINGLES WANAGAMANT LCC GAINGLES WANAGAMANT LCC GAINGLES VINITURES LCC (b) If filing an unshrela registration, identify the Wang advisor and/or relying advisor(s) that sponsor(s) or manage(s) this private fund. No information Filed The private fund (check all that apply: you must check at least one). (c) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the investment Company act of 194 (d) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company act of 194 (e) publics for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company act of 194 (b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund? (c) Is this a "feeder fund" in a master-feeder arrangement? (d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund. Private fund. (e) Is this a "feeder fund" in a master-feeder arrangement? (f) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund. Private fund. (f) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund. Private fund in a master-feeder arrangement or reporting on the funds separately. (g) If you are filing a single Schedule D, Section 7 is (1) for a master-feeder arrangeme	(a) Name of the private fund: CAINCELS THE CAYS 2021 LLD (3) Private fund identification number: (include the "BoS-" prefix also) 905-077371(319) Under the laws of what state or country is the private fund organized: State: Country Vermont United States (3) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): Name of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity): Name of General Partner, Manager, Trustee, or Directors (anxiett is Mankort Mini LLC CAINCELS VENTURES LLC (b) If illing an unstrook registration, identify the filing anxietor and/or roying advisor(s) that sponsor(s) or manage(s) this private fund No Information Filed The private fund (check all that apply: you must check at least one): (c) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (c) qualifies for the exclusion from the definition of investment everypary under section 3(c)(1) of the Investment Company Act of 1940 (d) qualifies for the exclusion from the definition of investment everypary under section 3(c)(1) of the Investment Company Act of 1940 (e) qualifies for the exclusion from the definition of investment everypary under section 3(c)(1) of the Investment Company Act of 1940 (e) the name and country, in English, of each foreign financial registery authority with which the private fund is registered. No Information Filed Yes (i) Is this a "master fund" in a master-feeder arrangement? (ii) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests? Name of private fund. Private fund: No Information Filed Yes (i) Is this a "moder fund" in a master-feeder arrangement regardless of whether you are filing a single Schedule D. Section 7.8.(1), for each fund filing a single Schedule D. Section 7.8.(1) for a master-feeder arrangement according to the instructions to this Section 7.8.(1), fo

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

Yes No

vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
9. During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	Yes	s No ⊙
10. What type of fund is the <i>private fund</i> ?		
O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other <i>priv</i>	ate fui	nd:
NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11. Current gross asset value of the <i>private fund</i> : \$ 450,500		
<u>Ownership</u>		
12. Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000		
NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	ie	
13. Approximate number of the <i>private fund's</i> beneficial owners:		
14. What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 4%		
15. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	s No ⊙
16. What is the approximate percentage of the <i>private fund</i> beneficially owned by non-<i>United States persons</i>:		
Your Advisory Services		
17. (a) Are you a subadviser to this <i>private fund</i> ?	_	s No
(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the private fund. If the answer question 17.(a) is "no," leave this question blank.	r to	•
No Information Filed		
	Yes	s No
18. (a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ?	•	0
(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the private fund. If the to question 18.(a) is "no," leave this question blank.	e answ	∕er
Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
GAINGELS MANAGEMENT LLC 317100		
19. Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	_	s No
NOTE: For purposes of this question, do not consider feeder funds of the private fund.	0	•
20. Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i>?0%		
Private Offering		

21. Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?

Yes No

22.	. If yes, provide the <i>private fund's</i> Form D file number (if any): No Information Filed			_
		No Information Filed		
B. SE	ERVI	CE PROVIDERS		
<u>Aud</u>	itor	<u>s</u>		
23	(a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes	_
20.	(u)	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	○
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditi you must complete questions (b) through (f) separately for each auditing firm.		_
		No Information Filed		
	(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i>	Yes	No.
	107	investors?		
	(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified of	pinions	?
		C Yes No Report Not Yet Received		
		If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is	s availab	ıle.
Prin	ne E	Broker		
			Yes	No
24.	(a)	Does the private fund use one or more prime brokers?	0	•
		If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	ie <i>privat</i>	e
		No Information Filed		
<u>Cus</u> t	<u>todi</u>	<u>an</u>	Yes	Nc
25.	(a)	Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets?		О
		If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>puses</i> more than one custodian, you must complete questions (b) through (g) separately for each custodian.	orivate fu	ınc
		Additional Custodian Information : 1 Record(s) Filed.		
		If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	private	
		(b) Legal name of custodian: SILICON VALLEY BANK		
		(c) Primary business name of custodian: SILICON VALLEY BANK		
		(d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country):		
		City: State: Country:		
		SANTA CLARA California United States	Yes No	0
		(e) Is the custodian a <i>related person</i> of your firm?	0 6	
		(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):		
		CRD Number (if any):		

(a)	Does the <i>private fund</i> use an adr	ministrator other than your firm?		•
	•	is "yes," respond to questions (b) through (f) separately for each adminis	nrough (f) below. If the <i>private fund</i> uses more the trator.	han one administrator, y
	Additional Administrator Infor	rmation : 1 Record(s) Filed.		
	1	(a) is "yes," respond to questions (b) plete questions (b) through (f) separa	through (f) below. If the <i>private fund</i> uses more tely for each administrator.	e than one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator			
	City: NEW YORK	State: New York	Country: United States	
				Yes No
	(d) Is the administrator a rela	ated person of your firm?		0 0
			ut not all investors) © No (provided to no invest the investor account statements to the (rest of rest of the) <i>private fund's</i> investors, respond "no	the) <i>private fund's</i>
your 0% Incli cele	investors? If investor account investors? If investor account investors? Ing your last fiscal year, what per related person? Unde only those assets where (i) want quotes, and (ii) the valuation	ercentage of the <i>private fund's</i> assets such <i>person</i> carried out the valuation on used for purposes of investor subs	the investor account statements to the (rest of	the) <i>private fund's</i> ot applicable." administrator, that is no
your 0% Incli rele alloc	investors? If investor accounts NOT APPLICABLE Ing your last fiscal year, what per related person? ude only those assets where (i) want quotes, and (ii) the valuation determinants of the valuation determinants.	ercentage of the <i>private fund's</i> assets such <i>person</i> carried out the valuation on used for purposes of investor subs	the investor account statements to the (rest of frest of the) private fund's investors, respond "no (by value) was valued by a person, such as an an approcedure established for that asset, if any, incomprocedure	the) <i>private fund's</i> ot applicable." administrator, that is no cluding obtaining any
your 0% Incli rele alloc	investors? If investor accounts NOT APPLICABLE Ing your last fiscal year, what per related person? ude only those assets where (i) want quotes, and (ii) the valuation determinants of the valuation determinants.	ercentage of the <i>private fund's</i> assets such <i>person</i> carried out the valuation on used for purposes of investor subs	the investor account statements to the (rest of frest of the) private fund's investors, respond "no (by value) was valued by a person, such as an an approcedure established for that asset, if any, incomprocedure	the) <i>private fund's</i> ot applicable." administrator, that is no cluding obtaining any calculations (including
your 0% Incli relealloo alloo kete	investors? If investor accounts investors? If investor accounts investors? Ing your last fiscal year, what per related person? Indeed only those assets where (i) want quotes, and (ii) the valuation determinations) was the valuation determinations. In the private fund use the second control of the private fund use the private fund	ervices of someone other than you or	the investor account statements to the (rest of frest of the) private fund's investors, respond "no (by value) was valued by a person, such as an an approcedure established for that asset, if any, incorriptions, redemptions or distributions, and fee your employees for marketing purposes?	the) private fund's of applicable." administrator, that is no cluding obtaining any calculations (including
your 0% Inclurele alloo kete	investors? If investor accounts investors? If investor accounts investors? In your last fiscal year, what per related person? In your last fiscal year, what per related person? In your last fiscal year, what per related person? In your last fiscal year, what per related person? In your last fiscal year, what per related person is the year what person is not person. If the answer to compare the person is not person in the year whether similar person. If the answer to compare the year whether is not person in the year whether is not person.	ercentage of the <i>private fund's</i> assets such <i>person</i> carried out the valuation on used for purposes of investor substituted by such <i>person</i> . ervices of someone other than you or the <i>person</i> acts as a placement age question 28.(a) is "yes," respond to compare the person acts as a placement age	the investor account statements to the (rest of frest of the) private fund's investors, respond "no (by value) was valued by a person, such as an an an analysis of procedure established for that asset, if any, incorpitions, redemptions or distributions, and fee	the) private fund's of applicable." administrator, that is no cluding obtaining any calculations (including Yes or or other solicitor, or narketer the private fund
your 0% Incli rele alloc kete (a)	investors? If investor accounts investors? If investor accounts investors? In your last fiscal year, what per related person? In your last fiscal year, what per related person? In your last fiscal year, what per related person? In your last fiscal year, what per related person? In your last fiscal year, what per related person is the year what person is not person. If the answer to compare the person is not person in the year whether similar person. If the answer to compare the year whether is not person in the year whether is not person.	ercentage of the <i>private fund's</i> assets such <i>person</i> carried out the valuation on used for purposes of investor substituted by such <i>person</i> . ervices of someone other than you or the <i>person</i> acts as a placement age question 28.(a) is "yes," respond to core than one marketer you must come	the investor account statements to the (rest of frest of the) private fund's investors, respond "no frest of the) private fund's investors, respond "no frest of the) private fund's investors, respond "no frest of the procedure was valued by a person, such as an an an analysis of the procedure established for that asset, if any, inconsciptions, redemptions or distributions, and fee your employees for marketing purposes? The procedure established for that asset, if any, inconsciptions, redemptions or distributions, and fee your employees for marketing purposes? The procedure established for that asset, if any, inconsciptions, redemptions or distributions, and fee your employees for marketing purposes?	the) private fund's of applicable." administrator, that is no cluding obtaining any calculations (including Yes or or other solicitor, or narketer the private fund

(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity

identifier (if any)

GAINGELS TOVALA LLC

805-4546390949

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

	State: Country:		
	Vermont United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC		
	GAINGELS VENTURES LLC		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
	The Thied Theu		
4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	□ (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
E	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
5.	No Information Filed		
	The fill of filed	Vos	. No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	. IVO
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		•
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	⊙
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Name of private rand.		
	Private fund identification number:		
	(include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Sectio	n 7.B.((1)
	for the master-feeder arrangement or reporting on the funds separately.		
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for a master-feeder arrangement according to the instructions to this Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1) for a master-feeder arrangement according to the instructions are also feeder arrangement according to the instructions are also feeder arrangement according to the instructions are also feeder arrangement according to the instruction are also feeder arrangement are also fee	for eacl	h of
7.	the feeder funds answer the following questions:	TOI Eaci	11 01
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially a assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it		
	multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	11 13340	
		Yes	No
8.			⊙
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investme vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	nt	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		~	~
		Yes	No.
9.		0	•
	Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		
10.). What type of fund is the <i>private fund</i> ?		
٠.	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other <i>pri</i> v	vate fur	nd [.]
	nougo rana - inquianty rana - private equity rana - real estate rana - securitized asset fund - venture capital fund - other private	, ato Tull	
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		

2. Under the laws of what state or country is the *private fund* organized:

11.	Current gross asset value of the <i>private fund</i> : \$ 300,000			
<u>Owi</u>	<u>nership</u>			
12.	Minimum investment commitment required of an investor in the <i>private fu</i>	nd:		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not you organizational documents of the fund).	ur related persons (even if different from	the amount set forth in	the
13.	Approximate number of the <i>private fund's</i> beneficial owners: 16			
14.	What is the approximate percentage of the <i>private fund</i> beneficially owner 4%	ed by you and your related persons:		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially of 1%	owned (in the aggregate) by funds of fur	nds:	
	(b) If the private fund qualifies for the exclusion from the definition of inv Company Act of 1940, are sales of the fund limited to <i>qualified clients</i>		of the Investment	Yes No
16.	What is the approximate percentage of the <i>private fund</i> beneficially owner 2%	ed by non- <i>United States persons</i> :		
You	ır Advisory Services			
17.	(a) Are you a subadviser to this <i>private fund</i>?(b) If the answer to question 17.(a) is "yes," provide the name and SEC question 17.(a) is "no," leave this question blank.	file number, if any, of the adviser of the	private fund. If the ans	Yes No C © wer to
	No Info	ormation Filed		
18	(a) Do any investment advisers (other than the investment advisers liste	d in Section 7 B (1) \triangle 3 (b)) advise the	orivate fund?	Yes No
10.	(b) If the answer to question 18.(a) is "yes," provide the name and SEC to question 18.(a) is "no," leave this question blank.			⊙ C the answer
	Name of Other Adviser to private fund	SEC file number	CRD number	
	GAINGELS MANAGEMENT LLC		317100	
10	Annual and a self-side of the format in the confusts for all			Yes No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund?</i> NOTE: For purposes of this question, do not consider feeder funds of the private funds.	vate fund.		0 0
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private</i> 1%	e fund?		
<u>Priv</u>	vate Offering			
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its s	securities under Regulation D of the Secu	urities Act of 1933?	Yes No ⊙ O
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):			
	Form D file number			
	021-420006			
B. SE	ERVICE PROVIDERS			
<u>Aud</u>	<u>litors</u>			
၁ ၁	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual a	udit2		Yes No
۷٠.	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements subject to an annual and		s. GAAP?	00
	If the answer to question 23.(a)(1) is "yes," respond to questions (b			

		No Informa	ation Filed	
				Υe
	the <i>private fund's</i> audited financial statenestors?	ments for the most recently o	completed fiscal year distributed to the <i>private fund's</i>	C
Do a	all of the reports prepared by the auditing	g firm for the <i>private fund</i> sin	ce your last <i>annual updating amendment</i> contain unqua	alified opinio
0 /	Yes O No O Report Not Yet Received			
If yo	ou check "Report Not Yet Received," you m	ust promptly file an amendme	ent to your Form ADV to update your response when the	report is avai
Broke	<u>er</u>			Υe
Doe	es the <i>private fund</i> use one or more prime	brokers?		c
	•		gh (e) below for each prime broker the <i>private fund</i> use through (e) separately for each prime broker.	es. If the <i>pri</i>
		No Informa	ation Filed	
<u>ian</u>				
		cluding the prime brokers lise	tod above) to hold come or all of its assets?	Ye
Doo	se the <i>private fund</i> use any custodians (inc	CIUUIIIU LIIE DI IIIIE DI OKEIS IIS	ied apove) to hold sollie of all of its assets:	
If th	•	spond to questions (b) throu	gh (g) below for each custodian the <i>private fund</i> uses.	If the <i>privat</i>
If th	•	spond to questions (b) throu	gh (g) below for each custodian the <i>private fund</i> uses.	If the privat
If th	ne answer to question 25.(a) is "yes," res	spond to questions (b) throu mplete questions (b) through	gh (g) below for each custodian the <i>private fund</i> uses.	If the <i>privat</i>
Add	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Inf	spond to questions (b) through ord(s) Filed. respond to questions (b) through	gh (g) below for each custodian the <i>private fund</i> uses.	
If th uses Add	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Recount the answer to question 25.(a) is "yes," residund uses more than one custodian, you make answer to question 25.	spond to questions (b) through ord(s) Filed. respond to questions (b) through	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. In (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses	
Add If fu (b)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information	spond to questions (b) through mplete questions (b) through ord(s) Filed. Tespond to questions (b) through the questions (c) through the questions (d) through the questions	gh (g) below for each custodian the <i>private fund</i> uses. (g) separately for each custodian. Dough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian.	
Add If fu (b)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Informati	esponsible for <i>custody</i> of the State:	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. Sough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In private fund's assets (city, state and country): Country:	
If th uses Add If fu (b)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Inform	spond to questions (b) through mplete questions (b) through ord(s) Filed. respond to questions (b) through the questions (c) through the questions (c) through the questions (d) through the questions	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. Sough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian.	. If the <i>priva</i>
Add (c) (d)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Informati	esponsible for <i>custody</i> of the State: California	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. Sough g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In private fund's assets (city, state and country): Country:	
If the uses Add If full (b) (c) (d)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Recorditional Custodian Information: 1 Recordition Information: 1 Recordition Information: 1 Recordition Information	esponsible for <i>custody</i> of the State: California	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. In (g) separately for each custodian. In (g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian.	. If the <i>priva</i>
If the uses Add If full (b) (c) (d)	ne answer to question 25.(a) is "yes," resist more than one custodian, you must conditional Custodian Information: 1 Reconditional Custodian Information Inform	esponsible for <i>custody</i> of the State: California	gh (g) below for each custodian the <i>private fund</i> uses. In (g) separately for each custodian. In (g) separately for each custodian. In (g) below for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian the <i>private fund</i> uses through (g) separately for each custodian. In (g) separately for each custodian.	. If the <i>priva</i>

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you

26. (a) Does the *private fund* use an administrator other than your firm?

Additional Administrator Information : 1 Record(s) Filed.

must complete questions (b) through (f) separately for each administrator.

	administrator, you must con			
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrato	r (city, state and country): State:	Country:	
	NEW YORK	New York	United States	
				Yes No
	(d) Is the administrator a re	elated person of your firm?		○ ●
	(e) Does the administrator	prepare and send investor account sta	atements to the <i>private fund's</i> investors?	
	OYes (provided to all in	nvestors) $_{ar{ extsf{O}}}$ Some (provided to some $^{ extsf{k}}$	out not all investors) o No (provided to no investors	3)
			s the investor account statements to the (rest of the (rest of the (rest of the) private fund's investors, respond "not a	•
yo 0% In re	our <i>related person</i> ? % nclude only those assets where () such <i>person</i> carried out the valuatio Ition used for purposes of investor sub	(by value) was valued by a <i>person</i> , such as an admonstrate of the person of the perso	ling obtaining any
<u>arke</u>	eters			Yes N
	Does the <i>private fund</i> use the You must answer "yes" wheth similar <i>person</i> . If the answer to	per the <i>person</i> acts as a placement age o question 28.(a) is "yes," respond to	r your <i>employees</i> for marketing purposes? ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark nplete questions (b) through (g) separately for each	O or other solicitor, or seter the <i>private fund</i>
a rke 3. (a	Does the <i>private fund</i> use the You must answer "yes" wheth similar <i>person</i> . If the answer to	per the <i>person</i> acts as a placement age o question 28.(a) is "yes," respond to more than one marketer you must con	ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark	O or other solicitor, or seter the <i>private fund</i>
3. (a	Does the <i>private fund</i> use the You must answer "yes" wheth similar <i>person</i> . If the answer to	per the <i>person</i> acts as a placement age o question 28.(a) is "yes," respond to more than one marketer you must con	ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark aplete questions (b) through (g) separately for each	O or other solicitor, or seter the <i>private fund</i>
3. (a	You must answer "yes" wheth similar <i>person</i> . If the answer to uses. If the <i>private fund</i> uses r	per the <i>person</i> acts as a placement age o question 28.(a) is "yes," respond to more than one marketer you must con	ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark aplete questions (b) through (g) separately for each	O or other solicitor, or seter the <i>private fund</i>
PRIV	You must answer "yes" wheth similar <i>person</i> . If the answer to uses. If the <i>private fund</i> uses reached as a similar to the private fund uses reached as a similar to the private fund uses reached as a similar to the private fund uses reached as a similar to the private fund uses reached as a similar to the private fund uses reached as a similar to the private fund uses reached as a similar to the private fund use the similar to the private fund use the similar person.	per the <i>person</i> acts as a placement age o question 28.(a) is "yes," respond to more than one marketer you must con	ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark aplete questions (b) through (g) separately for each	O or other solicitor, or seter the <i>private fund</i>
3. (a) PRIV	You must answer "yes" wheth similar person. If the answer to uses. If the private fund uses reaction.	er the <i>person</i> acts as a placement age of question 28.(a) is "yes," respond to more than one marketer you must come. No Interest of the person acts as a placement age of question 28.(a) is "yes," respond to more than one marketer you must come.	ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark aplete questions (b) through (g) separately for each	O or other solicitor, or seter the <i>private fund</i>
PRIV. (a)	You must answer "yes" wheth similar person. If the answer to uses. If the private fund uses reaction About the Private Fund Name of the private fund: GAINGELS UPEQUITY LLC D) Private fund identification numic (include the "805-" prefix also 805-1156049153	er the <i>person</i> acts as a placement age of question 28.(a) is "yes," respond to more than one marketer you must come than one marketer you must come in the properties of the person of	ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark aplete questions (b) through (g) separately for each	O or other solicitor, or seter the <i>private fund</i>
PRIV	You must answer "yes" wheth similar person. If the answer to uses. If the private fund uses resulting the private fund uses of the private fund. ATE FUND Name of the private fund: GAINGELS UPEQUITY LLC Private fund identification number (include the "805-" prefix also 805-1156049153	per the <i>person</i> acts as a placement age of question 28.(a) is "yes," respond to more than one marketer you must come. No In: Deer:	ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark aplete questions (b) through (g) separately for each	O or other solicitor, or seter the <i>private fund</i>
PRIV. (a)	You must answer "yes" wheth similar person. If the answer to uses. If the private fund uses reaction About the Private Fund Name of the private fund: GAINGELS UPEQUITY LLC D) Private fund identification numic (include the "805-" prefix also 805-1156049153	er the <i>person</i> acts as a placement age of question 28.(a) is "yes," respond to more than one marketer you must come than one marketer you must come in the properties of the person of	ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark aplete questions (b) through (g) separately for each	O or other solicitor, or seter the <i>private fund</i>
PRIVA forma (a)	You must answer "yes" wheth similar person. If the answer to uses. If the private fund uses researched. WATE FUND Mation About the Private Fund A) Name of the private fund: GAINGELS UPEQUITY LLC B) Private fund identification numic (include the "805-" prefix also 805-1156049153 Ander the laws of what state or constant. State: Vermont A) Name(s) of General Partner, Name(s)	per the person acts as a placement age of question 28.(a) is "yes," respond to more than one marketer you must come than one marketer you must come. No Interpretation of the private fund organized: Country: United States Ilanager, Trustee, or Directors (or person)	ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark applete questions (b) through (g) separately for each formation Filed	O or other solicitor, or seter the <i>private fund</i>
PRIV. form. (a) (b)	You must answer "yes" wheth similar person. If the answer to uses. If the private fund uses resulting the private fund uses resulting the private fund uses resulting to the private fund. ATE FUND Mation About the Private fund: GAINGELS UPEQUITY LLC Private fund identification number (include the "805-" prefix also 805-1156049153 Ander the laws of what state or constant. State: Vermont Name of General Partner, Management of	per the person acts as a placement age of question 28.(a) is "yes," respond to more than one marketer you must come than one marketer you must come. No Interpretation of the private fund organized: Country: United States Ilanager, Trustee, or Directors (or person)	ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark applete questions (b) through (g) separately for each formation Filed	O or other solicitor, or seter the <i>private fund</i>
PRIV. form. (a) (b)	You must answer "yes" wheth similar person. If the answer to uses. If the private fund uses researched. WATE FUND Mation About the Private Fund A) Name of the private fund: GAINGELS UPEQUITY LLC B) Private fund identification numic (include the "805-" prefix also 805-1156049153 Ander the laws of what state or constant. State: Vermont A) Name(s) of General Partner, Name(s)	per the person acts as a placement age of question 28.(a) is "yes," respond to more than one marketer you must come than one marketer you must come. No Interpretation of the private fund organized: Country: United States Ilanager, Trustee, or Directors (or person)	ent, consultant, finder, introducer, municipal advisor questions (b) through (g) below for each such mark applete questions (b) through (g) separately for each formation Filed	O or other solicitor, or seter the <i>private fund</i>

No Information Filed

4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	•
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
		Yes	Nic
	(c) Is this a "feeder fund" in a master-feeder arrangement?		•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	0	٠
	Name of private fund:		
	Private fund identification number: (include the "805-" prefix also)		
	(marada marada prama alaa)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1	۱)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for	r each	ı of
	the feeder funds answer the following questions:		
	No Information Filed		
	The Three mattern field		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all	of th	eir
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it	issued	b
	multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	Yes	No
8.	(a) Is this private fund a "fund of funds"?	0	
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment		
	vehicles, regardless of whether they are also private funds or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	С
		V	NI.
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment	Yes	
,.	Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	٠
10.	What type of fund is the private fund?		
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund C venture capital fund C Other <i>private</i>	te fund	d:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> :		
	\$ 194,996		
Ow	vnership		
12.	Minimum investment commitment required of an investor in the private fund:		
	\$ 1,000		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).	<i>!</i>	

13. Approximate number of the *private fund's* beneficial owners:

14.	Wha 5%	hat is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related p</i> %	persons:		
15.	(a) 2%) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by	funds of funds:		
				s No)
	(b)) If the private fund qualifies for the exclusion from the definition of investment company under se Company Act of 1940, are sales of the fund limited to qualified clients?	ction 3(c)(1) of the Investment	•	
16.	Wha	hat is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States per</i> %	sons:		
You	ur Ad	Advisory Services			
17.	(a)) Are you a subadviser to this <i>private fund</i> ?	Ye	s No	
) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the a question 17.(a) is "no," leave this question blank.		, 6	
		No Information Filed			
				s No)
18.		Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)			
	(a)) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the c to question 18.(a) is "no," leave this question blank.	itner advisers to the <i>private rund</i> . If the ans	wer	
		Name of Other Adviser to <i>private fund</i> SEC file num			
		GAINGELS MANAGEMENT LLC	317100		
			Ye	s No	,
19.		re your <i>clients</i> solicited to invest in the <i>private fund</i> ?	C	•	
	NOI	OTE: For purposes of this question, do not consider feeder funds of the private fund.			
<u>Pri</u>	2% vate	e Offering			
21.	Has	as the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation	•	s No	
22.	If y	yes, provide the <i>private fund's</i> Form D file number (if any):			
	For	orm D file number			
	021	21-418105			
3. S	ERVI	/ICE PROVIDERS			
Aud	ditors	<u>ors</u>	V	es No	
23.	(a)) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?			
		(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance (2) in the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance (2) in the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance (2) in the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance (2) in the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance (2) in the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance (2) in the answer to question 23.(a)(b) is "yes," are the financial statements prepared in accordance (2) in the a		-	
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the you must complete questions (b) through (f) separately for each auditing firm.			
		No Information Filed			
			Y	es No)
	(g)) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year di investors?			
		investors? Do all of the reports prepared by the auditing firm for the private fund since your last annual upon	stributed to the <i>private fund's</i>	0 0	
		investors?	stributed to the <i>private fund's</i>	0 0	

Prime Broker

Does the <i>private fund</i> use one or mo	·	rough (e) below for each prime broker the <i>private fund</i>	O Jusos If the <i>pri</i> v
•	•	(b) through (e) separately for each prime broker.	ruses. If the priva
	No Inf	ormation Filed	
<u>lian</u>			
). Does the <i>private fund</i> use any custo	dians (including the prime broker	s listed above) to hold some or all of its assets?	Ye
If the answer to question 25.(a) is	yes," respond to questions (b) the	brough (g) below for each custodian the <i>private fund</i> us bugh (g) separately for each custodian.	es. If the <i>private</i>
Additional Custodian Information	: 1 Record(s) Filed.		
		through g) below for each custodian the <i>private fund</i> u(b) through (g) separately for each custodian.	uses. If the <i>priva</i> u
(b) Legal name of custodian: SILICON VALLEY BANK			
(c) Primary business name of cus SILICON VALLEY BANK	todian:		
(d) The location of the custodian	s office responsible for <i>custody</i> of	the <i>private fund's</i> assets (city, state and country):	
City: SANTA CLARA	State: California	Country: United States	
			Yes
(e) Is the custodian a related per	son of your firm?		0
(f) If the custodian is a broker-de	ealer, provide its SEC registration	number (if any):	
- CRD Number (if any):			
(g) If the custodian is not a brok identifier (if any)	er-dealer, or is a broker-dealer bu	it does not have an SEC registration number, provide i	ts <i>legal entity</i>
<u>strator</u>			
			Ye
Does the <i>private fund</i> use an admin If the answer to question 26.(a) is	·	rough (f) below. If the <i>private fund</i> uses more than one	administrator,
must complete questions (b) through		•	
Additional Administrator Informa	tion : 1 Record(s) Filed.		
administrator, you must complete		through (f) below. If the <i>private fund</i> uses more than delay for each administrator.	one
(b) Name of administrator: GAINGELS INC			
(c) Location of administrator (city	, state and country):		
City: NEW YORK	State: New York	Country: United States	
			Yes No
(d) Is the administrator a related	person of your firm?		0 (

		(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors? Or Yes (provided to all investors) Or Some (provided to some but not all investors) Or No (provided to no investors)		
		(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE		
27.		ing your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that i r related person?	s not	
	rele	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining ar vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includ cations) was the valuation determined by such <i>person</i> .	-	
<u>Ma</u>	<u>rkete</u>	ers ers		
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	_
20.		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		•
		No Information Filed		
A. P	RIVAT	TE FUND		
<u>Infc</u>	rmat	ion About the <i>Private Fund</i>		
1.		Name of the <i>private fund</i> :		
		GAINGELS VALERA HEALTH LLC Private fund identification number:		
	. ,	(include the "805-" prefix also)		
		805-8704235813		
2.		er the laws of what state or country is the <i>private fund</i> organized: State: Country:		
		Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Nar	ne of General Partner, Manager, Trustee, or Director		
		NGELS MANAGEMENT LLC		
	GAI	NGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.		private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.		Is this a "master fund" in a master-feeder arrangement?	\circ	•
	(b)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
		No Information Filed		

	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	ı of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
0		Yes	
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment	0	•
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	e fun	ıd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 160,000		
Ow	nershi <u>p</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 12		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 7%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 2%	Voo	No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 0%		

100	II AC	idvisory Services		Yes	No
17.	(a)	Are you a subadviser to this <i>private fund</i> ?		0	•
	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of question 17.(a) is "no," leave this question blank.	the adviser of the <i>private fund</i> . If the answer	r to	
		No Information Filed			
				Yes	No
18.	(a)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A	3.(b)) advise the <i>private fund</i> ?	•	0
	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of to question 18.(a) is "no," leave this question blank.	the other advisers to the <i>private fund</i> . If the	answe	er
		-	number CRD number		
		GAINGELS MANAGEMENT LLC	317100		
				Yes	No
19.		e your <i>clients</i> solicited to invest in the <i>private fund?</i>		0	⊙
	NOT	OTE: For purposes of this question, do not consider feeder funds of the private fund.			
20.	App 2%	proximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?			
Priv	⁄ate	e Offering			
21.	Has	s the <i>private fund</i> ever relied on an exemption from registration of its securities under Regul	tion D of the Securities Act of 1933?	Yes ©	No O
22.	If y	yes, provide the <i>private fund's</i> Form D file number (if any):			
	For	orm D file number			
	021	21-419533			
23.		 (1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in a lift the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. I you must complete questions (b) through (f) separately for each auditing firm. 		Yes O O ng firm	⊙ ○
		No Information Filed			
				Yes	No
	(a)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year	ar distributed to the <i>private fund's</i>	0	0
	(9)	investors?	a. a.ee.e.e to the p.mate.a.a	0	
	(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual	l updating amendment contain unqualified օր	oinions	s?
		C Yes C No C Report Not Yet Received			
		If you check "Report Not Yet Received," you must promptly file an amendment to your Form Al	NV to update your response when the report is	availa	ble.
<u>Prir</u>	ne B	<u>Broker</u>		Yes	No
24.	(a)	Does the <i>private fund</i> use one or more prime brokers?		0	•
		If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for e fund uses more than one prime broker, you must complete questions (b) through (e) separations (b) through (e) separations (for example to the fund uses more than one prime broker, you must complete questions (b) through (e) separations (for example to the fund uses more than one prime broker, you must complete questions (b) through (e) separations (for example to the fund uses more than one prime broker, you must complete questions (for example to the fund uses more than one prime broker, you must complete questions (for example to the fund uses more than one prime broker).	·	e <i>priva</i>	ite
		No Information Filed			
Cus	todi	lian			

25. (a) Does the *private fund* use any custodians (including the prime brokers listed above) to hold some or all of its assets?

Yes No

O

Additional Custodian Information	n: 1 Record(s) Filed.		
•		hrough g) below for each custodian the <i>private</i>	e fund uses. If the
fund uses more than one custodia	an, you must complete questions (I	b) through (g) separately for each custodian.	
(b) Legal name of custodian: SILICON VALLEY BANK			
(c) Primary business name of cu SILICON VALLEY BANK	stodian:		
(d) The location of the custodian	s's office responsible for <i>custody</i> of	he private fund's assets (city, state and country	y):
City:	State:	Country:	
SANTA CLARA	California	United States	
(e) Is the custodian a related per	rson of your firm?		
(f) If the custodian is a broker-d	lealer, provide its SEC registration r	umber (if any):	
- CRD Number (if any):			
, ,,,			
(g) If the custodian is not a brok identifier (if any)	ker-dealer, or is a broker-dealer but	does not have an SEC registration number, pr	ovide its <i>legal ent</i>
<u>rator</u>			
Does the <i>private fund</i> use an admin	•	ough (f) below. If the private funduses more t	han ono administr
Does the <i>private fund</i> use an admin f the answer to question 26.(a) is	•	ough (f) below. If the <i>private fund</i> uses more thator.	han one administr
Does the <i>private fund</i> use an admin f the answer to question 26.(a) is must complete questions (b) throug	"yes," respond to questions (b) thr gh (f) separately for each administr	,	han one administr
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Information Information Information Information Information 26.(a)	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Information Information Information Information Information 26.(a)	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed.	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator:	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the additional Administrator Information	"yes," respond to questions (b) thr gh (f) separately for each administr ation: 1 Record(s) Filed. is "yes," respond to questions (b) t	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator:	"yes," respond to questions (b) thr gh (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separate	ator. hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an adminification of the answer to question 26. (a) is must complete questions (b) through the answer to question 26. (a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (city)	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separately, state and country): State:	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	
Does the <i>private fund</i> use an admining of the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately, state and country):	hrough (f) below. If the <i>private fund</i> uses more	
Does the <i>private fund</i> use an adminification of the answer to question 26. (a) is must complete questions (b) through the answer to question 26. (a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (city)	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separately, state and country): State: New York	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	e than one
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Informational Administrator Information administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i>	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately, state and country): State: New York disperson of your firm?	ator. hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country:	e than one
Does the <i>private fund</i> use an adminification of the answer to question 26.(a) is must complete questions (b) through the answer to question 26.(a) administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i> (e) Does the administrator prepared	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) to questions (b) through (f) separate questions (b) through (f) separate state: New York If person of your firm? are and send investor account state	hrough (f) below. If the <i>private fund</i> uses more ely for each administrator. Country: United States	e than one
Does the <i>private fund</i> use an admining the answer to question 26. (a) is must complete questions (b) through the Additional Administrator Informational Administrator Information administrator, you must complete (b) Name of administrator: GAINGELS INC (c) Location of administrator (cit City: NEW YORK (d) Is the administrator a <i>related</i> (e) Does the administrator preparation of the Administrator of t	"yes," respond to questions (b) through (f) separately for each administration: 1 Record(s) Filed. is "yes," respond to questions (b) the questions (b) through (f) separately (f) separa	hrough (f) below. If the <i>private fund</i> uses more ally for each administrator. Country: United States	e than one Y tors)

Include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any

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

your related person?

0%

Marke	<u>eters</u>		
28 (s	(a) Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Ye	s No
20. (6	You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other s	Olicitor or	•
	similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the p uses. If the private fund uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	rivate fund	
	No Information Filed		
A. PRIV	VATE FUND		
nform	mation About the <i>Private Fund</i>		
1. (a	(a) Name of the <i>private fund</i> :		
. (c	GAINGELS VERSUS GAME LLC		
(k	(include the "805-" prefix also)		
	805-2843067133		
2. U	Under the laws of what state or country is the <i>private fund</i> organized:		
	State: Country:		
	Vermont United States		
3. (a	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	GAINGELS MANAGEMENT LLC		
	GAINGELS VENTURES LLC		
(t	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4 TI			
4. II	The <i>private fund</i> (check all that apply; you must check at least one): ☑ (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1	040	
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1		
5. Li	list the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
, ,		Ye	s No
	(a) Is this a "master fund" in a master-feeder arrangement? (b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	0	•
	No Information Filed		
,		Ye	s No
,	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
(C	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	(metade the ood- prena also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Se for the master-feeder arrangement or reporting on the funds separately.	ectic	on 7.B.

7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of

	the reeder runds answer the rollowing questions:			
	No Information Filed			
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.			
		Yes	No.	
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		•	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0	
		Vos	s No	
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		•	
10.	What type of fund is the <i>private fund</i> ?			
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	te fui	าd:	
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.			
11.	Current gross asset value of the <i>private fund</i> : \$ 464,993			
Ow	vnership			
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000			
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).	,		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 23			
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 7%			
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:			
	1%	Yes	s No	
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	•	
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 3%			
You	ur Advisory Services			
17.	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	No ⊙	
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.		٠	
	No Information Filed			
		Yes	No.	
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>?(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>. If the to question 18.(a) is "no," leave this question blank.	⊙ answ	o ver	
	Name of Other Adviser to <i>private fund</i> SEC file number CRD number			

GAINGELS MANAGEMENT LLC

317100

		Yes	No
19. Ar	re your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	\odot
No	OTE: For purposes of this question, do not consider feeder funds of the private fund.		
20. Ap	oproximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
19	%		
<u>Privat</u>	<u>e Offering</u>		
24 11	as the private fundamental and an exponentian from registration of its securities under Deputation D of the Conveities Act of 10222	Yes	NO
∠1. Ha	as the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	⊙	0
22 15	and the second of the second o		
	yes, provide the <i>private fund's</i> Form D file number (if any):		
	orm D file number 21-421683		
U	21-421003		
B. SER\	/ICE PROVIDERS		
<u>Audito</u>	ors Control of the Co		
		Yes	No
23. (a	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	\circ	\odot
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	\circ	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	firm,	,
	No Information Filed		
		Yes	No
(g	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	0	0
(h	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified opi	nions	?
	O Yes O No O Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is a	wailak	hlo
	if you check Report Not ret Received, you must promptly life arrament to your form ADV to apade your response when the report is a	Vallak	Jie.
Prime	<u>Broker</u>		
		Yes	No
24. (a) Does the <i>private fund</i> use one or more prime brokers?	0	0
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the	~	
	fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	,	
	No Information Filed		
Custo	dian		
Custo		Yes	No
25 (a) Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets?	_	_
20. (u	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>pri</i>	⊙ vato f	C
	uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	vale i	unu
	Additional Custodian Information : 1 Record(s) Filed.		
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the private fund uses. If the private fund uses is the private fund uses.	rivate	
	fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.		
	(b) Legal name of custodian:		
	SILICON VALLEY BANK		
	(c) Primary business name of custodian: SILICON VALLEY BANK		

	(d) The location of the custodian	's office responsible for <i>custody</i> of t	the private fund's assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	Yes No
	(e) Is the custodian a related pe	rson of your firm?		0 0
	(f) If the custodian is a broker-o	lealer, provide its SEC registration n	number (if any):	
	- CDD Number (if any):			
	CRD Number (if any):			
	(g) If the custodian is not a brok identifier (if any)	er-dealer, or is a broker-dealer but	does not have an SEC registration number, provi	de its <i>legal entity</i>
Admini	strator			
				Yes No
26. (a)	Does the <i>private fund</i> use an admir	·		© 0
	•	"yes," respond to questions (b) through (f) separately for each administrate.	ough (f) below. If the <i>private fund</i> uses more than ator.	one administrator, you
	Additional Administrator Informa	ation : 1 Record(s) Filed.		
		is "yes," respond to questions (b) tl e questions (b) through (f) separate	hrough (f) below. If the <i>private fund</i> uses more the ely for each administrator.	an one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (cit	y, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	Yes No
	(d) Is the administrator a related	<i>I person</i> of your firm?		O
			ements to the <i>private fund's</i> investors? t not all investors) oNo (provided to no investors	.)
	11		he investor account statements to the (rest of the est of the est of the) <i>private fund's</i> investors, respond "not a	• •
yo 0% Ind rel	ur <i>related person</i> ? 6 Clude only those assets where (i) suc	ch <i>person</i> carried out the valuation pused for purposes of investor subsc	by value) was valued by a <i>person</i> , such as an adm procedure established for that asset, if any, includent procedure, redemptions or distributions, and fee calc	ling obtaining any
Market	·	-		
				Yes No
28. (a)	,		our employees for marketing purposes?	0 0
	similar person. If the answer to que	estion 28.(a) is "yes," respond to qu	t, consultant, finder, introducer, municipal advisor lestions (b) through (g) below for each such mark lete questions (b) through (g) separately for each	eter the <i>private fund</i>
		No Infor	rmation Filed	

Info	orma	tion About the <i>Private Fund</i>		
1.	(a)	Name of the <i>private fund</i> :		
		GAINGELS VITABOWL 2021 LLC		
	(b)	Private fund identification number:		
		(include the "805-" prefix also) 805-9966404419		
2.	Und	der the laws of what state or country is the <i>private fund</i> organized:		
		State: Country: Vermont United States		
		Vermont United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
	Na	me of General Partner, Manager, Trustee, or Director		
	GA	INGELS MANAGEMENT LLC		_
	GA	INGELS VENTURES LLC		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		_
		No Information Filed		
4.		e private fund (check all that apply; you must check at least one):		
		(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
		(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the investment company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.	(a)	Is this a "master fund" in a master-feeder arrangement?	0	•
	(b)	If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		
			Yes	No
		Is this a "feeder fund" in a master-feeder arrangement?	0	⊙
	(d)	If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?		
		Name of private fund:		
		Private fund identification number:		
		(include the "805-" prefix also)		
	NO		7 D (4)	
		TE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section the master-feeder arrangement or reporting on the funds separately.	/.B.(1)
		and marries are an german or repenanting on the remain capeting.		
7.	-	ou are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for	each	of
	the	feeder funds answer the following questions:		
		No Information Filed		
	N 1 0 -		-6.11	
		TE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all ets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it		
		Itiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
			Yes	No
8.	` ,	Is this <i>private fund</i> a "fund of funds"?		⊙
		TE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment nicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		

(b) If yes, does the *private fund* invest in funds managed by you or by a *related person*?

A. PRIVATE FUND

				Yes	No	
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investme Company Act of 1940 (other than "money market funds," to the extent provided in Ins		e Investment	0	•	
10.	What type of fund is the <i>private fund</i> ?					
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitize	zed asset fund © venture capital	fund Other <i>priva</i>	ate fund	d:	
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions	to Part 1A.				
11.	Current gross asset value of the <i>private fund</i> : \$ 100,000					
Ow	nership					
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000					
	NOTE: Report the amount routinely required of investors who are not your <i>related personganizational documents</i> of the fund).	sons (even if different from the am	ount set forth in the	e		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 7					
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and 32%	your related persons:				
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the 3%	aggregate) by funds of funds:				
	(b) If the private fund qualifies for the exclusion from the definition of investment com Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	pany under section 3(c)(1) of the	Investment	Yes	No ©	
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>Uni</i> 0%	ted States persons:				
Voi	r Advisory Services					
100	I Advisory Services			Yes	No	
17.	(a) Are you a subadviser to this <i>private fund</i> ?			0	•	
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer to question 17.(a) is "no," leave this question blank.					
	No Information Filed	l				
				Yes	No	
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7	.B.(1).A.3.(b)) advise the private i	fund?	\odot	0	
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, i to question 18.(a) is "no," leave this question blank.	f any, of the other advisers to the	private fund. If the	answe	er	
	Name of Other Adviser to private fund	SEC file number	CRD number			
	GAINGELS MANAGEMENT LLC		317100			
				Yes	No	
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?			0	•	
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.					
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 3%					
<u>Priv</u>	vate Offering					
				Yes	No	
21.	1. Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?					

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

02	1-99999		
B. SERV	ICE PROVIDERS		
Audito	<u>"S</u>		
23. (a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes N	
,	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0 0	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one august complete questions (b) through (f) separately for each auditing firm.	ıditing firm,	
	No Information Filed		
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	Yes N	
(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	ed opinions?	
	C Yes C No C Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report	ort is available	
<u>Prime</u>	Broker		
111110		Yes N	o
24. (a)	Does the <i>private fund</i> use one or more prime brokers?	0 6	þ
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	If the private	
	No Information Filed		
			_
Custod	<u>ian</u>	Yes N	^
25. (a)	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets?	© (
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If t uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	he <i>private fun</i>	d
	Additional Custodian Information : 1 Record(s) Filed.		
	If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	the private	
	(b) Legal name of custodian: SILICON VALLEY BANK		
	(c) Primary business name of custodian: SILICON VALLEY BANK		
	(d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country):		
	City: State: Country: SANTA CLARA California United States		
	SANTA CLARA California United States	Yes No	
	(e) Is the custodian a <i>related person</i> of your firm?	0 0	
	(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):		
	CRD Number (if any):		

Form D file number

<u>Adr</u>	<u>ministrator</u>			Yes No
26.	(a) Does the <i>private fund</i> use an admir	nistrator other than your firm?		© 0
	If the answer to question 26.(a) is must complete questions (b) throu		nrough (f) below. If the <i>private fund</i> uses more than o trator.	one administrator, you
	Additional Administrator Informa	ation : 1 Record(s) Filed.		
		is "yes," respond to questions (b) e questions (b) through (f) separa	through (f) below. If the <i>private fund</i> uses more tha tely for each administrator.	n one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (cit	ry, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	
	(d) Is the administrator a related	d person of your firm?		Yes No ○ •
			tements to the <i>private fund's</i> investors? ut not all investors) No (provided to no investors)	
			the investor account statements to the (rest of the) rest of the) private fund's investors, respond "not ap	·
27.	your related person? 0% Include only those assets where (i) such	ch <i>person</i> carried out the valuation	(by value) was valued by a <i>person</i> , such as an admin a procedure established for that asset, if any, including scriptions, redemptions or distributions, and fee calcu	ng obtaining any
	allocations) was the valuation determine	ned by such <i>person</i> .		
<u>Mar</u>	<u>rketers</u>			Yes No
28.	,	•	your employees for marketing purposes?	○ ●
	similar person. If the answer to que	estion 28.(a) is "yes," respond to q	nt, consultant, finder, introducer, municipal advisor on the consultant, finder, introducer, municipal advisor on the consultant (a) through (b) separately for each records.	eter the <i>private fund</i>
		No Info	ormation Filed	
A DI	DIVATE FUND			
A. Pi	RIVATE FUND			
Info	ormation About the Private Fund			
1.	(a) Name of the <i>private fund</i> :			
	GAINGELS XPLORE 2021 LLC			
	(b) Private fund identification number:			

(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity

identifier (if any)

(include the "805-" prefix also)

2. Under the laws of what state or country is the *private fund* organized:

805-1299915796

	State: Vermont	Country: United States									
3.	(a) Name(s) of General Partr	ner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):									
	Name of General Partner, Manager, Trustee, or Director										
	GAINGELS MANAGEMENT LLC										
	GAINGELS VENTURES LLC										
	(b) If filing an umbrella regist	tration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund. No Information Filed									
4.	(1) qualifies for the exclusion	at apply; you must check at least one): sion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 sion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940									
5.	List the name and country, in	English, of each foreign financial regulatory authority with which the private fund is registered.									
		No Information Filed									
			Yes	No							
6.		n a master-feeder arrangement?	0	\odot							
	(b) If yes, what is the name	and private fund identification number (if any) of the feeder funds investing in this private fund?									
		No Information Filed									
			Yes	No							
	(c) Is this a "feeder fund" in	a master-feeder arrangement?	0	·							
		and private fund identification number (if any) of the master fund in which this private fund invests?									
			on 7.B.(1)							
7.	If you are filing a single Scheo	dule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1),	for each	า of							
	the feeder funds answer the	following questions:									
		No Information Filed									
	assets in a single fund ("mas	ions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially ster fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		d							
8.	(a) Is this <i>private fund</i> a "fun	ıd of funds"?	nes O	(O							
	NOTE: For purposes of this quehicles, regardless of wheth	uestion only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment they are also private funds or registered investment companies.	~								
	(b) If yes, does the <i>private fu</i>	und invest in funds managed by you or by a related person?	0	0							
9.		lid the <i>private fund</i> invest in securities issued by investment companies registered under the Investment than "money market funds," to the extent provided in Instruction 6.e.)?	Yes O	No ©							
10.	What type of fund is the priva	ate fund?									
	,	and $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securitized asset fund $^{f G}$ venture capital fund $^{f C}$ Other pri	ivate fun	nd:							
	NOTE: For definitions of these	se fund types, please see Instruction 6 of the Instructions to Part 1A.									

11. Current gross asset value of the private fund:

\$	100,000		
<u>Owner</u>	<u>-ship</u>		
	nimum investment commitment required of an investor in the <i>private fund</i> :		
NO	1,000 DTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth ir ganizational documents of the fund).	the	
13. Ap	proximate number of the <i>private fund's</i> beneficial owners:		
14. W	hat is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
15. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	o No ⊙
	hat is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
Your A	Advisory Services	V	NI-
17 (a	Are you a subadviser to this <i>private fund</i> ?	Yes	No
) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the ans question 17.(a) is "no," leave this question blank.	wer to	•
	No Information Filed		
		Vos	. No
18. (a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	·	0
•) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If to question 18.(a) is "no," leave this question blank.	_	_
	Name of Other Adviser to <i>private fund</i> SEC file number CRD number		
	GAINGELS MANAGEMENT LLC 317100		
		Yes	No
19. Ar	e your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	\odot
No	OTE: For purposes of this question, do not consider feeder funds of the private fund.		
20. Ap	proximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
<u>Privat</u>	e Offering	V	NI-
21. Ha	as the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	No O
	yes, provide the <i>private fund's</i> Form D file number (if any): orm D file number		
0	21-422322		
3. SER\	ICE PROVIDERS		
Audito	<u>rs</u>		
		Yes	s No
23. (a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	0	•
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one aud	liting firn	٦,

				Yes No
(g) Are the private fund's audited financial sta investors?	tements for the most recently con	npleted fiscal year distributed to the private fund's	0 0
(h) Do all of the reports prepared by the audi	ting firm for the <i>private fund</i> since	your last annual updating amendment contain unqualif	ied opinions?
	O Yes O No O Report Not Yet Received			
	If you check "Report Not Yet Received," you	ı must promptly file an amendmeni	to your Form ADV to update your response when the rep	oort is available.
<u>Prime</u>	<u>Broker</u>			Vac N
24. (a) Does the <i>private fund</i> use one or more pri	me brokers?		Yes No
	•		(e) below for each prime broker the <i>private fund</i> uses.	-
	fund uses more than one prime broker, yo	ou must complete questions (b) the	rough (e) separately for each prime broker.	
		No Informati	on Filed	
Custoo	<u>dian</u>			Yes No
25. (a) Does the <i>private fund</i> use any custodians	(including the prime brokers lister	d above) to hold some or all of its assets?	0 0
			(g) below for each custodian the <i>private fund</i> uses. If	the private fund
	uses more than one custodian, you must	complete questions (b) through (g) separately for each custodian.	
	Additional Custodian Information : 1 Re	ecord(s) Filed.		
	fund uses more than one custodian, you (b) Legal name of custodian: SILICON VALLEY BANK	u must complete questions (b) the	gh g) below for each custodian the <i>private fund</i> uses. If ough (g) separately for each custodian.	f the <i>private</i>
	(c) Primary business name of custodiar SILICON VALLEY BANK	n:		
	(d) The location of the custodian's offic	e responsible for $\it custody$ of the $\it p$	rivate fund's assets (city, state and country):	
	City:	State:	Country:	
	SANTA CLARA	California	United States	Yes No
	(e) Is the custodian a related person of	your firm?		0 0
	(f) If the custodian is a broker-dealer,	provide its SEC registration numb	er (if any):	
	CRD Number (if any):			
	(g) If the custodian is not a broker-dea	ler, or is a broker-dealer but doe:	s not have an SEC registration number, provide its <i>lega</i>	al entity
<u>Admin</u>	(f) If the custodian is a broker-dealer,CRD Number (if any):(g) If the custodian is not a broker-dealer,	provide its SEC registration numb		

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you

26. (a) Does the $private\ fund\ use\ an\ administrator\ other\ than\ your\ firm?$

Additional Administrator Information: 1 Record(s) Filed.

must complete questions (b) through (f) separately for each administrator.

No Information Filed

			·	n 26.(a) is "yes," respond t complete questions (b) thr	•	through (f) below. If the <i>private fund</i> uses ely for each administrator.	s more than one
		(a)	Name of administrate GAINGELS INC	or:			
			CATIVOLES TIVE				
		(c)	Location of administr	ator (city, state and count	ry):		
			City:	State:		Country:	
			NEW YORK	New Yo	ork	United States	
							Yes No
		(d)	Is the administrator	a <i>related person</i> of your firr	n?		0 @
		(e)				ements to the <i>private fund's</i> investors? t not all investors) © No (provided to no	investors)
		(f)	·			the investor account statements to the (rest of the) private fund's investors, respo	•
27.	your 0% Incli rele	relatude of	nly those assets when	re (i) such <i>person</i> carried o	ut the valuation of investor subsc	by value) was valued by a <i>person</i> , such a procedure established for that asset, if a criptions, redemptions or distributions, and	ny, including obtaining any
<u>Ma</u>	<u>rkete</u>	<u>rs</u>					
							Yes No
28.		You n simila	nust answer "yes" wh or <i>person</i> . If the answe	ether the <i>person</i> acts as a er to question 28.(a) is "ye	placement agen s," respond to qu	your <i>employees</i> for marketing purposes? t, consultant, finder, introducer, municipa uestions (b) through (g) below for each s lete questions (b) through (g) separately	such marketer the <i>private fund</i>
					No Info	rmation Filed	
A. P	RIVAT	E FUN	ND				
Info	ormat	ion Al	bout the <i>Private Fur</i>	<u>d</u>			
1.	(a)	Name	e of the <i>private fund</i> :				
		HARV	EY'S GAINGELS FLYCO	OIN LLC			
	(b)	Privat	te fund identification n	umber:			
		(inclu	de the "805-" prefix a	ılso)			
		805-4	4636289201				
2.	llnd	or the	lows of what state o	r country is the <i>private fun</i>	d organizad.		
۷.		State		,	Country:		
		Verm			United States		
3.	(a)	Name	e(s) of General Partne	r, Manager, Trustee, or Dir	ectors (or <i>persor</i>	ns serving in a similar capacity):	
	Nar	ne of	General Partner, Ma	nager, Trustee, or Directo	or		
	GAI	NGEL	S MANAGEMENT LLC				
	GAI	NGEL	S VENTURES LLC				
	(b)	If filin	ng an <i>umbrella registra</i>	tion, identify the filing advis		adviser(s) that sponsor(s) or manage(s)	this <i>private fund</i> .

5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.	
	No Information Filed	
6.	(a) Is this a "master fund" in a master-feeder arrangement?	Yes No
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	0 0
	No Information Filed	
	(c) Is this a "feeder fund" in a master-feeder arrangement?	Yes No
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :	0 6
	Private fund identification number: (include the "805-" prefix also)	
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each of
	No Information Filed	
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	ssued
8.	(a) Is this <i>private fund</i> a "fund of funds"?	Yes No
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	
	(a) It yes, does the private rand invest in rands managed by year of by a related person.	0 0
		O O
9.		
	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment	Yes No
	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	Yes No
	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? What type of fund is the <i>private fund</i> ?	Yes No
10.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? What type of fund is the <i>private fund</i> ? Note that the private fund is the private fund? Note that the private fund is the private fund? Note that the private fund is the private fund? Note that the private fund is the private fund?	Yes No
10. 11.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? What type of fund is the <i>private fund</i> ? hedge fund liquidity fund private equity fund real estate fund securitized asset fund venture capital fund other <i>private</i> . NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.	Yes No
10.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? What type of fund is the <i>private fund?</i> O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other <i>private</i> NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A. Current gross asset value of the <i>private fund</i> : \$ 1,395,000	Yes No

4. The *private fund* (check all that apply; you must check at least one):

13. Approximate number of the *private fund's* beneficial owners:

67

14.	What is the approximate percentage of the <i>private fund</i> beneficially own 6%	ed by you and your <i>related persons</i> :			
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially 0%	owned (in the aggregate) by funds of funds:			
	(b) If the private fund qualifies for the exclusion from the definition of in Company Act of 1940, are sales of the fund limited to <i>qualified clients</i>			Yes O	No ⊙
16.	What is the approximate percentage of the <i>private fund</i> beneficially own 1%	ed by non- <i>United States persons</i> :			
Υοι	ur Advisory Services				
17.	(a) Are you a subadviser to this private fund?		•	Yes	No ©
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC question 17.(a) is "no," leave this question blank.	C file number, if any, of the adviser of the <i>priva</i>	ate fund. If the answer t		
	No Inf	formation Filed			
10	(a) Do any investment advisers (other than the investment advisers liste	od in Soction 7 R (1) A 3 (h)) advise the priva		Yes	
10.	(b) If the answer to question 18.(a) is "yes," provide the name and SEC	•		⊙ nsw∈	o er
	to question 18.(a) is "no," leave this question blank.				
	Name of Other Adviser to private fund GAINGELS MANAGEMENT LLC	SEC file number	CRD number		
	O/IIIVOEES IV/IIV/IOEIVIEVI EEG			Yes	No.
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?			0	•
	NOTE: For purposes of this question, do not consider feeder funds of the pr	rivate fund.			
	0%vate OfferingHas the <i>private fund</i> ever relied on an exemption from registration of its	securities under Regulation D of the Securitie		Yes •	No O
		Ü		•	
22.	If yes, provide the <i>private fund's</i> Form D file number (if any): Form D file number				
	021-99999				
	ERVICE PROVIDERS ditors				
23.	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual a	audit?		Yes	No ©
20.	(2) If the answer to question 23.(a)(1) is "yes," are the financial sta		AP?	0	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (by you must complete questions (b) through (f) separately for each audit	·	nore than one auditing		
	No Int	formation Filed			
	(g) Are the <i>private fund's</i> audited financial statements for the most recei	ntly completed fiscal year distributed to the n		Yes	
	investors?	, completed fiscal year distributed to the p	dio rana s	0	0
	(h) Do all of the reports prepared by the auditing firm for the <i>private fun</i> . C Yes C No C Report Not Yet Received	nd since your last annual updating amendment	contain unqualified opir	nions	s?
	If you check "Report Not Yet Received," you must promptly file an ame.				

Prime Broker

24. (a)	Does the <i>private fund</i> use one or more prime If the answer to question 24 (a) is "yes " resi		ough (e) below for each prime broker the <i>private</i>	ofunduses If the private
		•	b) through (e) separately for each prime broker.	·
		No Infor	mation Filed	
ustoc	<u>ian</u>			
5 (a)	Does the <i>private fund</i> use any custodians (inc	uding the prime brokers	listed above) to hold some or all of its assets?	Yes N
, (a _,		oond to questions (b) thre	ough (g) below for each custodian the <i>private fu</i>	o C and uses. If the private fund
	Additional Custodian Information : 1 Recor	d(s) Filed.		
		•	hrough g) below for each custodian the <i>private f</i> or the private for each custodian.	und uses. If the <i>private</i>
	(b) Legal name of custodian: SILICON VALLEY BANK			
	(c) Primary business name of custodian: SILICON VALLEY BANK			
	(d) The location of the custodian's office re	sponsible for <i>custody</i> of t	he <i>private fund's</i> assets (city, state and country)	:
	City: SANTA CLARA	State: California	Country: United States	
				Yes No
	(e) Is the custodian a related person of you	r firm?		0 0
	(f) If the custodian is a broker-dealer, prov	ride its SEC registration n	umber (if any):	
	CRD Number (if any):			
	(g) If the custodian is not a broker-dealer, identifier (if any)	or is a broker-dealer but	does not have an SEC registration number, prov	vide its <i>legal entity</i>
<u>min</u>	<u>strator</u>			Yes N
. (a)	Does the private fund use an administrator otl	ner than your firm?		⊚ (
	If the answer to question 26.(a) is "yes," response to the answer to question (b) through (f) separate the answer to questions (b) through (f) separate the answer to question 26.(a) is "yes," response to the answer to question 26.(a) is "yes," response to the answer to question 26.(b) is "yes," response to the answer to question 26.(a) is "yes," response to the answer to question 26.(b) through (f) separate to the answer to question 26.(a) is "yes," response to the answer to question 26.(b) through (f) separate to the answer to question 26.(b) through (f) separate to the answer to question 26.(c) is "yes," response to the answer to the an	•	ough (f) below. If the <i>private fund</i> uses more tha ator.	n one administrator, you
	Additional Administrator Information : 1 Re			
	administrator, you must complete questions	•	nrough (f) below. If the <i>private fund</i> uses more to ly for each administrator.	han one
	(b) Name of administrator: GAINGELS INC			
	(c) Location of administrator (city, state an	d country):		
	City: NEW YORK	State: New York	Country: United States	
		2 3	2	Yes No
	(d) Is the administrator a related person of	your firm?		0 0

Yes No

	(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors?	
	O Yes (provided to all investors) ○ Some (provided to some but not all investors) ○ No (provided to no investors)	
	(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable." NOT APPLICABLE	
	uring your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that is not our <i>related person</i> ?	
rel	clude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining any levant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including ocations) was the valuation determined by such <i>person</i> .	
<u>Market</u>	<u>ters</u>	
	Yes No)
28. (a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?)
	You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the private fund	
	similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the private fund	
	similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	

SECTION 7.B.(2) Private Fund Reporting
No Information Filed
Item 10 Control Persons
In this Item, we ask you to identify every <i>person</i> that, directly or indirectly, <i>controls</i> you. If you are filing an <i>umbrella registration</i> , the information in Item 10 should be provided for the <i>filing adviser</i> only.
If you are submitting an initial application or report, you must complete Schedule A and Schedule B. Schedule A asks for information about your direct owners and executive officers. Schedule B asks for information about your indirect owners. If this is an amendment and you are updating information you reported on either Schedule A or Schedule B (or both) that you filed with your initial application or report, you must complete Schedule C.
Yes No

Does any person not named in Item 1.A. or Schedules A, B, or C, directly or indirectly, control your management or policies?

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If yes, complete Section 10.A. of Schedule D.

If any person named in Schedules A, B, or C or in Section 10.A. of Schedule D is a public reporting company under Sections 12 or 15(d) of the Securities Exchange Act of 1934, please complete Section 10.B. of Schedule D.

SECTION 10.A. Control Persons

No Information Filed

SECTION 10.B. Control Person Public Reporting Companies

No Information Filed

Item 11 Disclosure Information

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

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

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

orders, judgments, or decrees lapsed. You must complete the appropriate Disclosure Reporting Page ("DRP") for "yes" answers to the questions in this Item 11. Yes No

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For "yes" answers to the following questions, complete a Criminal Action DRP:

Do any of the events below involve you or any of your supervised persons?

Yes No

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(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to any felony?

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If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 11.A.(2) to

B. In the past ten years, have you or any advisory affiliate:

A. In the past ten years, have you or any advisory affiliate:

(2) been charged with any felony?

charges that are currently pending.

- (1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to a misdemeanor involving: investments or an investment-related business, or any fraud, false statements, or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses?
- (2) been charged with a misdemeanor listed in Item 11.B.(1)?

If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 11.B.(2) to charges that are currently pending.

For	"yes" answers to the following questions, complete a Regulatory Action DRP:		
C.	Has the SEC or the Commodity Futures Trading Commission (CFTC) ever:	Yes	s No
	(1) found you or any advisory affiliate to have made a false statement or omission?	0	•
	(2) found you or any advisory affiliate to have been involved in a violation of SEC or CFTC regulations or statutes?	0	•
	(3) found you or any advisory affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted?	0	•
	(4) entered an order against you or any advisory affiliate in connection with investment-related activity?	0	•
	(5) imposed a civil money penalty on you or any advisory affiliate, or ordered you or any advisory affiliate to cease and desist from any activity?	0	•
D.	Has any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority:		
	(1) ever found you or any advisory affiliate to have made a false statement or omission, or been dishonest, unfair, or unethical?	\circ	•
	(2) ever found you or any advisory affiliate to have been involved in a violation of investment-related regulations or statutes?	0	•
	(3) ever found you or any advisory affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted?	0	•
	(4) in the past ten years, entered an order against you or any advisory affiliate in connection with an investment-related activity?	0	•
	(5) ever denied, suspended, or revoked your or any advisory affiliate's registration or license, or otherwise prevented you or any advisory affiliate, by order, from associating with an investment-related business or restricted your or any advisory affiliate's activity?	0	•
E.	Has any self-regulatory organization or commodities exchange ever:		
	(1) found you or any advisory affiliate to have made a false statement or omission?	\circ	•
	(2) found you or any advisory affiliate to have been involved in a violation of its rules (other than a violation designated as a "minor rule violation" under a plan approved by the SEC)?	0	•
	(3) found you or any advisory affiliate to have been the cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted?	0	•
	(4) disciplined you or any advisory affiliate by expelling or suspending you or the advisory affiliate from membership, barring or suspending you or the advisory affiliate from association with other members, or otherwise restricting your or the advisory affiliate's activities?	0	•
F.	Has an authorization to act as an attorney, accountant, or federal contractor granted to you or any advisory affiliate ever been revoked or suspended?	0	•
G.	Are you or any <i>advisory affiliate</i> now the subject of any regulatory <i>proceeding</i> that could result in a "yes" answer to any part of Item 11.C., 11.D., or 11.E.?	0	•
For	"yes" answers to the following questions, complete a Civil Judicial Action DRP:		
Н.	(1) Has any domestic or foreign court:	Yes	s No
	(a) in the past ten years, enjoined you or any advisory affiliate in connection with any investment-related activity?	0	⊙
	(b) ever found that you or any advisory affiliate were involved in a violation of investment-related statutes or regulations?	\circ	⊙
	(c) ever dismissed, pursuant to a settlement agreement, an investment-related civil action brought against you or any advisory affiliate by a state or foreign financial regulatory authority?	0	•
	(2) Are you or any advisory affiliate now the subject of any civil proceeding that could result in a "yes" answer to any part of Item 11.H.(1)?	0	0

Schedule A

Direct Owners and Executive Officers

- 1. Complete Schedule A only if you are submitting an initial application or report. Schedule A asks for information about your direct owners and executive officers. Use Schedule C to amend this information.
- 2. Direct Owners and Executive Officers. List below the names of:
 - (a) each Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, Chief Legal Officer, Chief Compliance Officer (Chief Compliance Officer is required if you are registered or applying for registration and cannot be more than one individual), director, and any other individuals with similar status or functions;
 - (b) if you are organized as a corporation, each shareholder that is a direct owner of 5% or more of a class of your voting securities, unless you are a public reporting company (a company subject to Section 12 or 15(d) of the Exchange Act);

 Direct owners include any *person* that owns, beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 5% or more of a class of your voting securities. For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.
 - (c) if you are organized as a partnership, <u>all</u> general partners and those limited and special partners that have the right to receive upon dissolution, or

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

FULL LEGAL NAME (Individuals: Last Name, First Name, Middle Name)				Ownership Code	Control Person		CRD No. If None: S.S. No. and Date of Birth, IRS Tax No. or Employer ID No.
GAINGELS HOLDINGS LP	DE	MEMBER	09/2021	E	Υ	N	

Schedule B

Indirect Owners

- 1. Complete Schedule B only if you are submitting an initial application or report. Schedule B asks for information about your indirect owners; you must first complete Schedule A, which asks for information about your direct owners. Use Schedule C to amend this information.
- 2. Indirect Owners. With respect to each owner listed on Schedule A (except individual owners), list below:
 - (a) in the case of an owner that is a corporation, each of its shareholders that beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 25% or more of a class of a voting security of that corporation;

For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.

- (b) in the case of an owner that is a partnership, <u>all</u> general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 25% or more of the partnership's capital;
- (c) in the case of an owner that is a trust, the trust and each trustee; and
- (d) in the case of an owner that is a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 25% or more of the LLC's capital, and (ii) if managed by elected managers, all elected managers.
- 3. Continue up the chain of ownership listing all 25% owners at each level. Once a public reporting company (a company subject to Sections 12 or 15(d) of the Exchange Act) is reached, no further ownership information need be given.
- 4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "I" if the owner is an individual.
- 5. Complete the Status column by entering the owner's status as partner, trustee, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).
- 6. Ownership codes are: C 25% but less than 50% E 75% or more
 - D 50% but less than 75% F Other (general partner, trustee, or elected manager)
- 7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the *person* does not have *control*. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control persons*.
 - (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
 - (c) Complete each column.

FULL LEGAL NAME (Individuals: Last	DE/FE/I	Entity in Which	Status	Date Status	Ownership	Control	PR	CRD No. If None: S.S. No. and Date
Name, First Name, Middle Name)		Interest is		Acquired	Code	Person		of Birth, IRS Tax No. or Employer ID
		Owned		MM/YYYY				No.
BEATTY, DAVID, VINCENT	I	GAINGELS	LIMITED	09/2021	С	Υ	N	7491103
		HOLDINGS LP	PARTNER					
GAINGELS GOVERNANCE LLC	DE	GAINGELS	GENERAL	09/2021	F	Υ	N	
		HOLDINGS LP	PARTNER					

Schedule D - Miscellaneous

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

DRP Pages

CRIMINAL DISCLOSURE REPORTING PAGE (ADV)

REGULATORY ACTION DISCLOSURE REPORTING PAGE (ADV)
No Information Filed
CIVIL JUDICIAL ACTION DISCLOSURE REPORTING PAGE (ADV)
No Information Filed

Execution Pages

No Information Filed

DOMESTIC INVESTMENT ADVISER EXECUTION PAGE

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

Appointment of Agent for Service of Process

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

Signature

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

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

Signature: DAVID BEATTY

317099

Printed Name:

DAVID BEATTY
Adviser *CRD* Number:

Date: MM/DD/YYYY 01/24/2022

Title: MANAGER

NON-RESIDENT INVESTMENT ADVISER EXECUTION PAGE

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

1. Appointment of Agent for Service of Process

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

2. Appointment and Consent: Effect on Partnerships

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

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

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

Signature

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

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

Signature: Date: MM/DD/YYYY

Printed Name: Title:

Adviser CRD Number:

317099