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This brochure provides information about the qualifications and business practices of Loom Capital Management LLC. If you have any questions about the contents of this brochure, please contact Loom Capital Management LLC's Chief Compliance Officer ("**CCO**"), at the phone number above. Additional information about Loom Capital Management LLC is also available on the SEC's website at: [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("**SEC**") or by any state securities authority. Registration of an investment adviser does not imply that Loom Capital Management LLC or any of its principals or employees possesses a particular level of skill or training in the investment advisory business or any other business.

**Item 2 - Material Changes**

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There have been no material changes to report since the last annual updating amendment filed on March 21, 2019.

**Item 3 - Table of Contents**

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**Item 4 - Advisory Business**

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Loom Capital Management LLC ("**Loom**" or the "**Firm**") was formed in 2014 and is owned jointly by the C-Loom Trust and the T-Loom Trust. Jack Tabacinic is the Chief Executive Officer and Chief Compliance Officer of the Firm.

Loom provides investment advisory services to individuals, trusts, corporations, and segregated portfolios of private funds (collectively, the "**Client Accounts**"). In addition, Loom provides consultancy investment services to an offshore pooled investment vehicle (the "**Fund**", collectively with the Client Accounts, "**Clients**").

The Firm's investment advice may be tailored to individual Client needs. Any investment restrictions are detailed in the relevant investment management or consultancy agreement with each Client. As of December 31, 2019, Loom managed approximately \$374,829,828 in regulatory assets on a discretionary basis. As of that date, the Firm had zero regulatory assets under management attributable to non-discretionary accounts; however, the Fund (for which the Firm does not provide "continuous and regular supervisory or management services" (as used in the Form ADV)) receives non-discretionary advice from the Firm.

**Item 5 - Fees and Compensation**

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***Management Fees***

Loom generally receives an investment management fee up to 1.00% of assets under management for its Client Accounts. Management fees are billed quarterly, in arrears, and are prorated for any investment period that is less than a full calendar quarter. Loom receives a consultancy fee for its services to the Fund at a rate equal to 0.35% per annum of the Fund's net asset value. A more complete description of the fees and compensation of each Client can be found in the related investment management or investment consultancy agreements.

The Firm has, and may in the future, in its sole discretion, charge a higher or lower (or waive entirely) management fee or consultancy fee for certain Clients or investors.

***Performance Fee***

Loom is entitled to receive performance-based compensation from certain Clients (see **Item 6 – Performance Fees and Side by Side Management**).

***Other Expenses***

All Clients will incur third-party brokerage commissions and other transaction costs directly through their custodial accounts, including interest on margin accounts and other indebtedness; borrowing charges on securities sold short; custodial fees; bank service fees; and any other expenses related to the purchase, sale or transmittal of Client assets.

Client funds may be invested in alternative and traditional investment funds, including hedge funds and public mutual funds. In these cases, the Clients will be charged fees by these third party managers and will also be charged fees by fund administrators or other third-party service providers.

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

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Loom is entitled to receive an annual incentive fee from certain Client Accounts equal to 5% of the net profits in the account for the year, subject to a 5% annual hurdle provision. The incentive fees are charged in compliance with Rule 205-3 of the Investment Advisers Act of 1940, as amended (the "Advisers Act"). Loom, in its sole discretion, may charge a higher or lower (or waive entirely) the incentive fee, or have a higher or lower (or no) annual hurdle provision, for certain Clients or investors.

Certain Client Accounts may have higher asset-based fees or more favorable performance-based compensation arrangements than other Client Accounts. When Loom manages more than one Client Account there is the potential for one Client Account to be favored over another Client Account. Loom has an incentive to favor Client Accounts that pay Loom higher fees, and Loom consequently may have an incentive to favor a Client Account from which Loom receives performance-based compensation. Loom's policy is to allocate investment opportunities on a fair and equitable basis and in a manner that is consistent with the investment objectives of each Client Account. Performance fees may create an incentive to make investments which may be riskier or more speculative than those which would be made under a different fee arrangement. However, Loom is committed to fulfilling its fiduciary duty to its Client Accounts and to act at all times in the best interest of the Clients.

**Item 7 - Types of Clients**

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The Firm's Clients are the Client Accounts and the Fund.

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

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***Methods of Analysis and Investment Strategies***

The investment objective of Loom is to generate attractive risk-adjusted returns for its Clients while focusing on the preservation of capital.

Loom will invest on behalf of Client Accounts and recommend for the Fund certain investments in alternative assets including hedge funds and other registered and unregistered funds, fixed income products, equity or equity-like structured products, and equity and index futures.

Loom's services include developing a strategic asset allocation based on Clients' investment objectives, conducting due diligence on managers across the spectrum of investment strategies, selecting managers to implement the allocation developed, and conducting the ongoing monitoring of the investments.

***Risk of Loss***

The following explanation of certain risks is not exhaustive, but rather highlights some of the more significant risks involved in Loom's investment strategies and the types of securities that are primarily recommended. Investments in securities, including those recommended by Loom, may involve a risk of loss of all or part of a Client's investment, which each Client should be prepared to bear.

***Nature of Investments***

On behalf of its Client Accounts, Loom will invest directly in fixed-income, equity securities, equity-related instruments and other alternative asset managers that may be affected by business, financial market or legal uncertainties. There can be no assurance that the Firm will correctly evaluate the nature and magnitude of the various factors that could affect the value of and return on investments. Prices of investments may be volatile, and a variety of factors that are inherently difficult to predict, such as domestic or international economic and political developments, may significantly affect the results of the Firm's activities and the value of its investments. In addition, the value of the Clients' portfolios may fluctuate as the general level of interest rates fluctuates. No guarantee or representation is made that the Firm's investment objective will be achieved.

***Possible Lack of Diversification***

Although Loom seeks to obtain diversification for Client Accounts by investing with a number of different managers with different strategies or styles, it is possible that several managers may take substantial positions in the same security or group of securities at the same time. This possible lack of diversification may subject the Client Accounts' investments to more rapid change in value than would be the case if the Client Accounts' assets were more widely diversified.

***Reliance on Underlying Managers***



That portion of Loom's investment program where Client Accounts funds are invested with third party managers depends to a great extent upon the ability of the underlying fund managers to correctly assess the future course of price movements of stocks, bonds and other financial instruments and markets. There can be no assurance that these managers will accurately predict such movements.

#### *Lack of Liquidity*

An investment in a segregated portfolio of a private fund managed by Loom, as well as a direct investment into certain securities, may require a long-term commitment, with no certainty of return. In this situation there most likely will be little or no near-term cash flow available to the investors. Some of these investments may be highly illiquid, and there can be no assurance that a fund or investor will be able to realize on such investments in a timely manner as it may not be possible to sell these interests at optimal times. Consequently, dispositions of such investments could require a lengthy time period or could result in distributions in kind to the investors. Additionally, a fund or investor may acquire securities that cannot be sold except pursuant to a registration statement filed under the Securities Act of 1933 or in a private placement or other transaction exempt from registration that complies with any applicable state or other securities laws.

#### *Derivatives and Counterparty Risk*

To the extent that the Clients, or any funds in which the Clients may invest with, utilize swaps, derivative or synthetic instruments, repurchase agreements, forward contracts, certain types of options, or other over-the-counter transactions or customized financial instruments, or, in certain circumstances, non-U.S. securities, the Clients, or any funds in which the Clients may invest with, may take a credit risk with regard to parties with whom it trades and may also bear the risk of settlement default. These risks may differ materially from those entailed in exchange-traded transactions that generally are backed by clearing organization guarantees, daily mark-to-market and settlement, and segregation and minimum capital requirements applicable to intermediaries. Transactions entered directly between two counterparties generally do not benefit from such protections and expose the parties to the risk of counterparty default.

#### *Equity Securities*

The value of equity securities fluctuates in response to issuer, political, market, and economic developments. Fluctuations can be dramatic over the short term as well as long term, and different parts of the market and different types of equity securities can react differently to these developments. For example, large cap stocks can react differently from small cap stocks, and "growth" stocks can react differently from "value" stocks. Issuer, political, or economic developments can affect a single issuer, issuers within an industry or economic sector or geographic region, or the market as a whole. Changes in the financial condition of a single issuer can impact the market as a whole. Terrorism and related geo-political risks have led, and may in the future lead, to increased short-term market volatility and may have adverse long-term effects on world economies and markets generally.

*Fixed Income Securities*

Fixed-income securities are designed to provide periodic interest payments and the eventual return of the principal at maturity. The value of fixed-income securities changes in response to interest rate fluctuations and market perception of the issuer's ability to pay off its obligations. Fixed-income securities are subject to the risk that their issuer may be unable to make interest or principal payments on its obligations.

*Non-U.S. Securities*

In the event that Loom invests in non-U.S. securities, these investments, as well as securities issued by U.S. entities with substantial non-U.S. operations, can involve additional risks relating to political, economic, or regulatory conditions in foreign countries. These risks include fluctuations in foreign currencies; withholding or other taxes; trading, settlement, custodial, and other operational risks; and the less stringent investor protection and disclosure standards of some foreign markets. All of these factors can make foreign investments, especially those in emerging markets, more volatile and potentially less liquid than U.S. investments. In addition, foreign markets can perform differently from the U.S. market.

*Interest Rate Fluctuations*

The prices of portfolio investments tend to be sensitive to interest rate fluctuations and unexpected fluctuations in interest rates could cause the corresponding prices of long and short portfolio portions to move in directions which were not initially anticipated. In addition, interest rate increases generally will increase the interest carrying costs to the Client of borrowed securities and leveraged investments.

**Item 9 - Disciplinary Information**

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Neither Loom nor its affiliates have been subject to any disciplinary action, whether criminal, civil, administrative, or regulatory, required to be disclosed in this Item. Likewise, no persons involved in the management of Loom have been subject to such action.

**Item 10 - Other Financial Industry Activities and Affiliations**

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Neither Loom nor any of its affiliates are registered or have an application pending to register as a broker-dealer or a registered representative of a broker-dealer.

Neither Loom nor any of its affiliates are registered or have an application pending to register as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

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

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***Code of Ethics Pursuant to Rule 204A-1 of Advisers Act***

Pursuant to Rule 204A-1 of the Advisers Act, Loom has adopted a Code of Ethics (the “Code”) for the purpose of instructing employees about their fiduciary obligations to Clients and to provide rules for, among other things, their personal securities transactions. Loom will provide a copy of its Code to any Client or prospective Client upon request from the Firm at the address or telephone number listed on the first page of this document.

***Participation or Interest in Client Transactions***

Loom and its employees will engage directly or indirectly in other businesses or activities, including exercising investment advisory and management responsibility and buying, selling, or otherwise dealing with securities for their own accounts or for the accounts of family members. These activities may conflict with Loom’s activities on behalf of its Clients. Loom’s Code establishes various procedures with respect to investment transactions in accounts in which employees of Loom or certain affiliates (such as members of their immediate household) have a beneficial interest or accounts over which an employee has investment discretion, as described below.

***Personal Trading***

Loom has implemented a personal trading policy covering securities accounts of its employees and certain affiliates which requires preclearance of certain securities transactions. All of Loom’s employees are required to disclose their securities transactions on a quarterly basis. In addition, Loom’s employees are required to disclose the holdings in their personal accounts upon commencement of employment with the Firm and on an annual basis thereafter. These transaction and holdings reports are monitored by the CCO to ensure that any potential conflicts concerning employee personal trading are adequately addressed.

**Item 12 - Brokerage Practices**

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In selecting a broker-dealer to execute transactions, Loom seeks to obtain “best execution” meaning, generally, the execution of a securities transaction for a Client Account in such a manner that a Client Account’s total costs or proceeds in the transaction are most favorable under the circumstances. Accordingly, in seeking best execution, Loom takes into consideration the price of a security offered by the broker-dealer, as well as a broker-dealer’s full range and quality of their services including, among other things, the timeliness of execution, the value of research provided, the responsiveness of the broker-dealer to the Firm, and the broker-dealer’s financial resources. Seeking “best execution” for Client Account trades may not always result in placing trade orders with the broker-dealer charging the lowest commission rates, after considering the foregoing factors.

**Soft Dollars**

Loom does not currently use soft dollars. To the extent that Loom may engage in the use of soft dollars in the future, the Firm will comply with the safe harbor requirements of Section 28(e) of the Securities Exchange Act of 1934, as amended. Under this provision, in exercising its discretionary authority to select or arrange for the selection of brokers for execution of transactions for Client Accounts, and, subject to its duty to obtain best execution, Loom may consider the value of research and brokerage products and services (collectively, “**Research**”) provided by such brokers. Research may include research from brokers, which may be written or oral, research concerning market, economic and financial data, or concerning a particular aspect of economics or on the economy in general, statistical information, financial publications, electronic market quotations, appraisal services, and invitations to attend conferences or meetings with management or industry consultants. Accordingly, if Loom determines in good faith that the amount of commissions charged by a broker is reasonable in relation to the value of the brokerage and products or services provided by such broker, a Client Account may pay commissions to such broker in an amount greater than the amount another broker might charge.

**Aggregation**

Loom may aggregate orders for the same security unless aggregation is not consistent with Loom’s duty to seek best execution and the terms of the investment guidelines and restrictions of each Client Account for which trades are being aggregated. Aggregation opportunities generally arise when purchasing or selling a particular security is suitable for more than one client based on investment objectives, available cash and other factors. When aggregating trades, no Client Account will be favored over any other Client Account. Each Client Account that participates in an aggregated order will participate at the average price for all of Loom’s transactions in that security on a given business day, with transaction costs shared *pro rata* based on each Client Account’s participation in the transaction.

In situations where Loom is unable to, or for other reasons does not aggregate an order, Loom may buy or sell securities for one Client Account at the same time that Loom buys or sells the same security for one or more other Client Accounts. This may create a conflict of interest as one account may benefit from making the trade before or after the other account.

**Item 13 - Review of Accounts**

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***Review of Accounts***

The portfolios of the Clients are reviewed on a continual basis by Loom to assure conformity with investment objectives and guidelines. The Firm engages in active management of Client Accounts (other than with respect to the Fund) and accordingly reviews Client Account transactions, positions and cash balances on a daily basis. Fund positions, although not actively managed, are also reviewed on a weekly basis.

***Reporting***

Loom's Clients will be sent monthly reports directly from the Clients' custodians. Loom also provides periodic account statements to its Client Accounts.

**Item 14 - Client Referrals and Other Compensation**

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Loom does not currently utilize any third-party marketers or solicitors and does not receive compensation for advisory services from anyone other than Loom's Clients.



**Item 15 - Custody**

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All of Loom's Client assets are held through qualified custodians and Clients receive monthly or quarterly statements directly from these custodians, which Clients should carefully review.

Loom provides its investment advisory Client Accounts with a statement summarizing their account holdings and activity. To the extent that the Firm provides Client Accounts with periodic account statements or reports, the Client Account is strongly encouraged to compare any statement or report provided by Loom with the account statements received from the Client Account's custodian.

Loom does not have custody over any Client assets.

**Item 16 - Investment Discretion**

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Loom has discretionary authority to determine, without obtaining specific consent, securities to be bought or sold, the amount of securities to be bought or sold, the broker-dealer to be used and the commission rates to be paid for the Client Accounts other than the Fund. The specific limitations on this authority are included in each individual Client Account investment management agreement. Additionally, Loom's non-discretionary services to the Fund are described in the investment consultancy agreement.

**Item 17 - Voting Client Securities**

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Loom will decide whether to accept the authority to vote proxies or other corporate actions on a case-by-case basis at the time it is engaged by each Client Account.

Depending on the size of its positions, the Firm may monitor corporate actions of individual issuers and investment companies consistent with its fiduciary duty to vote proxies in the best interests of its Client Accounts. With respect to individual issuers, Loom may be solicited to vote on matters including corporate governance, adoption or amendments to compensation plans (including stock options), and matters involving social issues and corporate responsibility. With respect to investment companies (e.g., mutual funds), Loom may be solicited to vote on matters including the approval of advisory contracts, distribution plans, and mergers. We will maintain records pertaining to our proxy voting as required under the Advisers Act.

When determining whether and how to vote a proxy, Loom will consider the following guidelines:

- The Firm will attempt to consider all aspects of the vote that could affect the value of the issuer or that of the Client Accounts;
- The Firm will vote in a manner that it believes is consistent with the stated objectives of the Client Accounts;
- The Firm will generally vote in accordance with the recommendation of the issuing company's management on routine and administrative matters, unless the Firm has a particular reason to vote to the contrary; and
- The Firm may not vote at all to the extent the outcome of the vote or action does not have a material impact on the issuer or value of its securities.

In the event that a potential conflict of interest arises, the Firm will undertake the following analysis. A conflict of interest will be considered material to the extent that it is determined that the conflict has the potential to influence the Firm's decision making in voting the proxy. If such a material conflict is deemed to exist, the Firm will refrain completely from exercising its discretion with respect to voting the proxy and may instead refer that vote to an outside service for its independent consideration. If it is determined that any such conflict or potential conflict is not material, the Firm may vote the proxy.

The Firm will provide each Client Account with a copy of the proxy voting policies and procedures, and the proxy voting record upon request from the Firm at the address or telephone number listed on the first page of this document.

**Item 18 - Financial Information**

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Loom is unaware of any financial condition that is reasonably likely to impair its ability to meet its contractual and fiduciary commitments to its Clients, and the Firm has not been the subject of a bankruptcy petition.

