



CAMBRIDGE ASSOCIATES LIMITED LLC

CAMBRIDGE ASSOCIATES LIMITED LLC BROCHURE December 17, 2012

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This Brochure provides information about the qualifications and business practices of Cambridge Associates Limited, LLC. If you have any questions about the contents of this Brochure, please contact:

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General Counsel and Chief Compliance Officer

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The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state or national securities authority.

Additional information about Cambridge Associates Limited, LLC also is available on the SEC's website at www.adviserinfo.sec.gov.

Registration with the SEC does not mean that the SEC or any other agency of the United States government has reviewed or approved of the registered investment adviser's abilities or qualifications nor does it imply a certain level of skill or training.

Item 2 - MATERIAL CHANGES

On the cover page, the Firm's address has been changed from 100 Summer Street, Boston, MA 02110-2112 to 125 High Street, Boston, MA 02110-2112

In Item 10, language has been added to describe the Firm's use of sub-advisers. The Firm does not receive compensation from sub-advisers or investment managers for directing or investing client assets.

In Item 11, language has been added to describe potential investment opportunities that may not be offered broadly to clients of the Firm.

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Item 4 - ADVISORY BUSINESS

Summary

Cambridge Associates Limited, LLC (“CA”) is a privately held investment advisory firm that is one of five global investment advisory firms that are under common ownership and control (the “Firm”). The first investment advisory firm was established by James N. Bailey and Hunter Lewis in 1975. The original founders still own or control just under 75 percent of the Firm.

Mission Statement. *We strive to help global institutional investors and private clients meet or exceed their investment objectives by providing proactive, unbiased advice grounded in intensive and independent research.*

The Firm consists of five global affiliates providing investment consulting, research, and performance measurement services.

Name	Location	Legal Structure
Cambridge Associates Limited, LLC (“CA”)	Sydney, Australia	Massachusetts Limited Liability Company (Registered with the SEC and subject to oversight by the Australian Securities and Investment Commission)
Cambridge Associates LLC	Boston, MA	Massachusetts Limited Liability Company (Registered with the SEC)
Cambridge Associates Limited	London, England	Limited Company in England and Wales (Authorized and Regulated by the Financial Services Authority)
Cambridge Associates Asia Pte Ltd	Singapore	Singapore Corporation
Cambridge Associates Investment Consultancy (Beijing) LTD	Beijing, PRC	Company incorporated in the People’s Republic of China

CA and its affiliates are under common ownership and control. We have no affiliations with broker/dealers, other investment managers, solicitors or placement agents.

The Firm provides its clients with primarily non-discretionary, but also discretionary, investment advisory services ranging from comprehensive portfolio oversight to a defined set of services encompassing: investment consulting; financial planning; performance

measurement reporting; limited administrative services; original research covering a wide range of asset classes; and access to our extensive proprietary databases containing capital markets exhibits, comparative peer group data and information covering over 6,000 investment managers. We also host an annual global workshop; organize periodic roundtable discussions targeted towards our clients' staff members and trustees; and conduct timely webcasts to promote an interactive dialogue between our clients and representatives from the Firm's capital markets' research group and senior management.

The Firm is not an investment manager in the traditional sense, rather we assist our clients in selecting institutional quality external investment managers for their portfolios. Our advice is customized, and we do not offer any prepackaged funds-of-funds or other off-the-shelf investment products.

For over 30 years, the Firm has dedicated substantial resources towards developing and expanding our knowledge of alternative asset classes, including hedge funds, private investments (private equity/venture capital), real estate, timber, and other natural resources. We publish private equity and venture capital indices quarterly.

In 2008, the Firm formed an internal Mission-Related Investing Group to expand our knowledge of managers in the mission-related investing universe and assist our clients in defining best practices for socially responsible investment programs.

Investment Advisory Services

The Firm's investment advisory services include the services described below. We recognize that each client is characterized by a unique set of needs, constraints, preferences, and goals. To accommodate this diversity, we strive to tailor our services and advice for each client on an individual basis, primarily grounded in the results of our proprietary research.

Investment Consulting

Our investment consulting services may include:

- Establishing investment objectives and policies in close collaboration with each client, taking into consideration any investment restrictions our client may impose such as limitations on investments in certain asset classes, certain securities or jurisdictions and socially responsible investments.
- Asset allocation advice
- Developing an appropriate investment manager structure
- Evaluating existing managers, conducting manager research and due diligence on specific managers and recommending investments in selected funds/partnerships.
- Operational due diligence on hedge fund managers (e.g., background and reference checks, analysis of the manager's organizational structure and operating procedures, assessment of third party vendors such as the auditors, legal counsel, and prime brokers.
- Reviewing business terms in manager documents.

- Communicating with managers on broad issues affecting the interests of their investors.
- Coordinating with client's legal, accounting, tax and other advisors. (We do not conduct a legal terms review, nor do we provide tax or fund accounting advice.)
- Facilitating manager introductions
- Advising on governance procedures.
- Advising on managing concentrated holdings such as stock and real estate.
- Evaluating custody, cash management, brokerage and securities lending arrangements.
- Advising on spending policies and shortfall analysis
- Risk exposure analysis

Research Materials and Products

- Access to the Firm's extensive databases on investment managers and capital markets. Our clients can explore the databases directly via our website or rely on their consulting team to extract the data. Access to the Research Navigator platform requires a separate license agreement and additional fees may apply.
- The Firm publishes over 100 proprietary periodic and topical research reports annually including surveys of investment and financial data provided by our clients. These reports are available in hardcopy and online.
- The Firm publishes its US Private Equity and Venture Capital Indices each quarter. These indices are broadly available. Additional indices covering US buyout, mezzanine and healthcare funds, natural resources, real estate, distressed securities, global funds and fund of funds, etc., are only available to our clients.
- Clients can use the Firm's software program, *Private Equity Benchmark Calculator*, to create customized benchmarks specifying multiple filter criteria, such as asset sector, vintage year, and industry focus, region and stage.
- Clients who subscribe to the Firm's performance measurement reports on their non-marketable alternative investment assets can use the CPP System® software program to update their cash flows and market values on a real-time basis.

Performance Measurement Reports

- Quarterly performance and asset allocation reports for marketable securities include calculation of managers' and clients' investment performance, analyses of managers' and clients' portfolios, a comparison of managers' and clients' performance to other clients, other managers, and standard indices, qualitative commentary and strategy position exposures. Monthly summary asset allocation and performance reports based on preliminary data are also available.
- Quarterly performance reports for non-marketable securities include calculation of returns realized by investment partnerships, managers, and clients with a comparison of managers' and clients' performance to other managers, clients, and internally developed benchmarks.

Administrative Services

- We will collect and complete subscription forms and related documentation for funding new investments and liquidating existing investments; forward documents for signature, track document flow and monitor custodian's receipt and disbursement of cash.
- We also provide audit support materials to our nonprofit advisory clients relating to their alternative investment assets. These materials describe the Firm's initial and ongoing due diligence process in detail and our valuation tracking process for hedge funds.

Assets under Management

Not Applicable.

Item 5 - Fees and Compensation

The fees shown below are based on our current fee schedules.

The table below is illustrative. Our fees for nonprofit organizations may be lower than those for corporations and private clients.

Contract Type	Description of Services	Fee Ranges
Advisory Services	We provide proactive advice and monitoring of the investment portfolio	Subject to a Minimum fee, 6.5 to 50 basis points on the NAV of the investment assets (or on commitments to private investments). The fee depends on the type of client and the type of asset classes under advisement.
Base Services	Our base services consist of access to our research reports, our manager databases (excluding Research Navigator) and a limited amount of consulting time to respond to ad hoc inquiries. All client contracts include base services.	The minimum Base fee depends on the type of client and the size of their investment portfolio.

Consulting Services	Our clients select the services they wish to receive on an á la carte basis. The selection may vary from year to year.	An annual fixed fee, including the Base Fee, is determined in advance based on the scope of services requested. Standard fee schedules for manager searches and performance reporting are available.
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In addition to our standard service offerings, we will consider special projects upon request. We also provide the following services on a stand-alone basis:

- Performance Measurement Reporting Services
- Access to our *Private Equity Benchmark Calculator*
- Internet Access to our research and investment manager databases
- Internet Access to the Research Navigator Platform

We generally customize our services based on each individual client's needs; therefore, our fees are dependent on, among other factors, the client's total asset size, particular service level requirements, allocation of assets between traditional marketable securities and alternative investment assets, whether or not the relationship is discretionary, the client's domicile, longevity of their relationship with us, type (e.g., a nonprofit organization, a corporation, a public pension plan, a private client, etc.) and whether or not similar services are provided á la carte or included in a standard package of services. Legacy clients may pay lower fees.

Payment Schedules

Depending on the scope of services provided, we invoice our clients for the full fee in advance, semi-annually or quarterly depending on whether they pay a fixed fee or a fee based on the net asset value of their portfolio under advisement. One half of the fee for project work is typically billed in advance with the balance payable upon completion. For large, long-term project-only relationships, a client may negotiate a payment schedule based on delivery milestones.

When applicable, out-of-pocket reimbursable expenses such as our expenses (at cost) for travel, printing, postage and delivery of documents are billed monthly.

For fee calculation purposes, when the fee is based on the value of the assets under advisement, we use the net asset value of your investments as reported to us by the investment managers. These values are typically net of the investment managers' fees.

Termination Provisions

Almost all of our contracts have an initial one-year term, with automatic renewal for subsequent years assuming no change in services and/or fees. Our clients may terminate their relationship immediately or typically within 30 to 90 days with advance notice depending on the notice period specified in their contract. Upon termination, we will adjust

any fees payable to us or paid in advance by the Client on a pro rata basis from the effective date of the contract, including contracts for project work, through the date of termination.

Item 6 - Performance-Based Fees and Side-by-Side Management

- We do not charge performance-based fees, although we do recommend managers to our clients that charge performance-based fees.
- We do not receive any commissions in connection with our consulting services to our clients.

Item 7 - Types of Clients

The Firm's client base comprises nonprofit organizations, private clients, superannuation funds, sovereign wealth funds, corporations, pension plans, and government agencies.

All of the Firm's clients are Accredited Investors and nearly all are also Qualified Purchasers. Because our advice is grounded on recommending the most appropriate asset allocation and investment manager structure to our clients, they need to be able to meet the minimums imposed by most managers.

Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss

We typically work with our clients to identify or refine their investment objectives, risk parameters, and spending needs in order to determine an appropriate asset allocation and manager structure designed to achieve each client's particular financial goals. We focus on the strategies of the investment managers and funds that we recommend to our clients.

Our investment manager due diligence is based on qualitative and quantitative analyses briefly described below. We meet with nearly all of the managers we recommend and in many cases have visited their offices.

For traditional marketable managers, we typically obtain their current holdings data and run a series of historical analyses. We generally examine the product, team, organization, performance and fees.

For hedge fund managers, we emphasize a qualitative analysis in order to evaluate how their portfolios are likely to perform in different market environments. We favor strategies where managers look for inefficiency at the security level and exhibit a degree of transparency that enables us to understand the depth of the manager's fundamental analysis and approach to risk control. We focus on the manager's research process, historical security selection skill, and portfolio structuring capabilities.

For private investment managers, our quantitative review generally includes the manager's track record and financial performance (assessed on an absolute basis and on a relative basis

versus our own proprietary vintage year benchmarks). We also conduct performance attribution analysis at the company level in order to ascertain which investments and sectors are driving performance.

The qualitative factors we generally consider during our initial due diligence and future monitoring include:

- History of the organization and management team additions or departures
- Experience, quality and capacity of current investment team
- Organizational strength and cohesiveness
- Attractiveness of track record and relevance to stated strategy
- Attractiveness and consistency of investment strategy and philosophy
- Deal origination and structuring capability
- Investment due diligence skills
- Ability to add value to deals
- Partnership terms, from a business perspective
- Investment environment
- Competitive landscape

Our investment consultants primarily rely on the manager due diligence conducted by the Firm's research staff to identify managers that are aligned with an individual client's needs and objectives, but may also rely on their own research in making recommendations to their clients. In some cases, the recommended managers and funds may not have undergone the full due diligence process and be the subject of ongoing monitoring. This may include, but is not limited to, index funds, money market funds, spin-offs from existing managers, and niche managers.

We generally do not recommend direct investments in individual securities due to our focus on investment managers and their funds or products. On occasion we will recommend specific exchange-traded funds or exchange-traded notes. These have generally not gone through the manager due diligence process described above.

In discussions with investment managers regarding terms contained in partnership documents and investment management agreements, we generally take positions that we believe to be in the common interest of all our clients. In certain circumstances, however, a member of our advisory staff (consultant) may take a position on behalf of a particular client that is intended to serve the interests of that client, without regard to the interests of other clients. For example, a consultant may advise a client to take a certain position on an amendment to a partnership document that advantages that client and may communicate that position to the investment manager. It is possible that other consultants that serve other clients with differing interests may not take a position on the amendment, or may recommend that a client take the opposite position on the amendment.

Our consultants may provide different investment advice regarding the same investment manager or product to different clients. This difference arises primarily from the unique nature of each client's situation and the judgment of the consultant assigned to that client.

For example, one consultant may advise a client to redeem an investment while another consultant may advise a client to invest in the same fund.

Risk of Loss

Investing in securities involves a risk of loss. You should be prepared to accept losses as part of your investment program.

The following risk factors are not intended to be a full or complete listing of all the risks involved in investing, and you should engage in your own evaluation of such risks. Past performances of any recommended managers or funds or the success of a manager in any similar venture is no assurance of future success. There can be no assurance that you will not incur losses.

Investing in alternative assets, e.g., hedge funds and private investments, is associated with greater risk than investing in traditional marketable securities, including but not limited to illiquidity risk, manager-specific risk, and valuation risk. You should consider the following factors in determining whether investing in alternative assets is appropriate.

Private Investment Assets, i.e., U.S. and International Private Equity, Venture Capital Funds, Real Estate, Energy, Timber and Natural Resources

Private Investments are highly illiquid and the underlying company investments of these funds are also generally illiquid. Interests in these funds are not registered under the Securities Act or any state securities laws, and no readily available market exists for interests in these funds. The Client should expect to hold its investment for the entire life of these funds.

Historically, returns have varied greatly over time, depending on the conditions at the time investments were made and when investments were exited by the funds. In addition, access to high-quality private investment opportunities may be limited and there is no assurance that such opportunities will be available during the desired investment period.

Hedge Funds, i.e., Absolute Return, Long/Short Equity, Risk Arbitrage, Global Macro and Distressed Funds

The risks inherent in investing in hedge funds include the absence of regulatory oversight, illiquidity, use of possibly speculative trading techniques, use of leverage or derivatives, short selling and hedging techniques. Substantial risks are involved in investing in funds trading in equity securities, options and other derivatives. Market movements can be volatile and are difficult to predict. The activities of governments can have a profound effect on interest rates which, in turn, substantially affect securities, options and derivatives prices as well as the liquidity of such markets. Politics, recession, inflation, employment levels, trade policies, international events, war and other unforeseen events can also have a significant impact upon the prices of securities.

Additionally, hedge funds are subject to limited withdrawal rights. A fund may be unable to liquidate certain investments to fund withdrawals in a timely manner. Realization of value

from the interests in a hedge fund may be difficult in the short-term, or may have to be made at a substantial discount compared to other freely tradable investments. Interests in these funds are not registered under the Securities Act or any federal or state securities law. In the event of the early termination of a hedge fund as the result of certain events, the fund would have to distribute to the limited partners their interest in the assets of the fund. Certain assets held by the fund may be highly illiquid and might have little or no ascertainable market value.

Item 9 - Disciplinary Information

Not applicable.

Item 10 - Other Financial Industry Activities and Affiliations

The Firm does not have other financial industry activities or affiliations where compensation is derived from investing or recommending investment of client assets. The Firm may invest or recommend investment of client's assets with other investment advisers, however, the Firm will not accept compensation from those investment managers for the recommendation or investment.

Item 11 - Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Code of Ethics

We have a Code of Ethics that all our employees must agree to honor in writing annually as a condition of their employment. Key elements of the Code include:

- Expected standards of conduct
- Disclosure of material outside business activities and personal relationships with investment managers and custodial banks that the Firm may evaluate or recommend to its clients
- The Firm's gift policy
- Confidential treatment of client data
- Restrictions on personal investments
- Restrictions on political contributions

Employees may not engage in any act, practice or course of conduct that is fraudulent, deceptive, manipulative, or potentially misleading.

Employees may not favor certain clients over others such as:

- Giving time sensitive information to one or more clients ahead of others (e.g., providing advance notification that a manager intends to launch a new fund: or).

- Directing or influencing the allocation of securities of a limited supply and higher potential return to particular clients solely because they may generate larger fees to the Firm.

Due to the nature of the services we provide, we do not have direct responsibility for the allocation of investment opportunities among our clients. We provide investment managers with lists of those clients who may be interested in a potential investment and we may facilitate an introductory meeting. All decisions to accept an investor into a particular fund are the responsibility of the fund manager. However, in some instances, the Firm may source investments specifically to meet the needs of individual clients, and such opportunities may not be offered broadly to the Firm's clients as a whole.

Our employees may not accept any gift worth \$100 or more from any person or entity that does business with the Firm or from any investment manager without the prior permission of the Chief Compliance Officer.

Our employees may not purchase securities from or sell securities to any client without the written approval of our Board of Managers. If approval is granted, the Firm must receive a communication signed by the Client acknowledging and approving the transaction.

Personal Trading

All employees must contact the Compliance Department to pre-clear the purchase of any securities that are not publicly traded, as well as investments in initial public offerings. Permission will generally be granted provided that the investment would not impede the ability of our clients to invest in the security to the extent that they desire to do so.

All employees must provide the Firm with an initial holdings report within their first ten days of employment and provide data on their personal securities transactions within thirty days after the end of each calendar quarter. Reports of personal securities transactions are reviewed by the Chief Compliance Officer, and others as necessary, to identify trading that potentially violates securities laws and/or the Firm's written policies.

All employees must certify annually that they have read and understood the Firm's Code of Ethics and that they have complied with the personal securities reporting and Outside Activities reports required by the Firm. A copy of our Code of Ethics will be provided to any client or prospective client upon request (email: squintero@cambridgeassociates.com).

Participation or Interest in Client Transactions

Our employees may purchase publicly-traded securities that are owned by our clients unless that security is on the Firm's Restricted List or the purchase would otherwise violate our trading policies or any applicable laws.

Our employees may also purchase securities that are not publicly traded provided that their investment would not impede the ability of our clients to invest in that security to the extent that they desire to do so. All such investments must be pre-cleared. Employees may receive

relaxed investment terms, such as the waiver of investment minimums, in connection with their investment in private placements. Employees must notify the clients they advise in advance if they recommend a private placement they are considering for themselves or that they already own. Our employees must also notify their clients in advance if they decide to withdraw from a private investment that they have recommended that is also held by their clients.

The Firm does not buy or sell securities for its own account. We do make a minimal investment in several of the SIFs to satisfy legal requirements.

Political Contributions

All members of the Board of Managers, executive officers, and any other employees (and their supervisors) whose activities could encompass the solicitation of government clients on behalf of the Firm are required to pre-clear all political contributions to local, state or federal candidates, state and local political parties, or political action committees. This requirement also extends to their spouses and dependent children. A copy of our Political Contribution Policy will be provided to any client or prospective client upon request (email squintero@cambridgeassociates.com).

Item 12 - Brokerage Practices

We have no broker/dealer affiliations. We are an independent investment advisory firm. We do not receive any commissions, research or other products or services in connection with our clients' brokerage transactions.

We can provide you with contact lists of well-known established brokers that have commission recapture programs and provide other services such as transition management services. We do not perform due diligence on these brokerage firms.

Clients may use commission credits from directed brokerage towards payment of our fees. Please note that standard brokerage fees can be considerably less than the fees associated with commission recapture programs and it may not be advantageous to utilize these commission credits to pay all or part of your expenses towards payment of our fees, the fees of your investment managers, your custodian, etc. Clients should make their own decisions regarding the use of these programs.

Item 13 - Review of Accounts

The Managing Director, who has significant experience advising clients on investment portfolios, serves as a mentor to CA's advisory staff. In the case of hedge fund portfolios, a standing committee of the Firm's experienced hedge fund consultants generally reviews these portfolios on an annual basis and provides the responsible specialist consultant(s) with written and/or oral feedback about portfolio construction and manager selection. Another oversight committee of senior consultants in the Firm with in-depth experience with private investment assets generally reviews those portfolios annually.

Clients who subscribe to our performance measurement reporting services typically receive written reports containing detailed quarterly and cumulative information on portfolio holdings and performance. Subscribers who also receive consulting services are typically informed annually when full due diligence or its equivalent has or has not been completed for a fund/manager in their portfolio. If we become aware of a materially adverse issue with an investment manager represented in our clients' portfolios, a computer generated notification is sent to the members of the relevant consulting team and to each client invested with that manager recommending a review of that holding.

Item 14 - Client Referrals and Other Compensation

Not Applicable. Our only source of compensation comes from the fees paid by our clients. We do not compensate any person for client referrals.

Item 15 - Custody

Not Applicable.

Item 16 - Investment Discretion

We will enter into discretionary investment management relationships with our clients. The extent of our discretionary authority is generally limited to the selection or termination of investment managers and the authority to instruct our client's custodian to transfer funds to effect that investment. The authority to select managers and instruct the client's custodian is imbedded in the discretionary Investment Management Agreement between Cambridge and a client. All investments are subject to a Client's investment guidelines and restrictions will be agreed upon in advance.

When we have discretionary authority over a client's total portfolio, the Firm's Oversight Committee is charged with ensuring that investment decisions are made consistently across client portfolios; that client portfolios are within the policy guidelines established by the client; and that the rationale behind investment decisions is consistent with Firm policy. The Oversight Risk Committee is composed of senior members of the Firm. Although the Oversight Committee is charged with ongoing monitoring of the discretionary portfolios, they also must meet with each discretionary team no less than quarterly for a formal review of the portfolio.

In cases where we have discretionary authority over a subset of a client's portfolio, such as the client's hedge fund program or private investments, dedicated committees comprised of senior specialist consultants take the place of the Oversight Committee.

In all cases, if a member of the responsible committee is on the client's discretionary team, they may not participate in the decision to select or terminate a manager.

Item 17 - Voting Client Securities

The Firm typically does not have authority to vote proxies except for our discretionary relationships. Because our clients generally invest through funds, rather than in individual securities, they are rarely solicited to vote proxies. The managers of those funds, to the extent they invest in equity securities, generally will have proxy voting authority and will vote portfolio securities in accordance with their own proxy voting policies.

In cases where we have voting authority, we will seek to vote our client's securities in the economic best interests of that client. If we identify a potential material conflict between our interests and those of a client with respect to a proxy solicitation, we will vote only in accordance with our client instructions.

When the Firm does not have voting authority, clients may receive proxy solicitations directly from the issuer, from their custodian, from a transfer agent or, in some cases, from us. Upon request, we will provide our advisory clients guidance regarding these proxy solicitations. Questions about particular solicitations should be directed to your consulting team.

Upon request, we will provide clients with copies of our proxy voting policies and will inform those clients for whom we have proxy voting authority, how we voted on their behalf.

Item 18 - Financial Information

The Cambridge Associates Limited, LLC and Subsidiary Consolidated Balance Sheets are attached.

CAMBRIDGE ASSOCIATES LIMITED, LLC AND SUBSIDIARY

Consolidated Balance Sheet

December 31, 2011

(With Independent Auditor's Report Thereon)



Report of Independent Auditors

To the Members of Cambridge Associates Limited, LLC:

In our opinion, the accompanying consolidated balance sheet presents fairly, in all material respects, the financial position of Cambridge Associates Limited, LLC and its subsidiaries (the "Company") at December 31, 2011 in conformity with accounting principles generally accepted in the United States of America. This financial statement is the responsibility of the Company's management; our responsibility is to express an opinion on this financial statement based on our audit. We conducted our audit of this statement in accordance with auditing standards generally accepted in the United States of America, which require that we plan and perform the audit to obtain reasonable assurance about whether the balance sheet is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the balance sheet, assessing the accounting principles used and significant estimates made by management, and evaluating the overall balance sheet presentation. We believe that our audit of the balance sheet provide a reasonable basis for our opinion.

This report is intended solely for the information and use of the management of the Company and the United States Securities and Exchange Commission. It is not intended to be and should not be used by anyone other than these specified parties.

PricewaterhouseCoopers LLP

March 30, 2012

CAMBRIDGE ASSOCIATES LIMITED, LLC AND SUBSIDIARY

Consolidated Balance Sheet

December 31, 2011

Assets

Current assets:

Cash and cash equivalents	\$ 4,743,219
Short term investments	6,922,883
Receivables, net of reserves of \$87,685	
Trade	6,645,026
Unbilled fees and expenses	1,292,993
Other	398,659
Prepaid expenses and other assets	1,068,561
Deferred tax asset, net	53,922
Total current assets	21,125,263
Property and equipment, net	2,214,979
Total assets	\$ 23,340,242

Liabilities and Members' Equity

Current liabilities:

Unearned revenue	\$ 2,031,845
Accrued salaries, vacation, and related expenses	4,120,091
Accounts payable and accrued expenses	1,405,733
Foreign income taxes payable	798,388
Current portion of deferred rent	11,422
Payable to related parties, net	1,340,688
Total current liabilities	9,708,167
Long-term portion of deferred rent	1,714,454
Total liabilities	11,422,621
Commitments and contingencies	-
Members' equity	11,917,621
Total liabilities and members' equity	\$ 23,340,242

See accompanying notes to the consolidated balance sheet.

CAMBRIDGE ASSOCIATES LIMITED, LLC AND SUBSIDIARY

Notes to Consolidated Balance Sheet

December 31, 2011

(1) Organization

Cambridge Associates Limited, LLC (“the Company” or “CA LTD LLC”) is a Massachusetts limited liability company, formed on May 10, 2000 and registered with the United States Securities and Exchange Commission as an investment adviser and operates in the United Kingdom and Australia. CA LTD LLC is a successor company to Cambridge Associates Limited, which was formed on June 22, 1993 as a Massachusetts corporation.

Cambridge Associates Limited (“CA LTD”) is an investment adviser that was formed on March 5, 2007 as a corporation under the laws of the United Kingdom, and is a wholly owned subsidiary of CA LTD LLC.

Brook Street Limited, a wholly owned subsidiary of CA LTD, was formed on February 3, 2010 in the Cayman Islands as an exempted company with limited liability. Brook Street Limited is the general partner of two Guernsey incorporated limited partnership funds.

A branch office of CA LTD LLC was formed on June 3, 2004 as a corporation under the laws of Australia.

(2) Summary of Significant Accounting Policies

The following are significant accounting policies followed by the Company:

(a) *Basis of Presentation*

The consolidated balance sheet is presented in US Dollar and is prepared in accordance with accounting principles generally accepted in the United States of America, which require the use of estimates, judgments, and assumptions that affect the reported amounts of assets and liabilities at the date of the balance sheet. Management believes that the accounting estimates are appropriate and the resulting balances are reasonable; however, due to the inherent uncertainties in making estimates, actual amounts may differ from these estimates.

The consolidated balance sheet includes the accounts of CA LTD, LLC and CA LTD (collectively referred to as the Company). All intercompany transactions and balances between the companies have been eliminated.

(b) *Cash and Cash Equivalents*

The Company considers all highly liquid debt instruments with original maturities of three months or less when purchased, including money market mutual funds, to be cash equivalents. Cash and cash equivalents include cash on hand, non-interest-bearing and interest-bearing deposits with financial institutions. Certain cash balances, principally held in banks, exceed insurance limits in the jurisdictions where the cash is held. Cash and cash equivalents are carried at cost. Due to their short-term nature and liquidity, these investments are carried at cost, which approximates fair value.

(c) *Short Term Investments*

The Company considers all highly liquid debt instruments with original maturities of greater than three months when purchased to be short term investments. Due to their short-term nature and liquidity, these financial instruments are carried at cost, which approximates fair value, and are considered Level 1 assets in accordance with Accounting Standards Codification 820 – *Fair Value Measurements and Disclosures*.

CAMBRIDGE ASSOCIATES LIMITED, LLC AND SUBSIDIARY

Notes to Consolidated Balance Sheet

December 31, 2011

(2) Summary of Significant Accounting Policies (continued)

(d) *Receivables*

Receivables are recorded at the invoiced amount and do not bear interest. Unbilled fees and expenses represent estimated fees for work in progress. The allowance for doubtful accounts reflects management's best estimate of probable losses inherent in the accounts receivable balance. Management determines the allowance based on known troubled accounts, historical experience, and other currently available evidence.

(e) *Property and Equipment*

Property and equipment are recorded at cost less accumulated depreciation. Depreciation and amortization are computed primarily using the straight-line method based on estimated useful life. Furniture and equipment are depreciated over a period of five to ten years. Computer equipment is depreciated over a period of three years. Leasehold improvements are amortized over the shorter of the useful life or the lease term. Disposals are recorded when fixed assets are retired, disposed or impaired.

(f) *Income Taxes*

The Company is organized as a limited liability company and treated as a partnership for tax purposes; therefore, it is not directly subject to income taxes in the United States. The Company is subject to income taxes in the United Kingdom and Australia. Deferred income taxes represent the future tax effects of temporary differences between taxable income for financial statement purposes and income tax return purposes.

(g) *Unearned Revenue*

The Company bills certain client fees in advance, recording the amount as unearned revenue. These unearned revenues are recognized as earned over the contract periods.

(h) *Foreign Currency*

Assets and liabilities of non-U.S. subsidiaries that operate in a local currency environment, where that local currency is the functional currency, are translated at current exchange rates as of the end of the accounting period.

(i) *Variable Interest Entities*

Brook Street Limited is the general partner of various pooled and non-pooled investment vehicles, and also provides third party investment management services for these vehicles. In accordance with Accounting Standards Codification 810 - *Consolidation of Variable Interest Entities* ("ASC 810"), the Company determines whether these investment vehicles qualify as variable interest entities ("VIEs"). For each VIE identified, the Company determines whether it is the primary beneficiary and therefore required to consolidate such VIEs under ASC 810. The Company reconsiders its determination if certain events occur that are likely to cause a change in the original determinations.

The Company has evaluated the ASC 810 criteria and has determined that two non-pooled investments vehicles are not VIEs, as the single member investors have substantive kick-out rights and equity in the investment vehicles. Therefore, general partner interests in these entities are recorded under the equity

CAMBRIDGE ASSOCIATES LIMITED, LLC AND SUBSIDIARY

Notes to Consolidated Balance Sheet

December 31, 2011

(2) Summary of Significant Accounting Policies (continued)

method of accounting if the Company has a direct investment and are presented as investments in affiliated funds. These investments were immaterial in 2011.

(3) Property and Equipment

Property and equipment consists of the following at December 31, 2011:

	<u>2011</u>
Furniture and equipment	\$ 1,313,002
Computers and software	573,748
Leasehold improvements	<u>2,461,835</u>
	4,348,585
Less accumulated depreciation	<u>(2,133,606)</u>
	<u><u>\$ 2,214,979</u></u>

(4) Leases

The Company leases certain office spaces under long-term lease agreements. The leases expire at various dates through December 2021 and are classified as operating leases. Amounts currently and previously expensed for which payment was not yet due are reflected in deferred rent on the consolidated balance sheet.

Pursuant to the office lease in Australia, CA LTD LLC has delivered to the respective lessor a security deposit in the form of a letter of credit in the amount of AUD\$145,785, valued at USD\$147,469 at December 31, 2011.

The following is a schedule of future minimum lease payments as of December 31, 2011:

	<u>Amount</u>
Year ending December 31:	
2012	\$ 2,667,239
2013	2,568,140
2014	2,464,191
2015	2,464,191
2016	2,464,191
After 2016	<u>12,320,957</u>
Future minimum lease payments	<u><u>\$ 24,948,909</u></u>

CAMBRIDGE ASSOCIATES LIMITED, LLC AND SUBSIDIARY

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(5) Related-Party Transactions

The Company has service agreements (the “Agreements”) with Cambridge Associates LLC (“CA LLC”), Cambridge Associates Limited LLC (“CA LTD LLC”) and Cambridge Associates Limited (“CA LTD”) (collectively, “Cambridge Affiliates”) for the purpose of utilising resources on a global basis. Under the terms of the Agreements, Cambridge Affiliates are reimbursed and pay for direct personnel costs, administrative services and access to research. These Agreements were entered into on January 1, 2009 and automatically renew for successive 12-month periods. These agreements were revised on September 1, 2011 to include two new related parties, Cambridge Associates Investment Consultancy (Beijing) Ltd. (“CA Beijing”) and Cambridge Associates Fiduciary Trust (“CA Trust”).

Amounts due to Cambridge Affiliates as of December 31 are as follows:

	<u>2011</u>
CA LLC and subsidiaries, net	\$ 1,340,688
Total payable to related parties, net	<u>\$ 1,340,688</u>

(6) Unit Option Compensation

In 1995, the Company created a unit option plan (the Plan) that was amended in 2000, which provides for nonstatutory unit options to be granted under the Plan. Nonstatutory, designated options granted to participants, including options that had been granted under separate agreements, give the holders the right to purchase units of the Company at a price determined by the members on the grant date. Certain other nonstatutory, nondesignated options have been granted with an exercise price equal to the fair market value of the Company as determined by the members at the time of issuance. The Plan provides for vesting to take place for: 1) a schedule of up to seven years 2) upon retirement at age 59 or older and/or 3) the event of merger consolidation, unit sales or liquidation of the company, as defined in the Plan, and may be forfeitable for reasons specified in the Plan.

The fair value of each unit award is estimated on the date of the grant using the Black-Scholes option-pricing model based on the weighted average assumptions noted in the following table. The Black-Scholes option valuation model was developed for use in estimating the fair value of traded options, which have no vesting restrictions and are fully transferable. The risk free rate for periods within the contractual term of the unit option is based on the U.S. Treasury yield curve in effect at the time of grant.

CAMBRIDGE ASSOCIATES LIMITED, LLC AND SUBSIDIARY

Notes to Consolidated Balance Sheet

December 31, 2011

(7) Deferred Compensation

During 2005, the Company amended certain of its unit option plans as a result of certain tax law changes that were enacted as part of the American Jobs Creation Act (the “Act”). Certain aspects of the Act resulted in material changes to the tax treatment of nonqualified deferred compensation plans and arrangements, including the Company’s unit options granted with fair value on the date of grant exceeding the exercise price (“Incentive Unit Options”). As a result of the tax law change, the Company amended all affected option agreements by increasing the options’ exercise prices to the fair value of the options at grant date. Concurrent with the option amendment, the Company entered into deferred compensation agreements with all of the affected option holders whereby they will be paid the differential between the original and the amended exercise prices in the form of deferred compensation over a period of 10 years, in equal, annual installments. If option holders leave during the ten-year period of payment, they would have the right to receive all deferred compensation relating to the amended Incentive Unit Options that were fully vested upon their departure. Accordingly, the Company has accrued the deferred compensation over the vesting period of the Incentive Unit Options. The deferred compensation as of December 31, 2011 was \$10,746 and is included in accrued salaries, vacation and related expenses in the consolidated balance sheet.

(8) Income Taxes

The significant components of the Company’s deferred income tax assets are as follows at December 31:

	2011
Deferred tax assets:	
Net operating loss carryforward	\$ 593,521
Differences in tax provision	<u>103,663</u>
Total gross deferred income tax assets	697,184
Less valuation allowance	<u>(593,521)</u>
Total net deferred income tax assets	103,663
Deferred tax liabilities:	
Differences in fixed asset bases	<u>49,741</u>
Total gross deferred income tax liabilities	<u>49,741</u>
Net deferred tax asset	<u><u>\$ 53,922</u></u>

(9) Capital Reserve

In conjunction with regulatory requirements, CA LTD is required to hold capital at minimum levels as defined by the Financial Services Authority (“FSA”). As of December 31, 2011, CA LTD was required to hold approximately £4.3 million (\$6.6 million) of equity in reserve. CA LTD is in compliance with these requirements.

CAMBRIDGE ASSOCIATES LIMITED, LLC AND SUBSIDIARY

Notes to Consolidated Balance Sheet

December 31, 2011

(10) Commitments and Contingencies

From time to time, the Company may be subject to legal or regulatory proceedings, arising out of the ordinary course of its business. Management believes that any losses resulting from the resolution of such proceedings would not have a material adverse effect on the Company's balance sheet.

(11) Subsequent Events

The Company evaluated subsequent events and transactions occurring after December 31, 2011 through March 30, 2012, the date the consolidated balance sheet was issued. The Company is not aware of any subsequent events which would require recognition or disclosure in the balance sheet.