

Item 1. Cover Page



Dome Equities, LLC

Part 2A of Form ADV

(the “Brochure”)

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This Brochure provides information about the investment advisory business of Dome Equities, LLC. If you have any questions about the contents of this Brochure, please contact us at 212-867-4520 or by e-mail at ejones@domeeq.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (the “SEC”), or by any state securities authority.

Additional information about Dome is also available on the SEC’s website at www.adviserinfo.sec.gov.

Registration of an investment adviser with the SEC does not imply any particular level of skill or training.

Item 2. Material Changes

There have been no material changes to our business since our annual amendment filed March 27, 2023, as amended in May 2023. We encourage all recipients to read this brochure carefully in its entirety.

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Item 4. Advisory Business

Firm Description

Dome Equities, LLC, a Delaware limited liability company (“Dome Equities” and, together with its affiliates, including Dome GP, LLC and other affiliated general partner entities, “Dome”) is a private equity real estate investment management firm founded in November 2010. Dome Equities, Dome GP, LLC and other affiliated general partner entities operate together as a single investment management business. Dome’s business also includes the operating and management of real estate investments sponsored by a prior related entity of Dome. This Brochure describes only that segment of Dome’s activities that might be deemed to be an investment advisory business as opposed to the direct property investments of the prior related entity of Dome. The principal difference between the two business segments is not the underlying assets, which are real estate properties in all cases. The principal difference is instead one of ownership and investment management structure, given that since November 2010, Dome’s management has elected to employ the indirect Fund-PropCo investment model described in this Brochure.

Dome is currently providing investment advisory services for one type of client— private, unregistered investment funds (each a “Fund” and, collectively, the “Funds”), each a limited liability company or limited partnership, which invests in entities (usually a limited liability company) whose primary asset consists of real estate, with a focus on the residential sector (each such entity, a “PropCo”). Most PropCos invest in income- producing, improved real estate, although certain Funds have invested in PropCos pursuing ground-up real estate development projects. Each Fund is managed in accordance with applicable offering documents (e.g., private placement memoranda) and limited partnership or other operating agreements (collectively, “Governing Documents”). As of December 31, 2023, Dome acts as investment adviser to 17 Funds with total regulatory assets under management of approximately \$980.4 million on a discretionary basis. Four such Funds, Dome US Multifamily Fund I, LLC, Dome U.S. Multifamily Fund II, L.P., Dome U.S. Multifamily Fund III, L.P. and Dome U.S. Residential Fund IV (A), L.P. (together with their respective dedicated parallel funds, as applicable, “Fund I”, “Fund II”, “Fund III” and “Fund IV”), differ from most other Funds in that they are structured to invest in multiple properties (through multiple PropCos) instead of a single property.

The investment objective of each Fund is to achieve long-term capital appreciation and current income by investing in PropCos whose primary asset is real estate. Dome believes that each PropCo to date has characteristics of a joint venture between the relevant Fund and an independent, local real estate operator identified by Dome as qualified to source, manage (and/or develop, as applicable) the underlying real estate property. Such local operators typically serve as the managing member of the relevant PropCo, with the applicable Fund holding a non-managing member interest.

Dome provides each Fund with such investment advice and supervision as it considers necessary for the proper supervision of the investment of assets of the Fund. Dome furnishes the investment program for each Fund, consisting of a review of the real property proposed to be purchased by the relevant PropCo and the identification of each local real estate operator, as well as monitoring each investment on a continuous basis and implementing the sale of the underlying real estate which, for all Funds other than Funds II, III and IV, requires approval of a majority in interest of the members of a Fund. Dome

will supervise the purchasing and selling of all real estate investments held by the Funds. Dome will determine what portion of the other assets of the Fund should be held uninvested, subject to the restrictions of the Governing Documents of the Fund then in effect.

Dome GP, LLC is included under the umbrella registration provisions of Part 1, Form ADV, Schedule R, as a “relying adviser” of Dome Equities. Except for certain matters that are subject to approval by a majority or more in interest of the investors in a Fund, Dome shall have sole and exclusive control over the Fund and the power and authority to take such actions from time to time as the Manager may deem necessary or appropriate with respect to the management and conduct of the Funds.

Dome provides its investment management services through its officers. Decisions regarding specific real estate property acquisitions and dispositions are made by Dome’s investment committee, which is comprised of Dome’s Chief Executive Officer/Chief Investment Officer, Eric D. Jones, Dome’s two Managing Directors, Jeremy Klein and Dan Bourla and Dome’s Vice President of Portfolio Management, Gian Filippo del Bono. Dr. Nitin V. Doshi, who has a minority membership interest in Dome and Eric D. Jones, or their affiliated entities may provide short-term acquisition financing for certain Funds.

As a general matter, each Fund is managed in accordance with its investment objectives, strategies and guidelines as set forth in its Governing Documents and is not tailored to the individual needs of any particular investor. Investors in the Funds do not have authority over or participate in the day-day management of the Funds, and an investment in a Fund does not, in and of itself, create an advisory relationship between the investor and Dome.

Interests in each Fund are privately offered pursuant to Regulation D under the Securities Act of 1933, as amended, and are exempted from registration under certain state laws. Each Fund qualifies for exclusion from the definition of an investment company under section 3(c)(1) or section 3(c)(7) of the Investment Company Act of 1940, as amended.

Principal Owners

Dome is principally owned by its senior management and their families. The single largest direct owner of the firm (41%) is an entity for Mr. Eric Jones, Dome’s Chief Executive Officer and Chief Investment Officer. Mr. Jones also directly owns the managing member of each of the Funds (or, in the case of Funds II, III and IV, the manager of the relevant Fund II, Fund III and Fund IV general partner). Dr. Nitin V. Doshi and Mr. Todd Cather and their entities associated with the Doshi and Cather families also own direct equity interests in Dome.

Item 5. Fees and Compensation

In general, Dome is entitled to receive a management fee and a carried interest in connection with the advisory services provided to the Funds. Dome may receive additional compensation in connection with the structuring of certain portfolio investments. In addition to the management fee investors in a Fund will bear certain organizational, operational and other expenses, except for any placement agent fees.

Fees

Generally, an annual investment advisory fee of 150 basis points of the cumulative total of all capital contributions or commitments of the investors of each Fund is required to be paid in quarterly installments (either in advance or in arrears) as more fully described in each Fund's Governing Documents. These fees are non-refundable.

In addition, certain Funds (other than Fund II and Fund III) are also subject to a structuring fee (the "Structuring Fee" relating to the underlying real estate asset purchased by the PropCo in which the Fund invests. This fee is usually 1% of the purchase price (or development budget, as applicable), and is paid to Dome. This Structuring Fee operates as an indirect expense borne by the Fund's investors. Dome typically invests between approximately 5% and 10% of the equity in each Fund formed (though no particular level of investment is required, except in the case of Funds II, III and IV), so that Dome or its affiliates indirectly bear a proportional amount of the fee, net of the local operator's proportional share of the fee. Fund II and Fund III are not subject to the Structuring Fee, and in Fund IV such fee is referred to as an "acquisition fee" and is applicable to only to investments in single family rental properties.

In addition to fees payable to Dome and its affiliates, each Fund will typically also be obligated to pay certain fees to the unaffiliated local operating partner pursuant to the terms of the relevant PropCo operating agreement. Such fees may include acquisition fees, property management fees, development, and general contractor fees, as well as an incentive fee.

Expenses

Dome furnishes, generally at its own expense in accordance with each Fund's Governing Documents, all necessary services, facilities, and personnel in connection with its investment advisory responsibilities.

Subject to an aggregate dollar cap on organizational expenses in the case of Fund II and Fund III, Dome is also reimbursed by each Fund for all organizational expenses incurred in creating the Fund, and each Fund bears all expenses incurred in connection with its ongoing operations, all as set forth in greater detail in the Governing Documents of the Funds. Such operating expenses typically include, by way of example, the following: (i) expenses incurred in connection with the organization of any investment vehicle or holding vehicle, including documentation related thereto, (ii) management fee, (iii) all expenses, costs and liabilities incurred in connection with the identifying, structuring, negotiating, making, managing, developing, improving, financing, owning, operating, monitoring, sale, proposed sale, other disposition or valuation of investments (whether or not consummated i.e., including "broken-deal" fees and expenses) for the Funds (including due diligence in connection therewith), including, but not limited to, attorneys' fees, market research, data subscription services, industry publications, travel expenses, attendance at industry conferences, finders' fees and expenses, interest expenses and fees and expenses of other investment-related service providers, as well as costs and expenses related to potential co-investments that are not consummated (to the extent not subject to reimbursement), (iv) costs and liabilities incurred in connection with litigation or other extraordinary events or settlements paid in connection therewith, D&O liability and other insurance covering the Funds, Dome and their affiliates, (v) all taxes, fees and other governmental charges payable by the Funds, expenses incidental to the transfer, servicing and accounting for the Funds' cash and securities,

including all charges of depositories and custodians, all expenses associated with the preparation of the Fund's tax returns, (vi) communications expenses, (vii) all reasonable expenses and costs associated with meetings with Fund investors, (viii) all reasonable expenses and out-of-pocket costs of the investor advisory committee, as applicable, (ix) certain expenses and costs of subsidiaries or other affiliated entities created to facilitate investment by the Funds which otherwise would be incurred in connection with any portfolio investments, (x) brokerage commissions, custodial expenses, appraisal fees and other investment costs actually incurred in connection with actual investments and, (xi) expenses of liquidating the Fund and its subsidiaries, (xii) expenses incurred in connection with the maintenance of the Fund's books of account and the preparation of audited or unaudited financial statements (including, without limitation, fees and expenses of independent auditors, accountants and counsel, the costs and expenses of preparing and circulating the reports, and other routine administrative expenses of the Funds or its subsidiaries, including, but not limited to the cost and expenses of regulatory filings, the cost of the preparation of tax returns and each investor's K-1 or other equivalent report, cash management expenses and insurance and legal expenses and all expenses incurred in connection with any indebtedness and guarantees (including interest thereon) of the Funds or other credit arrangement (including any line of credit, loan commitment or letter of credit for the Fund or related to any investment (or any underlying asset)). Additionally, at Dome's discretion, certain Funds will pay or reimburse the Fund's allocable share of the costs of compensation (including salary and benefits) attributable to internal audit, tax and finance personnel of Dome that provide services to the Funds.

Investors in any Fund should review the applicable Fund's Governing Documents for a more extensive description of the fees and expenses associated with an investment in a Fund.

Item 6. Performance-Based Fees

Dome is generally entitled to receive performance compensation based on realized gains from investments above a performance benchmark specified in each Fund's Governing Documents. To comply with Rule 205-3 promulgated under the Investment Advisers Act of 1940, as amended (the "Advisers Act"), investment in the Funds is limited to "qualified clients".

More specifically, the Governing Documents of the Funds typically provide that after investors in the Fund receive distributions equal to their contributed capital plus a preferred return (typically at least 8% compounded annually), then a designated Dome affiliate receives 15% of the total profits. It is expected that certain supervised persons of Dome will receive amounts equal to approximately one-half of these performance-based payments pursuant to agreements between Dome and such supervised persons.

These incentive payments may encourage Dome and its supervised persons to select more risky real estate investments than if Dome and its affiliates otherwise received compensation based solely on contributed capital, for example. Notwithstanding this potential conflict, Dome intends to select investments that it believes in good faith to be in the best interests of each Fund and appropriate to meet each Fund's investment objectives, consistent with the investment guidelines and risk profile disclosed in each Fund's Governing Documents.

Item 7. Types of Clients

As described, Dome provides investment advice to only one type of client—the Funds, which are private investment vehicles that are exempt from registration under the Investment Company Act.

Investors in each Fund must qualify as “accredited investors” (as defined in Regulation D under the Securities Act of 1933, as amended) and “qualified clients” under the Advisers Act. Investors in Dome U.S. Multifamily Fund II (A), L.P. (the dedicated Fund II parallel fund), Dome U.S. Multifamily Fund III (A), L.P. (the dedicated Fund III parallel fund) and Dome U.S. Residential Fund IV (A) (the dedicated Fund IV parallel fund) must also be “qualified purchasers”, as such term is defined in Section 2(a)(51) of the Investment Company Act of 1940.

A description of the transfer rights and procedures, minimum investments, and Dome’s ability to waive such rights, procedures and minimums is described in the Governing Documents of each Fund.

Dome has entered into (and may in the future enter into) “side letters” with investors in the Funds, which may allow for certain additional rights in the event of tax, regulatory or legal circumstances applicable to such investors, and/or may provide such investors with different or preferential rights or terms, including but not limited to different or lower fee terms or structures, information rights, co-investment rights, and transfer rights.

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

Dome management has broad-based experience identifying value add and distressed real estate acquisitions. Dome’s approach is strategy-driven and includes investing in competitively bid or off-market transactions. Management employs a disciplined, proprietary macro-research capability intended to target economically strong regions of the United States. Due diligence regarding properties, regional economics, the local operating partner and proposed property managers is performed, and historical cash flows and various scenarios of future cash flows are reviewed. Typical real estate transaction size ranges from \$5 to 30 million of investor equity in each Fund, with total property cost of \$20 to 110 million.

Dome and its principals have historically acquired and developed properties in the commercial office, retail, industrial and residential markets. Mr. Jones, through Dome and prior platforms, has increasingly focused on the acquisition of multi-family and single-family rental properties and, in some cases, the development of or preferred equity investments in such properties.

Risks

While presenting the opportunity for monetary gain, an investment in a Fund involves a high degree of risk and is suitable only for investors that have no immediate need for liquidity of the amount invested and can withstand a loss of their entire investment in the Fund. Real estate markets may fluctuate substantially over time, and although Dome will attempt to manage relevant risks through careful research, ongoing monitoring of investments, and active participation, the investments purchased by the Funds may decline in value or the Funds may incur significant losses. When analyzing an investment in a Fund, prospective investors should consider, without limitation, the

following risks, and should also carefully review the more thorough discussion of risk factors and potential conflicts of interest contained within the applicable Fund's Governing Documents. Prospective investors should also consult with appropriate legal and tax professionals before making an investment.

No Assurance of Investment Return; Possible Loss of Entire Investment; Past Performance Not Necessarily Indicative of Future Results. Dome cannot provide any assurance that it will be able to successfully choose, make and realize investments in any particular asset or portfolio of assets. Similarly, there can be no assurance that a Fund overall will be able to generate returns for its investors or that the returns will be commensurate with the risks of investing in the types of assets a Fund will be targeting. There can be no assurance that any investor will receive any distribution from a Fund. Accordingly, an investment in a Fund should only be considered by persons who can afford a loss of their entire investment. Past performance of investments associated with Dome or their respective affiliates is not necessarily indicative of future results and provides no assurance of future success.

Limited Liquidity; Illiquid Investments. An investment in a Fund will be highly illiquid and require a long term commitment, with no certainty of return. Interests in a Fund are not freely transferable except in limited circumstances with the approval of Dome and in compliance with applicable securities laws.

Additionally, the types of assets in which the Funds invest are illiquid and may remain so for an indefinite period. Each Fund's portfolio will be comprised of and concentrated in holdings in a limited liability company (or similar vehicle) whose sole purpose is to invest in real estate (in most cases income-producing, improved real estate, but in some cases real estate development projects). Depending on market activity, volatility, applicable laws and other factors, a Fund may not be able to promptly liquidate its investments at an attractive price or at all. The sale of any such investments may be subject to delays, contractual restrictions and additional costs and may be possible only at substantial discounts.

Limited Operating History. Each Fund is newly created at the time of its initial closing, and it therefore has no or limited operating history upon which prospective investors may base an evaluation of performance of the Fund.

Dependence on Key Personnel. Investors do not participate in the day-to-day management of any Fund. The success of a Fund will be dependent on the financial and managerial expertise of Dome and its personnel, and in particular Eric D. Jones. There can be no assurance that current Dome personnel will continue to be associated with Dome or its affiliates throughout the life of a Fund, and the loss of Mr. Jones' services in particular may have a material adverse effect on the Funds. If Dome's management team cannot agree on decisions affecting a Fund, it may also adversely impact the investment results of the Fund or result in the loss of personnel. Additionally, Dome personnel may be engaged in other activities besides management of any particular Fund.

Unspecified Investments. With respect to certain Funds, investors will not have the opportunity to independently evaluate any investments, and investors must rely on the Fund's management team and the Fund's investment committee to make all portfolio investment decisions.

General Risks of Real Estate. All real estate investments, ranging from equity investments to debt investments, are subject to some degree of risk. For example, real estate investments are relatively illiquid and, therefore, may tend to limit a Fund's ability to promptly adjust a Fund's portfolio in response to changes in economic or other conditions. No assurances can be given that the fair market

value of any real estate investments held by a Fund will not decrease in the future or that a Fund will recognize full value for any investment that the Fund is required to sell for liquidity reasons. In addition, the ability of a Fund to realize anticipated rental income on its investments will depend, among other factors, on the financial reliability of its tenants, the location and attractiveness of the properties in which it invests, the supply of comparable space and properties in the areas in which its properties are located and general economic conditions. Other risks include changes in zoning, building, environmental and other governmental laws, changes in operating expenses, changes in real estate tax rates, changes in interest rates and changes in the availability, costs and terms of mortgage funds, energy prices, changes in the relative popularity of properties, the ongoing need for capital improvements, cash flow risks, construction risks, as well as natural catastrophes, acts of war, terrorism, civil unrest, uninsurable losses and other factors beyond the control of the Funds or Dome's management team.

Residential Properties. The Funds generally invest in multifamily residential properties and single-family rental communities which may involve particular risks. These risks may affect the value and successful operation of such properties, including: physical attributes of the property such as its age, condition, design, appearance, access to transportation and construction quality; location of the property; ability of management to provide adequate maintenance and insurance; the types of services or amenities that the property provides; the property's reputation; the level of mortgage interest rates, presence of competing properties; the tenant mix, (such as the tenant population being heavily dependent on workers from a particular business or local industry); and adverse local economic conditions, which may limit the amount of rent that may be charged and may result in a reduction of timely rent payments or a reduction in occupancy levels.

State and local regulations may affect the building owner's ability to increase rent to the level of market rents for an equivalent apartment or home, government assistance/rent subsidy programs, and the inventory of unsold condominium units in the local market that are being rented until economic conditions in the condominium market improve. If any of such risk factors increase or cited conditions deteriorate, a Fund's investments in multifamily properties may incur losses. Besides local, state and federal ordinances and regulation that govern the landlord-tenant relationship, some counties and/or municipalities impose rent control on apartment buildings. These ordinances may limit rent increases to fixed percentages approved by a government agency or limited to increases in the consumer price index, or encourage individuals to own rather than lease properties.

Reliance on Operating Partners. Each Fund usually uses a local operator at the PropCo level to manage (and/or develop, as applicable) its real estate. While there are various protective rights negotiated for a Fund in relation to its dealings with a local operator (i.e., in the relevant PropCo operating agreement), including the right to remove a local operator in specified circumstances, neither a Fund nor Dome has control over local operators, and disagreements and non-performance could arise, ultimately jeopardizing the economics of the real estate investments. From time-to-time disagreements have arisen in the past which negatively affected the operating results to operating results and financial performance of acquired properties.

Development Risks. Funds investing in real estate development projects are subject to additional risks inherent in such projects. These include potential deviations from the agreed business plan and/or liability for cost overruns, construction delays and defects, the inability to secure sufficient tenant commitments, the financial condition of tenants, buyers and sellers of properties, the imposition of

rent controls, changes in local demand during the time of development and construction, and environmental, zoning and permitting uncertainties, acts of God and natural disasters.

Concentration Risk. Because each Fund is generally allowed to concentrate its investments in limited geographic areas and significant percentages (or all) of its commitments in a single investment, the overall adverse impact on a Fund of adverse movements in the value of a single property will be considerably greater than if a Fund were not permitted to concentrate its investments to such an extent. In addition, a Fund may make investments in some transactions with the intent of refinancing or selling a portion thereof and in such cases, there will be the risk that a Fund will be unable to complete the refinancing or sale which could lead to increased risk as a result of a Fund having an unintended long-term investment and reduced diversification.

In addition, general economic conditions in the United States and abroad, as well as conditions of domestic and international financial markets, may adversely affect operations of a Fund.

Litigation Risk. The acquisition, ownership and disposition of real estate carries certain litigation risks, which could result in losses to the Funds. Litigation may be commenced with respect to a property acquired by a Fund in relation to activities that took place during or prior to the Fund's acquisition of such property. In addition, at the time of disposition of an individual property, a potential buyer may claim that it should have been afforded the opportunity to purchase the asset or alternatively that such buyer should be awarded due diligence expenses incurred or statutory damages for misrepresentation relating to disclosures made, if such buyer is passed over in favor of another as part of a Fund's efforts to maximize sale proceeds. Similarly, successful buyers may later sue a Fund under various damage theories, including those sounding in tort, for losses associated with latent defects or other problems not uncovered in due diligence. The Funds may also be exposed to litigation resulting from the activities of tenants, service providers, visitors, vendors or others who enter the property or engage in business with it.

Use of Leverage. Dome will utilize leverage with the goal of enhancing a Fund's returns. Such leverage may be significant. While leveraging presents opportunities for increasing the Fund's total return, it has the effect of increasing losses as well. A Fund's failure to obtain leverage at the contemplated levels, or to obtain leverage on attractive terms, could have a material adverse effect on a Fund. Use of leverage will subject a Fund to risks normally associated with debt financing, including the risk that a Fund's cash flow will be insufficient to meet required payments of principal and interest, the risk that indebtedness on the investments will not be able to be refinanced, the risk that the terms of such refinancing will not be as favorable as the terms of the existing indebtedness or the risk that a Fund will be unable to repay its debt at maturity and the lender could seize a Fund's assets. A Fund may incur indebtedness in which recourse is not limited to specific assets of a Fund and indebtedness which is collateralized by more than one Fund asset, creating a situation where a Fund's investment in performing assets could be adversely impacted when those performing assets have been cross-collateralized with assets that become non-performing. Additionally, fluctuations in interest rates may cause the Funds' cost of borrowing to increase, or result in a Fund having to pay higher interest rates on its indebtedness than would be available if it had obtained such indebtedness at a later point in time.

Affiliated Bridge Financings. One or more related parties of Dome have historically provided "bridge financing" for Fund investments, provided, however, that this bridge financing activity, if used at all, is expected to be limited for Fund II, Fund III and Fund IV. This arrangement entails that related party loaning money to the Fund and being repaid after the Fund obtains financing from third parties and

makes its investment in the relevant PropCo. It is expected that the related party(ies) will be entitled to distributions associated with such ownership. A Dome affiliate typically will maintain between 5% and 10% of any Fund's ownership interest, or another amount as specifically disclosed in the Governing Documents for the Fund (i.e., a greater or lower percentage may be retained). This financing practice may create a conflict of interest for Dome, as it may have an incentive to recommend a property acquisition more quickly to facilitate repayment of the financing to its related party. Dome addresses this conflict by using comprehensive review policies relating to any proposed real estate investment such that a bridge financing determination is made after the Dome personnel have determined that the investment in the underlying real estate is desirable. These transactions collectively also may in some cases have the effect of representing a transfer of an equity interest in the underlying investment from the financing party to the relevant Fund (and thus, indirectly, to the Fund's investors), a conflict of interest that is disclosed where applicable to Fund investors, who are deemed by investing in the Fund to have given their consent to the arrangement, including any aspect of the arrangement that may be viewed as an otherwise prohibited "principal transaction" under Section 206 of the Advisers Act (a legal provision that prevents investment advisers or their affiliates from selling property to or buying property from investment adviser clients without a client's express consent).

Cybersecurity Risk. As the use of technologies, such as the internet, has become more common in conducting business, Dome may be more susceptible to operational, information security and related risks in connection with breaches in cybersecurity. Generally, a cybersecurity failure may result from either intentional attacks or unintentional events and include, but are not limited to, unauthorized access to digital systems, the misappropriation of assets or sensitive information, the loss of proprietary information, corruption of data and operational disruption, including denial-of-service attacks on websites. A cybersecurity failure could cause a Fund and/or Dome to become subject to regulatory penalties, reputational damage, additional compliance costs associated with corrective measures, and/or financial losses. Cybersecurity failures may involve third party service providers, joint venture partners, and investments made by, or counterparties involved in transactions with, Dome or the Funds. Dome has established policies and procedures reasonably designed to reduce the risks associated with cybersecurity failures; however, there can be no assurance that these policies and procedures will prevent or mitigate the impact of cybersecurity failures.

Global Conflicts. In response to the Russian Federation's invasion of Ukraine in 2022, the United States, the United Kingdom, EU member states, and other countries have imposed economic sanctions on the Russian Federation, parts of Ukraine, as well as various designated parties. In response to a series of attacks by Hamas in 2023, Israel's security cabinet declared war against Hamas and OFAC has imposed sanctions on various Hamas group members, operatives, and financial facilitators in Gaza and elsewhere. The ultimate impact of these conflicts and associated sanctions, and their effect on global economic and commercial activity, and the Funds' operations, financial condition, and performance, is impossible to predict. Depending on direction and timing, these conflicts and associated sanctions may result in adverse changes to, among other things: (i) general economic and market conditions; (ii) shipping and transportation costs; (iii) supply chain constraints; (iv) energy costs, inflation, and overall price levels; (v) interest rates and available credit; (vi) laws, regulations, treaties, pacts, accords, and governmental policies; and (vii) demand for real properties in certain markets. Such conflicts and associated sanctions may also result in reductions in revenue and growth, unexpected operational losses and liabilities, reductions in the availability of capital, and limits on the Funds' ability to source, diligence and acquire new investments, and/or manage, finance and exit

investments in the future. Developing and further governmental actions (military or otherwise) may cause additional disruption and constrain or alter existing financial, legal and regulatory systems in ways that are adverse to a Fund's investment strategy, all of which could adversely affect a Fund's ability to fulfill its investment objectives.

Public Health Emergencies. The outbreak of a novel and highly contagious form of coronavirus that causes a disease referred to as "coronavirus disease 2019" ("COVID-19"), which the World Health Organization declared to constitute a pandemic, resulted in numerous deaths, adversely impacted global commercial activity and contributed to significant volatility in financial markets. Many countries originally reacted to the pandemic by instituting quarantines, prohibitions on travel and the closure of offices, businesses, schools, retail stores and other public venues. Businesses also implemented similar precautionary measures. Such measures, as well as the general uncertainty surrounding the dangers and impact of COVID-19, created significant disruption in the global supply chain and business activity and a general decline in economic and market conditions. These disruptions led to significant volatility and decline in the global markets.

Any public health emergency, including any outbreak of a new variant of the coronavirus that causes COVID-19 or other existing or new epidemic diseases, or the threat thereof, and the resulting financial and economic market uncertainty, could have a significant adverse impact on the Funds and their investments. In addition, Dome's operations may be significantly impacted, or even temporarily or permanently halted, as a result of government quarantine measures, voluntary and precautionary restrictions on travel or meetings and other factors related to a public health emergency, including its potential adverse impact on the health of any such entity's personnel. There can also be no assurance that other infectious diseases will not arise in the future.

No Registration under the Investment Company Act. Each Fund is not, nor is it intended to be, registered under the Investment Company Act and thus is (i) different in many ways from open-end investment companies (known as "mutual funds") that are registered and (ii) not subject to the provisions of the Investment Company Act designed for investor protection.

Enhanced Scrutiny and Changes in the Regulatory Environment. The regulatory environment for investment advisers and private investment funds is evolving. Changes in law or regulations, or changes in judicial or administrative interpretations of existing laws and regulations, may result in increased costs to the Funds and/or Dome, may adversely affect the value or performance of investments held by the Funds, may affect the ability of the Funds to pursue their investment strategies, or may restrict or prevent Dome from continuing to perform services for the Funds in the manner it currently does so.

By way of example, the Securities and Exchange Commission (the "SEC"), as well as other regulators, self-regulatory organizations and exchanges, have taken various extraordinary actions and may take additional actions in the future. For example, on August 23, 2023, the SEC adopted rules for certain private fund advisers under the Advisers Act. These rules prohibit certain private fund adviser activities that had previously been addressed through disclosure and significantly expand the information required to be disclosed to investors and the SEC. While the rules are subject to ongoing legal challenge, if they take effect as contemplated it is anticipated that the required changes to standard operating and disclosure practices will significantly increase the regulatory and compliance burden of private fund advisers, including Dome, and may adversely affect both Dome and the Funds.

Prospective investors should review the applicable Fund's Governing Documents, for a more extensive description of the potential investment risks and conflicts of interest associated with an investment in the Fund.

Item 9. Disciplinary Information

Legal and Disciplinary

Dome and its supervised persons have not been involved in legal or disciplinary events that are material to a client's evaluation of Dome's advisory business or the integrity of its management.

Item 10. Other Financial Industry Activities and Affiliations

Other Activities

As noted above, Dome is a private equity real estate investment management firm. Dome's business includes the operating and management of real estate investments sponsored by a prior related entity of Dome. There are approximately two of these investments that Dome oversees. This Brochure describes only that segment of Dome's activities that might be deemed to be an investment advisory business (for purposes of the Advisers Act) as opposed to the direct property investments of the prior related entity of Dome. For further information, see Item 1 above.

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

Code of Ethics

Dome has adopted a code of ethics that sets forth the standards of conduct expected of its associated persons and requires compliance with applicable securities laws ("Code of Ethics"). The Code of Ethics contains written policies reasonably designed to prevent the unlawful use of material non-public information by Dome or any of its associated persons. Prospective clients and clients may contact Dome at the telephone number or email listed on the cover of this Firm Brochure to request a copy of its Code of Ethics. Dome has appointed Christian Purcell to serve as Chief Compliance Officer. The Chief Compliance Officer is responsible for monitoring and enforcing the Code of Ethics of Dome.

The Code of Ethics may be described briefly as follows: The Code of Ethics states that Dome employees should strive to be judicious, accurate, objective and reasonable in dealing with both clients and other parties, and that the personal integrity of all employees is paramount. Further, the policies provide that all Dome personnel must act within the spirit and the letter of all federal, state, and local laws and regulations pertaining to the securities business, and at all times, the interest of each Dome investment advisory client has precedence over any personal interest. Also, the policies require that officers, directors and employees shall provide reports of securities transactions upon request of management and Dome personnel will not accept compensation of any sort for services, from any outside source without the permission of the Chief Compliance Officer. In addition, the policies state

that when personal interests conflict with the interests of Dome and its investment advisory clients, the employee will report the conflict to the Chief Compliance Officer for resolution. In addition, personal transactions by Dome personnel relating to real estate, initial public offerings and private placements must be pre-cleared by the Chief Compliance Officer. Further, personal trading in securities on Dome's restricted list is prohibited.

Subject to the requirements of Dome's Code of Ethics, Dome and persons associated with Dome ("Associated Persons") are permitted to buy or sell securities that it also recommends to clients consistent with the Dome's policies and procedures. The Associated Persons may purchase ownership in a Fund on more advantageous terms than other investors in the Fund. The interests of such persons may conflict with the interests of outside investors, as some affiliates may seek higher percentage investments when they perceive greater value in a particular transaction. Dome addresses this conflict by generally limiting the ownership by Associated Persons in any one Fund to generally 20% of such Fund, unless a greater ownership percentage is needed to complete the required financing for that Fund.

Principals and employees of Dome and their affiliates may directly or indirectly own an interest in Funds, including certain co-investment vehicles. To the extent that co-investment vehicles exist, such vehicles may invest in one or more of the same portfolio investments as the Funds. Co-invest opportunities may also be presented to certain affiliates of Dome, as well as third party investors and other persons, and such co-investments may be affected through co-investment vehicles or directly in a particular portfolio investment.

Item 12. Brokerage Practices

Dome will not select or recommend broker-dealers for client transactions because the Funds, Dome's sole clients, do not engage in transactions in actively traded securities, as discussed above.

Generally, Dome focuses on transactions involving privately-owned real estate properties and purchases and sells properties through privately negotiated transactions. In connection therewith, Dome will engage the services of real estate brokers to acquire or dispose of real estate assets. Dome has discretion to select which broker to use in acquiring or disposing of investments for the Funds and their PropCos. Dome does not receive any incentive to select or recommend a particular real estate broker and no affiliates act as a broker. The Funds pay for brokerage fees or expenses incurred in acquiring investments for the Funds and their PropCos.

Item 13. Review of Accounts

Dome monitors each Fund and its contemplated investments as part of an ongoing process and regular account reviews are conducted on at least a monthly basis. Such reviews are conducted by an investment advisory supervised person of Dome. Dome currently provides written reports monthly for each Fund relating to its investments except for Funds II, III and IV, which are provided quarterly. The reports describe the investment and the underlying real estate and financial results in respect of such real estate.

Item 14. Client Referrals and Other Compensation

Dome and its affiliates expect to pay cash referral fees to persons who refer investors in a Fund. In the U.S., third-party solicitors will be registered as broker-dealers with the SEC or registered representatives of registered broker-dealers. Third-party solicitors outside the U.S. will be registered with a non-U.S. regulatory body to the extent such registration is required in the applicable non-U.S. jurisdiction. An investor who is solicited to invest in a Fund by a third party should address questions about that party's compensation, including any payments from Dome or its affiliates, directly to the other party.

Item 15. Custody

Dome is deemed to have custody of each Fund's assets under Advisers Act, Rule 206(4) (the "Custody Rule").

Accordingly, Dome adheres to the applicable requirements of the Custody Rule with respect to each of its clients (i.e., each Fund). Dome's Chief Financial Officer arranges for an independent accountant that is registered with, and subject to regular inspection by, the Public Company Accounting Oversight Board, to independently audit each Fund on an annual basis, pursuant to the exemptions provided under Rule 206(4)-2(b)(2)(ii) and distribute the audited financial statements prepared in accordance with generally accepted accounting principles to investors within 120 days of the Funds' fiscal year-end. Dome does not, however, have physical custody of any Fund client assets (other than certain privately offered securities to the extent permitted by the Advisers Act). Actual custody of funds and other client assets, however, is held at qualified custodians, in accordance with SEC regulations.

Item 16. Investment Discretion

Discretionary Authority for Trading

Dome is authorized to manage the Funds on a discretionary basis in accordance with each Fund's applicable Governing Documents.

Item 17. Voting Client Securities

Dome does not invest in public securities and thus it does not vote proxies on behalf of the Funds and does not anticipate doing so in the future. Dome's investment strategy is unlikely to involve the Funds participating in class actions. In the unlikely event that Dome receives any documentation regarding a Fund's participation in a class action the CCO will consider the appropriate response. Generally, Dome does not intend to act on and/or participate in any such class actions, derive any profits from such class actions or forward such class actions to its Funds.

Item 18. Financial Information

Financial Condition

Dome does not have any financial impairments that will preclude the firm from meeting contractual commitments to clients. It has never been the subject of a bankruptcy proceeding.

Item 19. Requirements for State-Registered Advisers

Not applicable.