



Firm Brochure
(Form ADV Part 2A)

Easterly Partners, LLC

2101 L Street NW
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Washington, DC 20037
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www.easterlypartners.com
March 31, 2012

This Brochure provides information about the qualification and business practices of Easterly Partners, LLC ("Easterly" or the "firm"). If you have any questions about the contents of this Brochure, please contact us at 202.741.8400. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (the "SEC") or by any state securities authority.

Easterly is registered as an investment adviser with the SEC. Registration with the SEC or with any state securities authority does not imply a certain level of skill, training or ability.

Additional information about Easterly is also available on the SEC's website at www.advisorinfo.sec.gov.

Item 2 – Material Changes

Because this is Easterly's initial Brochure, there are no materials changes to disclose. We include this section because the technical instructions to Form ADV require that this Brochure be presented in a specified manner that corresponds with the SEC's mandated format.

In the future, Easterly will use this section to summarize materials changes, if any. Easterly will also provide clients with a summary of any material changes within 120 days of the close of Easterly's fiscal year end and may provide additional ongoing disclosure information about material changes as warranted.

Easterly recommends that you read this Brochure in its entirety.

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Item 4 – Advisory Business

Easterly Partners, LLC, a Delaware limited liability company (“Easterly”) is a wholly owned subsidiary of Easterly Capital, LLC (“Easterly Capital”). Mr. Darrell Crate, President of Easterly Capital, is the majority owner of Easterly. Federal Properties Management, LLC (“FPM”) is a wholly-owned subsidiary of Easterly and a special purpose vehicle that manages Easterly’s Investment Funds. Because FPM is subject to the supervision of and is wholly-owned by Easterly, this Brochure is designed to cover the activities of both.

Easterly and its operating subsidiary provide discretionary real estate and real estate-related investment and asset management services to clients throughout the United States. Easterly maintains its place of business in the District of Columbia and was formed in September 2011. Our assets under management as of December 31, 2011 equal approximately \$178,100,000, which is based upon the current fair market value of properties and real estate-related loans managed on a discretionary basis.

Easterly is focused exclusively on real estate investment management. Specifically, Easterly limits its investment advisory services to advice related to acquiring office buildings leased to the Government Services Administration (“GSA”), which is the leasing authority for the US government. On behalf of its clients, Easterly acquires purpose built properties, fully leased to the federal government, developed to government specifications in support of specific federal agency missions. Easterly provides portfolio management and administrative services, including investigating, analyzing, structuring, and negotiating potential investments, monitoring the performance of portfolio companies and advising clients as to acquisition, financing, disposition, recapitalization, and refinancing opportunities.

Easterly and its affiliates act as sponsor, manager, general partner and/or investment adviser of commingled investment vehicles and programs, such as limited partnerships, limited liability companies and real estate investment trusts (“Investment Funds” or a “fund”), the securities of which are offered to investors on a private placement basis, and also may provide such investment services to managed accounts for certain institutional clients (“Separate Accounts”). Our Investment Funds and Separate Accounts (together, our “clients”) make direct investments in real estate and real estate-related investments, such as investments in mortgages and other debt instruments. Federal Properties GP, LLC (“FPGC”), which is majority-owned by Easterly, serves as the general partner of the Investment Funds. Certain employees of Easterly have ownership interests in FPGC.

Item 5 – Fees and Compensation

For its real estate investment advisory services, Easterly is paid some or all of the following fees: (1) an acquisition fee based upon the cost of an acquired asset; (2) a disposition fee based upon the sales price of a sold asset; (3) an asset management or investment advisory fee based upon the cost or fair market value of assets under management, the amount of committed equity or the amount of equity invested or the net operating income generated by a portfolio; and (4) a performance or incentive fee when assets are disposed of or distributions are made or when an Investment Fund is liquidated (such performance or incentive fees are calculated based on the profits achieved for the Separate Account or Investment Fund). This brochure is intended to be provided only to “qualified purchasers” as that term is defined in Section 2(a)(51) of the Investment Company Act of 1940, and does not contain Easterly’s fee schedule.

Fees for Investment Funds generally are not negotiable; however, Easterly may elect, on an annual basis, to waive all or a portion of an Investment Fund’s investment advisory fee payable to it in the next fiscal year in exchange for limited partnership interests in the fund. The advisory fees may be reduced by the amount of any placement fees incurred in relation to the organization of an Investment Fund and paid by such fund; and a percentage of financial consulting fees, advisory fees, investment banking fees and any other fees payable any affiliate of Easterly in connection with portfolio investments. Easterly deducts its

fee from Investment Funds on a quarterly basis in arrears. All fees for Investment Funds are disclosed in the fund's offering documents and are set out in the constituent documents of those funds.

With regard to Separate Accounts, fees generally are individually negotiated with the client and paid quarterly in advance as set forth in the applicable separate account investment agreement. Easterly may deduct its fee from the client accounts, unless otherwise agreed to by Easterly and the client. In the event a client terminates the agreement prior to the end of a quarter, fees paid in advance are refunded based on a pro-rata calculation of the management fee.

Easterly or an affiliate may also be an investor in an Investment Fund in which case it will receive its percentage interest of current income and gains/losses as an investor in addition to its investment advisory fees.

Clients of Easterly are responsible for all costs and expenses incurred in connection with investments in their accounts. Specifically, our fees are exclusive of real estate brokerage commissions, service provider transaction fees, management fees, appraisal fees, custodial fees, bank service fees and other related service provider costs and expenses. Please refer to Item 12 – Brokerage Practices below for additional information regarding the use of service providers for client transactions, and in determining the reasonableness of their compensation, and refer to Item 10 – Other Financial Industry Activities and Affiliations regarding our use of affiliated entities for these functions. The Investment Funds also pay all of their operating costs, including administrative, legal, accounting, auditing and insurance costs and expenses, as described in greater detail in the governing documents for each fund.

Item 6 – Performance-Based Fees and Side-By-Side Management

In addition to the asset-based fee arrangements described above under Item 5 – Fees and Compensation, Easterly or its affiliates also may receive performance-based fees for certain client accounts, and may participate in an Investment Fund's profits as a general partner to such a fund.

There is no standard performance fee structure; performance fee structures are dependent upon the nature of the client and the mandate. Accordingly, fee structures may vary from client to client. Generally, such fees are based upon realized returns and meeting a pre-specified return or a loss carry-forward (or high watermark). With regard to Investment Funds, the performance fee is set forth in the fund's offering documents. All performance-based income is calculated and paid in accordance with Section 205 and Rule 205-3 under the Investment Advisers Act of 1940, as amended (the "Advisers Act").

Different fee arrangements with our clients, including our receipt of performance-based fees from some clients and not from others, has the potential to create an incentive to favor clients that pay performance-based fees over those that do not, even when those clients have similar or overlapping investment strategies and objectives. As a result, Easterly may have an incentive to take more risks in, direct its best investment ideas to, or to allocate trades in favor of, accounts that pay a higher performance-based fee. Easterly believes this potential conflict is effectively managed by its procedures allocate investment opportunities to clients within a particular investment strategy regardless of fee structure. Easterly has adopted written policies and procedures designed to help ensure that it makes investment decisions without consideration of our own pecuniary interests, and make investments in accordance with the governing legal documents relating to a client account, and with our fiduciary duties to all client accounts. Our investment allocation procedures are designed to allocate investment allocations amongst client in a fair, consistent and equitable manner over time. When necessary, we use an initial screening process to determine the appropriate client for a prospective investment. The Chair of the Investment Committee administers the screening process by applying certain criteria, including client capital requirements, property type and risk profile. If a potential investment is deemed appropriate for more than one client, Easterly allocates the property to the client with funds available and with the longest elapsed time since approving an allocated investment. The Chair of the Investment Committee will be the final arbitrator of

the allocation of investment opportunities. Please see Item 12 – Brokerage Practices below for more detailed information.

In addition, when an affiliate of Easterly serves as the general partner to the Investment Funds, they may make a significant investment in the Investment Funds, which is designed to enhance alignment of interests between the general partner and the other investors in such Fund; however, the existence of the general partner's participation in an Investment Fund's profit could create an incentive for Easterly and its affiliates to make more speculative investments on behalf than it otherwise would make in the absence of such participation. The method of calculating the general partner's participation in an Investment Fund's profit may result in conflicts of interest between the general partner and the limited partners with respect to the management and disposition of investments and the determination of the timing and amount of distributions by an Investment Fund.

Item 7 – Types of Clients

Easterly's Clients seek to generate returns and diversification through investment in real estate and real estate-related investments. Generally, our investor base for the Investment Funds includes large institutional investors, such as public and corporate pension plans. Easterly primarily serves as an investment manager or adviser to Investment Funds that Easterly formed to facilitate investment in purpose built properties, fully leased to the federal government, and developed to government specifications in support of specific federal agency missions.

Easterly requires each investor in the Investment Funds to be an "accredited investor" and "qualified purchaser" as defined in applicable federal securities laws and regulations. Each investor is also required, either alone or with its representative, to possess such knowledge and experience in financial and business matters that it is capable of evaluating the merits and risks of the method of investment and the compensation received by Easterly. Many of these investors have an independent consultant or adviser to assist them in their investment choices, or in the selection of Easterly. Easterly does not provide investment advice directly to the investors in the Investment Funds based upon their individual needs. Unless otherwise stated in the offering documents or other constituent documents for an Investment Fund, the minimum required investment is \$10 million, although Easterly and its subsidiaries have discretion to accept a lower investment amount. In addition, for Investment Funds, a simple majority in interest of investors can terminate a Easterly subsidiary as the general partner of a fund, which would also have the effect of terminating Easterly's advisory relationship with the fund.

Easterly may also advise high net worth individuals, pension and profit sharing plans, charitable organizations, family offices, and corporations on investment in GSA leased office buildings. Investment Management Agreements with Easterly for these Separate Account clients are generally terminable by the clients on short periods of notice or immediately for certain cause events.

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

A. Investment Strategies and Methods of Analysis

Easterly's investment strategy is to capitalize on current income and growth opportunities in the fragmented GSA-leased office market. Easterly targets stabilized GSA-tenanted office properties with long-term leases and durable cash flows, as well as assets with shorter-term leases displaying a significant potential to increase returns and appreciation through rent increases on tenant renewals during the hold period. Target markets include major GSA markets with high government spending, strong federal government activity, strategic government agency locations, diverse economies, and plentiful labor supply. Easterly does not invest in state, city or county-leased assets, take development risk, or invest outside the United States. Additionally, Easterly may utilize special purpose properties that have an

essential mission whose term may exceed that of an Investment Fund's life. Easterly uses a combination of both floating rate and fixed rate debt to finance the acquisitions of assets. In the event that floating rate loans are used, Easterly employs various interest hedging rate products such as interest rate caps, swaps, or swaptions to help protect against interest rate movements.

Easterly's investment strategy is based in part upon its deep knowledge of what the GSA will perceive as being of value in leasing properties, which results in Easterly's development of investment targets using factors that may include locations that are accessible to the existing federal workforce (including contractors), excellent design (government prefers a clean, but not ostentatious, corporate look), building systems that promote aggressive energy efficient and protection goals (i.e., LEED certification), security features calibrated to the nature of the agency occupant's mission, the use of innovative design and development technologies, compliance with GSA building code standards (i.e., ADA compliance), and locations that support local planning goals, including the revitalization of blighted infill areas, preservation of historic downtowns, and promotion of public transit. Other factors may be agency specific, such as whether an agency is growing, shrinking, consolidating, or migrating, proximity of other agencies and contractors, tenant satisfaction with the level of building services being provided, whether an agency is in need of special purpose features that an existing property cannot provide, and/or political considerations.

Easterly utilizes the same disciplined, research-based investment process to maintain consistency and performance on behalf of all clients, which includes sourcing and due diligence, acquisition, and ongoing asset management. Easterly's investment analysis and decision-making is governed by its Investment Committee, which is comprised of professionals employed by Easterly and outside experts who are supervised by Easterly. The Investment Committee membership includes Easterly's CEO, Partners, Portfolio Manager, Strategic Advisor, and CFO, as well as other members who are actively engaged in the investment, management, or administration of client assets. The Investment Committee manages Easterly's on-going sourcing and due diligence process, makes all investment decisions on behalf of clients, and monitors investments for consistency with client restrictions and guidelines. The Investment Committee meets frequently to review existing assets and potential acquisition targets, which are in various stages of due diligence, refine and direct its sourcing of transactions, review assets under due diligence, and review the function and maintenance of existing assets. The Investment Committee considers the merits of the potential transaction, including logistics of the deal, including structuring, financing alternatives, potential exit plans, and associated risks, deal strengths and weaknesses, compliance with client investment criteria and target market selection, current property positioning, existing property operations/condition, market conditions, the ability of the asset to achieve underwriting and projected returns, and relative pricing from a risk-return perspective.

Easterly develops a continuous pipeline of targeted GSA leased properties both from their relationships within the sector, and through identifying potential future developments, which includes interviewing customer agency and GSA personnel, both in Washington, DC and in the field, reviewing reports by Congressional oversight committees, Office of Management Budget, agency Inspectors General and the Congressional Budget Office in search of any indication that the tenant agency or the programs it is administering is scheduled for reorganization or downsizing. When evaluating a commodity-type asset (versus special use), Easterly focuses on the depth of the market, employment growth in that market, the underlying fundamentals of the real estate market, whether the market is a 24-hour/gateway city, the underpinnings of the local economy and prospects for growth, and possible replacement tenants, among other factors. Initial sourcing and screening, which is conducted by an investment officer who retains accountability from inception through the ultimate disposition of the investment, includes reviewing underwriting data, pro forma statements, site visit information, and other pertinent data, and may also utilize Easterly's proprietary database containing information on government-leased property in the US. Prior to investment, Easterly identifies possible exit strategies, which are designed to be successfully implemented in various market and economic environments.

For assets that the Investment Committee decides to pursue, Easterly commences formal due diligence with an initial financial projection model and analysis of the market and other factors that may influence the investment over time, including a detailed operating analysis of the GSA lease in conjunction with information regarding the size and location of the asset, financial projections, projected lease rates, proposed capital structure, assumptions, and a summary of the proposed business plan, especially with regard to how that lease applies to the asset's operations over the remaining lease term. The Investment Committee also evaluates the investment against the client's investment criteria, investment restrictions, and portfolio composition goals. The Investment Committee oversees an extensive due diligence that includes conducting multiple site visits to evaluate asset quality, location, capital, and building systems issues, reviewing of documentation associated with the property, such as environmental reports, title searches, and leasing documents, systematic research on the GSA tenant, including an analysis of intra-governmental relations, agency-specific housing preferences, and the business life-cycle of the agency, and tenant interviews to help discover issues relating to the physical or financial condition of the asset. Easterly may use third-party building engineers and in-house personnel as needed to evaluate proposed budgets and to create the recommended construction and capital needs budgets. In addition to the aspects outlined above, Easterly may also evaluate the following property-specific attributes, such as location, access, parking, availability of public transportation, physical appearance, layout, functionality, effective age, supply/demand, rental rate characteristics, growth trends, permanency of the tenancy, long and short-term expansion needs, duration and long-term capital needs of the tenant.

B. Risk of Loss

As summarized here, Easterly's investment programs entail a high degree of risk, including loss of the entire investment, and there can be no assurance that its investment objectives will be achieved or that a client account will not lose value. These risk factors include only risks Easterly believes to be material, significant, or unusual based upon information currently available, and relate to particular investment strategies employed by Easterly and investments made pursuant thereto, and do not address risks associated with certain instrument types, structural risks, certain market risks, or the risks associated with an investment in a private fund. Private fund risks are enumerated in the relevant private placement memoranda and/or other offering documents for an Investment Fund.

Risks include, but are not limited to, the illiquidity of the investment; the burdens of ownership of commercial real property; general and local economic conditions; geographic concentration; risks due to dependence on cash flow; changes in real property tax rates; changes in interest rates; changes in availability of debt financing, which may increase borrowing costs and/or render the sale of a property difficult or inopportune; a lenders' refusal or inability to satisfy loan commitments to a project; the cost associated with contingent liabilities that are recourse to the project, such as indemnities and guarantees required by project lenders or warranties associated with construction; undiscovered liabilities; risks in effecting operating improvements; the highly competitive market for investment opportunities and tenants; the financial condition of tenants, ground lessees, ground lessors, and buyers and sellers of properties; the limited number of available investments; restrictions on transfer; dependence upon key personnel; the accuracy of public information; risks and operating problems arising out of the absence or scarcity of energy or certain construction materials; changes in supply of, or demand for, competing properties in an area (as a result, for instance, of over-building); changes in real estate taxes, other excise tax rates and any other operating expenses; imposition of rent controls; the promulgation and enforcement of governmental regulations relating to land-use, zoning laws and regulations, environmental protection, Americans with Disabilities Act, fire and other safety and occupational safety issues; condemnation or other taking of property by a government; unexpected environmental conditions; various uninsured or uninsurable risks including losses from terrorist acts; natural disasters and weather events, including risks for which insurance is unavailable at reasonable rates or with reasonable deductibles; and the ability of Easterly to manage the real properties. Negative developments in the economy that depress travel activity,

environmental liabilities, uninsured or uninsurable casualties, acts of God, terrorist attacks and war and other factors are beyond Easterly's control. Certain significant expenditures associated with each equity investment (such as mortgage payments, real estate taxes, lease obligations, insurance and maintenance costs) are generally not reduced when circumstances cause a reduction in income from such investment. In light of the recent and potentially continuing global economic downturn and recent U.S. credit rating downgrade, certain of the risks may be exacerbated, either individually or when taken together. Furthermore, if there is an extended period of instability in the capital markets, with debt markets in particular experiencing a lack of liquidity, such instability may impact Easterly's ability to obtain financing at favorable terms or at all. The U.S. federal government may face greater pressure on its budget, leading to the risk of reduction of or reduced expansion of its work force. These and other factors may negatively affect the U.S. federal government's demand for office space and ability to pay for its rental obligations. Any of these factors may negatively affect performance and returns.

Real estate values are affected by a number of factors, including changes in the general economic climate, local conditions (such as an oversupply of or a reduction in demand for rental housing), the quality and philosophy of management, competition based on rental rates, attractiveness and location of the properties, physical condition of the properties, financial condition of buyers and sellers of properties, quality of maintenance, insurance and management services, and changes in operating costs. Real estate values are also affected by such factors as government regulations (including those governing usage, improvements, zoning and taxes), interest rate levels, the availability of financing, participation by other investors in the financial markets and potential liability under changing laws. These risks may render the sale or refinancing of properties difficult or impracticable.

Investments may involve leverage, as a result of which recessions, operating problems and other general business and economic risks (as well as particular risks associated with investing in the real estate industry) may have a more pronounced effect on the profitability or survival of these investments. While investments in leveraged companies offer the opportunity for capital appreciation, such investments also involve a higher degree of risk. To the extent Easterly makes investments with borrowed funds, net assets will tend to increase or decrease at a greater rate than if borrowed funds are not used. Moreover, rising interest rates may significantly increase investments' interest expense, causing losses and the inability to service debt levels.

Item 9 – Disciplinary Information

Easterly, its employees, and any individuals under Easterly's supervision, have not been involved in any legal or disciplinary events in the past 10 years that would be material to a client's or prospective client's evaluation of the company or its personnel.

Item 10 – Other Financial Industry Activities and Affiliations

Easterly has a strategic relationship with CTL Capital ("CTL"), a GSA credit tenant lease finance firm with unique and demonstrated historical access to specialized debt capital markets and is controlled by Mr. Thomas Zarrilli, an employee of Easterly and member of Easterly's Investment Committee. Mr. Zarrilli also controls CTL Securities, a registered broker-dealer. CTL does not invest in GSA leased properties, which would present a potential conflict of interest with Easterly's investment strategy. CTL may refer investments to Easterly for consideration; however, all such suggested investments (i) must meet client investment criteria, and (ii) must be approved by Easterly's Investment Committee; there will be no referral or placement fee either earned or paid to CTL with respect to deal flow. In addition, Easterly may from time to time arrange for or secure financing for portfolio investments with or through CTL on behalf of clients. Such financing activity will be made on terms, including the consideration to be paid to CTL, that are fair and reasonable to the client, and CTL will be paid such fees only so long as

any such fees will not exceed that which would be payable if such services were provided by unrelated third parties in arm's length transactions.

Easterly may make available co-investment opportunities to strategic investors, lenders, clients or investors in the Investment Funds. Co-investment opportunities may be made available through limited partnerships or other entities formed to make such investments.

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

Easterly has adopted a Code of Ethics ("Code") in compliance with its obligations as a registered investment adviser with the Securities and Exchange Commission. The Code is provided to all individuals who are subject to the Code, including all employees of Easterly and all members of its Investment Committee. Clients, prospective clients, Investment Fund investors, and prospective investors may review a copy of the Code by contacting Easterly at the address or telephone number listed on the first page of this document.

Among other things, the Code sets forth standards of conduct and requires compliance by certain of Easterly and individual who are subject to its supervision ("Covered Persons") with federal securities laws, and requires that requires Easterly and its Covered Persons to act in clients' best interests, abide by all applicable regulations, avoid even the appearance of insider trading, and periodically report personal securities transactions. Restrictions on personal securities trading apply to Covered Persons, as well as Covered Person's family members living in the same household. All Covered Persons are required to make annual certifications certifying that they are in compliance with the Code. The Code requires Covered Persons to conduct personal securities transactions in a manner that does not interfere with transactions on behalf of Easterly's clients and does not take inappropriate advantage of their positions and access to information that comes with such positions. The Code imposes specific prohibitions on employee trades including (i) trades based on material non-public information; (ii) trades intended to manipulate the market; and (iii) trades in initial public offerings. From time to time, Easterly may come into possession of information that limits its flexibility in buying and selling portfolio investments due to its inability to use such information for investment purposes. From time to time, securities of certain public companies may be placed on a "restricted list" with such supervisory persons being restricted from trading in such without prior written approval. Covered Persons also are required to (1) report personal securities transactions on at least a quarterly basis, (2) provide a detailed summary of certain holdings and securities accounts over which such persons have a direct or indirect beneficial interest, and (3) pre-clear acquisitions of securities in IPOs or private placements. Those reports are reviewed for conflicts, or potential conflicts, with client transactions. The Code also contains provisions related to the making, receipt and reporting of gifts and business entertainment, as well as certain restrictions and reporting related to making political contributions.

Easterly solicits investment from existing clients in new Investment Funds it sponsors after making full disclosure of any interest of Easterly or any related person. The decision whether or not to invest is made by the client or an independent fiduciary of the client.

Easterly may share the services of certain individuals who are employed by a separate and unaffiliated entity. Easterly evaluates the facts and circumstances of each such individual to determine the extent to which each is required to be supervised by Easterly, the extent to which the shared services creates a potential conflict of interest, and whether that individual must comply with Easterly's Code. The results of these considerations are approved by the management of Easterly and any material circumstances are disclosed to clients. Currently, several members of Easterly's staff, including members of the Investment Committee and certain executive officers are employed by a separate investment management firm who shares their services with Easterly. Each is supervised by Easterly and subject to all provisions of Easterly's Code of Ethics. These shared services are scheduled to end in April 2012.

Except for investment opportunities related to current portfolio Easterly or its affiliates, an investment opportunity suitable for a client that is presented to Easterly's affiliates will be offered to clients, pro rata based upon their relative aggregate commitments; however, Easterly and its affiliates may offer any portion of such investment opportunity to (i) persons or entities that bring special knowledge or advantage for clients obtain such investment or to manage the investment or (ii) persons or entities who participate in the sourcing of such investment.

Item 12 – Brokerage Practices

Easterly is responsible for the placement of the portfolio transactions for its clients and the negotiation of any commissions paid on such transactions. On behalf of clients, Easterly engages service providers and brokers for investment sales, property management, leasing, debt financing and other services from time to time. Easterly has investment discretion (under its management or fund agreements, or those of its affiliates) to hire third party service providers, including real estate brokers and the commissions paid to those brokers. See also Item 10 – Other Financial Industry Activities and Affiliations for an additional discussion on our selection of related persons as service providers for client transactions.

In engaging brokers and service providers, the Easterly's investment team seeks to select the best service provider at a competitive fee structure. The team considers a number of selection criteria when deciding on the hiring of a service provider, including, but not limited to: recent experience in the local market and property type, both user and investor; depth and breadth of regional and national; team knowledge and capabilities; conflicts of interest; prior experience with the team and/or company; pricing analysis and recommendations; fee proposal; and preferences from counterparty (whether it is a seller, lender or joint venture party). Upon completion of the broker selection process, the responsible asset manager will select a qualified broker and will execute an agreement (e.g. listing agreement).

Easterly may at times determine that certain investments will be suitable for acquisition by a client and by other accounts or private investment funds managed by the firm. If that occurs, the firm will endeavor to allocate in good faith the limited amount of such investments acquired among the various accounts for which the firm considers them to be suitable. The firm may make such allocations among the accounts in any manner which it considers to be fair under the circumstances, including, but not limited to, allocations based upon relative account sizes, the degree of risk involved in the investments acquired, and the extent to which such investments are consistent with the investment policies and strategies of the various accounts involved. See also Item 6 – Performance-Based Fees and Side-By-Side Management for a discussion of the allocation process.

Item 13 – Review of Accounts

Easterly, as a manager of real estate and real estate-related investments on behalf of clients, is involved on a day to day basis in directly managing real estate assets of its clients. Each investment decision is made by Easterly's Investment Committee. See Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss for a further description of Investment Committee. In effect, each account is under continuous review.

On a quarterly basis, Easterly provides clients with an account statement and a written appraisal detailing the client's portfolio holdings as of the end of the period, including the market value of the client's portfolio. Investors in each Investment Fund also receive written annual reports that contain audited financial statements and tax information.

Easterly provides each investor in an Investment Fund with (i) an annual report, including audited financial statements of such fund; and (ii) quarterly reports providing narrative and unaudited summary financial information. U.S. federal income tax information will be provided annually. Generally, each

Investment Fund will hold an annual meeting at which investors will have the opportunity to review and discuss with a fund's investment activities and portfolio with Easterly.

Item 14 – Client Referrals and Other Compensation

No person, other than a client, provides an economic benefit to Easterly for providing investment advice or other advisory services to clients. Easterly does not provide compensation with respect to referrals of clients.

Item 15 – Custody

Easterly is deemed to have custody of certain of its client's funds and securities because the firm or an affiliate acts as a general partner to certain of the Funds, and because it has the authority to obtain client funds or securities under certain circumstances, for example, by deducting advisory fees from a client's account or otherwise withdrawing funds from a client's account. Easterly complies with Rule 206(4)-2 under the Advisers Act, by ensuring that all Investment Funds are audited by a third party accounting firm no less than annually and sends the audited financial statements to all investors within 120 days. Separate Account clients will receive account statements directly from their custodian on a quarterly basis and should review them carefully. Easterly is deemed to have constructive custody of certain bank accounts used in connection with property management. In order to comply with SEC regulations, Easterly engages a third party accounting firm to conduct a surprise examination of these assets no less frequently than annually.

Item 16 – Investment Discretion

With regard to an Investment Fund or a Separate Account for which Easterly controls investment acquisitions, financing and dispositions, directly or indirectly, Easterly has investment discretion. As such, Easterly requires that each client enter into a written agreement with the firm or an affiliate granting it discretionary authority. Where a client has granted Easterly a power of attorney, it is typically assumed to also have also granted Easterly investment discretion. Easterly generally has investment discretion under its management and fund agreements to hire third party service providers, including real estate brokers and to pay commissions to those brokers.

Item 17 – Voting Client Securities

Typically, Easterly does not purchase securities that require voting. To the extent voting may be required with respect to any investment made by Easterly, all major real estate investment decisions are made by Easterly's Investment Committee.

Item 18 – Financial Information

Neither Easterly nor its affiliates have ever filed for bankruptcy and are not aware of any financial condition that is expected to affect its ability to manage client accounts.



Firm Brochure
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Part 2B of Form ADV Brochure Supplement for:

William C. Trimble, President and Chief Executive Officer
Easterly Partners, LLC
2101 L Street, NW Suite 750
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www.easterlypartners.com

March 31, 2012

This brochure provides information about the qualifications and business practices of William Trimble. If you have any questions about the contents of this brochure, please contact us at (202) 596-3920. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about William Trimble also is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Education Background and Business Experience

William Trimble (age 50) was born in 1962. He earned his MBA and BA from Duke University in Durham, NC.

Mr. Trimble joined Easterly Partners, LLC in September 2009. As President and CEO, Mr. Trimble is responsible for the general oversight of Easterly Partners, including supervising and coordinating fundraising activities, administering all capital sourcing, marketing, investor relations activities, and enhancing investor communication and reporting.

Prior to joining Easterly Partners, Mr. Trimble served from 1999 to 2009 as head of Client Relations for Red Comb, LLC, an asset management firm that specializes in domestic, small capitalization equity securities. As a member of the management team at Red Comb, he was the primary contact for the firm's clients, which included Fortune 100 corporations, endowments, and foundations. From 1994 to 1999 Mr. Trimble was the head of Marketing as well as a Member of the Investment Committee of Winston Capital Management. In 1994, he co-founded the Winston Growth Fund, a successful long-short equity fund of funds. Furthermore, Mr. Trimble worked at Redwood Capital from 1992 to 1994. Mr. Trimble began his career in at Alex Brown & Sons, where he worked from 1987 to 1992 in the institutional equity department and the asset management division. Mr. Trimble has 25 years of experience in investment management.

Item 3 Disciplinary Information

Mr. Trimble has no disciplinary information to disclose.

Item 4 Other Business Activities

Mr. Trimble serves as Chairman of the Board of the Aircraft Owners and Pilots Association ("AOPA"). AOPA is the largest aviation organization in the world, with 400,000 members and revenues in excess of \$50 million.

Item 5 Additional Compensation

Mr. Trimble has no additional compensation to disclose.

Item 6 Supervision

In addition, Mr. Trimble is a member of the Investment Committee, and supervises all aspects of the firm's business and serves on the firm's Investment Committee, which oversees all investment decisions made on behalf of clients. The Investment Committee is comprised of representatives from the underwriting, asset management, and investment teams. The Investment Committee requires unanimous consent for the purchase or sale of any asset.

Part 2B of Form ADV Brochure Supplement for:

F. Joseph Moravec, Partner and Managing Partner
Easterly Partners, LLC
2101 L Street, NW Suite 750
Washington, DC 20037
www.easterlypartners.com

March 31, 2012

Item 2 Education Background and Business Experience

Joseph Moravec (age 61) was born in 1951. He earned his BA from Harvard University in Cambridge, MA.

Mr. Moravec joined Easterly Partners, LLC in September 2009. As Partner and Managing Director, Mr. Moravec is responsible for originating and managing investments.

Prior to joining Easterly Partners, Mr. Moravec served from 2005 to 2009 as an advisor, through his own company, to real property owners, operating companies, and non-profits in the formulation and execution of successful asset, transaction management, and organizational solutions. His clients included the National Trust for Historic Preservation, the American Institute of Architects, the Port Authority of New York and New Jersey, the Chesapeake Crescent Initiative, American Enterprise Institute, and Duke Realty Corporation. From 2001 to 2005 Mr. Moravec was Commissioner for the Public Building Service of the Government Services Administration, where he was responsible for asset management and design, construction, leasing, operations, and disposal for a real estate portfolio of over 350 million square feet in over 8,000 properties and with an annual budget of \$8 billion. Mr. Moravec has over 35 years of institutional real estate experience.

Item 3 Disciplinary Information

Mr. Moravec has no disciplinary information to disclose.

Item 4 Other Business Activities

Mr. Moravec serves as President and Partner of Leggat McCall & Werner, Grubb & Ellis, Barnes, Morris, Pardoe & Foster, and Faison. Mr. Moravec also acts as the Senior Advisor for Business Development at George Washington University, leasing the university's involvement in non-traditional, for-profit educational ventures.

In addition, Mr. Moravec is an active member of numerous professional and civic organizations, including the Washington, DC Association of Realtors, DC Building Industry Association, and Metropolitan Washington Association of Real Estate Professionals. At present, he is a Trustee of Meridian International Center and the National Trust for Historic Preservation, and he also serves as a member of the Real Estate Investment Advisory Committee of ASB Capital Management.

Item 5 Additional Compensation

Mr. Moravec has no additional compensation to disclose.

Item 6

Supervision

In addition, Mr. Moravec is a member of the Investment Committee. The Investment Committee is comprised of representatives from the underwriting, asset management, and investment teams. The Investment Committee requires unanimous consent for the purchase or sale of any asset.

Part 2B of Form ADV Brochure Supplement for:

Darrell W. Crate, President
Easterly Capital, LLC
138 Conant Street Suite 100
Beverly, MA 01915
www.easterlycapital.com

March 31, 2012

This brochure provides information about the qualifications and business practices of Darrell Crate. If you have any questions about the contents of this brochure, please contact us at (202) 596-3920. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Item 2 Education Background and Business Experience

Darrell Crate (age 45) was born in 1967. He earned his MBA from Columbia Business School in New York, NY and BA from Bates College in Lewiston, ME.

Mr. Crate founded Easterly Capital, LLC, which wholly owns Easterly Partners, LLC, in September 2009. Easterly Capital was founded to make personal private equity investments. Prior to founding Easterly Capital, Mr. crate served from 1998 to 2011 as the Chief Financial Officer of Affiliated Managers Group, Inc. (NYSE: AMG). AMG is a publicly traded asset management holding company. During his tenure, assets under management grew from \$35 billion to over \$350 billion through mutual fund, pension, and high net worth accounts globally, with over half its clients domiciled outside the United States. Over this same period, the company's enterprise value increased materials, from \$50 million to over \$6 billion. Prior to his tenure at AMG, Mr. Crate was the Managing Director of the Financial Institutions Group of the Chase Manhattan Corporation based in New York and London, focusing exclusively on investment management firms. Mr. Crate has been active in national accounting policy, standards setting, and has been recognized by the Financial Accounting Standards Board for these contributions. Institutional Investor Magazine has repeatedly named him one of the leading CFOs in the financial services industry.

Item 3 Disciplinary Information

Mr. Crate has no disciplinary information to disclose.

Item 4 Other Business Activities

Mr. Crate serves on the Board of Trustees of the Aircraft Owners and Pilots Association ("AOPA"). AOPA is the largest aviation organization in the world, with 400,000 members and revenues in excess of \$50 million.

Mr. Crate is also a member of the Board of Trustees at Bates College, serving as the chair and co-chair of the advancement and investment committees.

Item 5 Additional Compensation

Mr. Crate has no additional compensation to disclose.

Item 6 Supervision

In addition, Mr. Crate is a member of the Investment Committee. The Investment Committee is comprised of representatives from the underwriting, asset management, and investment teams. The Investment Committee requires unanimous consent for the purchase or sale of any asset.

Part 2B of Form ADV Brochure Supplement for:

Thomas Zarrilli, Partner and Managing Director
Easterly Partners, LLC
2101 L Street, NW Suite 750
Washington, DC 20037
www.easterlypartners.com

March 31, 2012

Item 2 Education Background and Business Experience

Thomas Zarrilli (age 57) was born in 1954. He earned his MBA from Wharton School at the University of Pennsylvania in Philadelphia, PA and BS from Worcester Polytechnic Institute in Worcester, MA.

Mr. Zarrilli joined Easterly Partners, LLC in September 2009. As Partner and Managing Director, Mr. Zarrilli is responsible for general oversight of the Fund, originating investments, and serving as a member of the Manager's Investment Committee.

Mr. Zarrilli founded CTL Capital ("CTL") in 1998, which provide financing for public and private projects supported by lease securitizations, asset securitizations, and private placements. Mr. Zarrilli's experience includes the completion of over \$15 billion in transactions, with approximately \$8 billion of GSA financings, and over \$1.6 billion where CTL acted as financial advisor. Since founding CTL, transactions secured by leases totaled over 20 million square feet in 30 states, and were leased by various government, corporate, and retail tenants. From 1991 to 1998 Mr. Zarrilli served as Executive Director of UBS Dillon Read, Director of the Real Estate Investment Banking Department of Bear Stearns from 1987 to 1990, and prior to that from 1983 to 1987 as a partner of Sonnenblick-Goldman Corporation, a national real estate investment banking firm. Mr. Zarrilli was a Vice President of Real Estate Equity Investments at Citibank N.A. from 1978 to 1982, where he was responsible for institutional real estate investments for pension fund and off shore clients of the bank. Mr. Zarrilli has over 33 years of institutional real estate experience.

Item 3 Disciplinary Information

Mr. Zarrilli has no disciplinary information to disclose.

Item 4 Other Business Activities

Mr. Zarrilli is a founding member of CTL Capital. He leads the banking effort and is responsible for new issues.

Mr. Zarrilli is a member of ULI, ICSC, BOMA and various other industry associations.

Item 5 Additional Compensation

Mr. Zarrilli has no additional compensation to disclose.