

**ITEM 1: Cover Page**



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SEC # 801-80060  
CRD # 172036

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This Form ADV, Part 2A (“brochure”) provides information about the qualifications and business practices of Fundrise Advisors, LLC. If you have any questions about the contents of this brochure, please contact us at the phone number listed above. 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. Please note, where this brochure may use the terms “registered investment adviser” and/or “registered”, registration itself does not imply a certain level of skill or training.

Additional information about the firm and its representatives is also available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)

## ITEM 2:      **Material Changes**

We are required to identify and discuss any material changes made to our Brochure since the last update. This Form ADV Part 2A contains certain revisions to the previous version of the Brochure that are intended to update information about our business, including changes to the advisory services that we offer. Since its last Form ADV filing, Fundrise Advisors, LLC (“Fundrise Advisors”) has begun offering portfolio advisory services to one additional fund registered under the Investment Company Act of 1940 (the “**1940 Act**”), as listed under Item 4.

If we make any material changes to this Brochure in the future, we will continue to revise this section to include a summary of such changes.

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## ITEM 4: Advisory Business

### Introduction and Background

Fundrise Advisors, LLC (“**Fundrise Advisors**” or the “**Firm**”) is a wholly owned subsidiary of Rise Companies Corp. (“**Rise**”), which was founded in 2012. Rise owns and operates, through its subsidiary Fundrise, LLC, an online investment platform located at [www.fundrise.com](http://www.fundrise.com) and through various mobile applications (the “**Fundrise Platform**”), that allows individuals to become investors in asset classes that may have been historically difficult to access for such individuals. Through the use of the Fundrise Platform, investors can browse various investment opportunities, view details of an investment and sign legal documents online. Fundrise Advisors relies on Rise’s personnel to perform services on its behalf, as Fundrise Advisors currently has no employees and does not currently intend to hire any employees who will be compensated directly by Fundrise Advisors. The term “**Client**” used in this Form ADV shall refer collectively to the eDirect Funds, the Fundrise Opportunity Fund and Individual Clients (each as defined below). “**eDirect Fund Investors**” are investors in the eREITs, the Fundrise eFund, the Fundrise Interval Funds, the Fundrise Innovation Fund (as defined below), or other programs sponsored by Rise. eDirect Fund Investors and investors in the Fundrise Opportunity Fund who have not otherwise signed up to become Individual Clients, are not considered clients of Fundrise Advisors for purposes of this Form ADV or otherwise.

#### *eDirect Fund and Fundrise Opportunity Fund Clients*

As of September 10, 2022, Fundrise Advisors manages and advises nine (9) real estate investment trusts registered under Regulation A of the Securities Act of 1933, as amended (each an “**eREIT®**”), one (1) real estate investment fund program registered under Regulation A of the Securities Act of 1933, (the “**Fundrise eFund™**”), two (2) interval funds registered under the 1940 Act (the “**Fundrise Interval Funds**”), one (1) opportunity fund, Fundrise Opportunity Fund, LP (the “**Fundrise Opportunity Fund**”) and one (1) tender offer fund registered under the 1940 Act (the “**Fundrise Innovation Fund**”), each of which is sponsored by Rise. The list of funds sponsored by Rise as of September 10, 2022 include:

- Fundrise Real Estate Interval Fund, LLC (the “**Fundrise Flagship Fund**”);
- Fundrise Income Real Estate Fund, LLC (the “**Income Interval Fund**”);
- Fundrise Equity REIT, LLC (the “**Growth eREIT**”);
- Fundrise Growth eREIT II, LLC (the “**Growth eREIT II**”);
- Fundrise Growth eREIT III, LLC (the “**Growth eREIT III**”);
- Fundrise Development eREIT, LLC (the “**Development eREIT**”);
- Fundrise Growth eREIT VII, LLC (the “**Growth eREIT VII**”);
- Fundrise Balanced eREIT II, LLC (the “**Balanced eREIT II**”);
- Fundrise West Coast Opportunistic REIT, LLC (the “**West Coast eREIT**”);
- Fundrise East Coast Opportunistic REIT, LLC (the “**East Coast eREIT**”);
- Fundrise Midland Opportunistic REIT, LLC (the “**Heartland eREIT**”);

- Fundrise eFund, LLC (the “**Fundrise eFund**”);
- Fundrise Opportunity Fund, LP (the “**Fundrise Opportunity Fund**”); and
- Fundrise Growth Tech Fund, LLC (the “**Fundrise Innovation Fund**”).

As used herein, the term “**eDirect Funds**” refers to all of the foregoing, except for the Fundrise Opportunity Fund. Fundrise Advisors intends to expand its business to manage more such eDirect Funds.

Each eDirect Fund and the Fundrise Opportunity Fund has, and shall have, an offering document and a subscription agreement that shall be referred to hereafter as “**Offering Documents**”. Each Offering Document is available for review at [fundrise.com/oc](http://fundrise.com/oc), [fundriseintervalfund.com](http://fundriseintervalfund.com), [fundriseincomerealestatefund.com](http://fundriseincomerealestatefund.com), or [www.fundrisegrowthtechfund.com](http://www.fundrisegrowthtechfund.com). This Form ADV, Part 2A may also from time to time refer to investors within the various eDirect Funds as “**eDirect Fund Investors**”.

Fundrise Advisors’ role with respect to the eDirect Funds and the Fundrise Opportunity Fund is typically to advise and administer such pooled investment vehicles. Fundrise Advisors selects the investments and manages the operations of the eDirect Funds and the Fundrise Opportunity Fund. Fundrise Advisors also typically provides marketing, investor relations and other administrative services on behalf of the eDirect Funds and the Fundrise Opportunity Fund.

#### *Individual Clients*

Fundrise Advisors also performs investment advisory services solely in a non-discretionary capacity for individual clients who have signed up for the different investment plans offered by Fundrise Advisors as discussed below (“**Individual Clients**”). Such services include providing non-personalized advice with respect to investments in securities to individuals using computer software-based models or applications by means of the Fundrise Platform, an “interactive website”, based upon personal preferences which each client supplies through the Fundrise Platform. As of the date of this Form ADV, Fundrise Advisors offers Individual Clients the ability to participate in Portfolio Investment Plans (as defined below), Auto-Investment Plans (as defined below), and Re-Investment Plans (as defined below) (collectively referred to herein as “**Plans**”).

#### *Portfolio Investment Plans*

Each Individual Client generally has the ability to select a suggested portfolio allocation among the eDirect Funds managed by the Fundrise Advisors (a “**Portfolio Investment Plan**”), based upon a portfolio algorithm established by the Investment Committee of Fundrise Advisors (the “**Investment Committee**”) (or any committee designated responsibility and authority by the Investment Committee), as updated from time to time as the Investment Committee deems necessary, and based upon the preferences provided to Fundrise Advisors by such Individual Client as applied to individual eDirect Fund vehicle strategies in current market conditions. After providing Fundrise Advisors with information relating to his/her investment objectives, Fundrise Advisors will, based upon the software model, recommend a Portfolio Investment Plan composed of eDirect Funds to the Individual Client. Each Individual Client may either accept the Portfolio Investment Plan suggested by the Firm or choose another Portfolio Investment Plan as such Individual Client sees fit. In choosing a Portfolio Investment Plan, such Individual Client may choose among several financial goals developed by the Investment Committee, including the maximization of current income, diversification, or long-term growth. Fundrise Advisors performs investment advisory services for Individual Clients pursuant to such Individual Client’s chosen Portfolio Investment Plan. In the event of a liquidation, termination, or winding up of any eDirect Fund or the distribution of proceeds from the liquidation of an investment held by an eDirect Fund (a “Liquidation Event”), Fundrise Advisors will provide the eDirect Fund making the distribution with instructions to deliver the proceeds of the Liquidation Event for reinvestment, to the Designated Issuer (as defined below) set forth in the Client’s chosen Investment Plan.

In addition, certain Portfolio Investment Plans may only be available to Individual Clients who have invested a certain amount into the eDirect Funds.

Each Portfolio Investment Plan is made up solely of certain eDirect Funds that the Individual Client has previously agreed to have included in such Individual Client's chosen Portfolio Investment Plan (each such Fund, a "Designated Issuer"). Each Portfolio Investment Plan and their corresponding Designated Issuers are made publicly available as an appendix to the Fundrise Advisors Client Agreement. Fundrise Advisors cannot revise the Designated Issuers of a given Portfolio Investment Plan without first providing each affected Individual Client with at least thirty (30) days prior notice, during which the Individual Client will have the opportunity to cancel investment through the Individual Client's chosen Auto-Investment Plan or Reinvestment Plan (each, as defined below) or change the Individual Client's chosen Portfolio Investment Plan; provided, however, the removal of a Designated Issuer from as a result of a merger between one or more of the Designated Issuers, or the liquidation and winding up of any of the Designated Issuers, shall not require any notice to the Individual Client. Individual Clients enrolled in a particular Portfolio Investment Plan, either through an Auto-Investment Plan or Re-Investment Plan, shall also have the Designated Issuers eligible to be included in their Portfolio Investment Plans updated upon at least thirty (30) days prior notice.

The Designated Issuers as of the date of this Form ADV Part 2 are as follows:

### Starter / Basic

Program name	Fund objective
Fundrise Real Estate Interval Fund, LLC	Balanced
Fundrise Income Real Estate Fund, LLC	Income

### Supplemental Income

Program name	Fund objective
Fundrise Real Estate Interval Fund, LLC	Balanced
Fundrise Income Real Estate Fund, LLC	Income

### Balanced Investing

Program name	Fund objective
Fundrise Real Estate Interval Fund, LLC	Balanced

Fundrise Income Real Estate Fund, LLC	Income
Fundrise East Coast Opportunistic REIT, LLC	Balanced
Fundrise Midland Opportunistic REIT, LLC	Balanced
Fundrise West Coast Opportunistic REIT, LLC	Balanced
Fundrise Equity REIT, LLC	Growth

### Long-Term Growth

Program name	Fund objective
Fundrise Real Estate Interval Fund, LLC	Balanced
Fundrise East Coast Opportunistic REIT, LLC	Balanced
Fundrise Equity REIT, LLC	Growth
Fundrise Growth eREIT VII, LLC	Growth
Fundrise Development eREIT, LLC	Growth

### *Auto-Investment Plans*

Fundrise Advisors also performs investment advisory services for Individual Clients who have signed up for auto-investment services as described below. Such services include providing non-personalized investment management services, as well as non-personalized advice with respect to investments in eDirect Funds to individuals using computer software-based models or applications by means of the Fundrise Platform, an “interactive website”, based upon personal information which each client supplies through the Fundrise Platform.

An Individual Client may direct that Fundrise Advisors provide the Designated Issuers in the Individual Client’s Portfolio Investment Plan with instructions to receive proceeds from the Individual Client to enable the Individual Client’s ability to automatically invest in the Designated Issuers pursuant to the Individual Client’s Portfolio Investment Plan at certain pre-set intervals and at certain dollar amounts as chosen by the Individual Client (the “**Auto-Investment Plan**”).

Individual Clients receive securities purchased in uncertificated form upon a Designated Issuer receiving payment from such Individual Client, and each Individual Client may verify the amount of securities received at any time on the Fundrise Platform, and each Individual Client may verify the amount invested by accessing the Individual Client’s financial institution’s website or reviewing the periodic account statements received

from the Individual Client's financial institution. Individual Clients are instructed to regularly review these account statements and websites and contact Fundrise Advisors and its financial institution if the Individual Client has any questions or concerns.

### *Re-Investment Plans*

An Individual Client may elect to participate in a distribution reinvestment plan administered by Fundrise Advisors (the "**Re-Investment Plan**"), pursuant to which the income dividends, capital gains or other distributions declared by an eDirect Fund, net of any applicable U.S. withholding tax, will be reinvested in the eDirect Fund, provided that, if an Individual Client participates in a Portfolio Investment Plan, such distributions will be reinvested in the Designated Issuers in accordance with such Portfolio Investment Plan. If an Individual Client does not elect to participate in a Re-Investment Plan, distributions will be distributed out to their designated external bank account.

Up until the last calendar day of a distribution period, the Individual Client may choose a different Portfolio Investment Plan as s/he sees fit, and setup a Re-Investment Plan whereby the client authorizes the Firm to (i) allocate Individual Client's distributions to the Designated Issuers in accordance with the chosen Portfolio Investment Plan, (ii) provide the Fund making a distribution with instructions to deliver such distribution proceeds for reinvestment (other than distributions pursuant to a Liquidating Event) to Designated Issuers in accordance with the Portfolio Investment Plan designated by the Individual Client (iii) execute subscription documents with the various Designated Issuers on their behalf, and (iv) update the Re-Investment Plan to reflect any changes to the underlying Portfolio Investment Plan as determined by the Investment Committee from time to time. For purposes of this Form ADV, a "**distribution period**" is defined as that period of time designated by each eDirect Fund, as indicated in such eDirect Funds' public filings with the Securities and Exchange Commission ("**SEC**"), when announcing dividend declarations, which generally follow calendar months or quarters. Solely as an example, if an eDirect Fund were to declare a daily dividend with record dates from July 1, 2022 through September 30, 2022, the distribution period would begin on July 1, 2022 and end on September 30, 2022, and an Individual Client could select a new Portfolio Investment Plan or withdraw from the Re-Investment Plan for such distribution period through September 30, 2022, and the distributions would be distributed in accordance with such Individual Client's updated preferences. In the event that a distribution to an investor on a given distribution date cannot be re-invested, the entirety of such distribution shall instead be sent to the Individual Client's bank account on record.

### *Securities recommendations and risks*

On behalf of Individual Clients, Fundrise Advisors recommends certain allocations of eDirect Fund securities pursuant to Portfolio Investment Plans, and is required to allocate the eDirect Fund distributions of an Individual Client in accordance with the Re-Investment Plan and Portfolio Investment Plan chosen by such Individual Client. Individual Clients may withdraw from a Re-Investment Plan, or modify the chosen Portfolio Investment Plan, at any time (unless otherwise limited by the terms of such Plan).

Although for the Individual Clients Fundrise Advisors solely provides limited, non-discretionary and non-personalized allocation advice that is designed to be prudent and diversified, all investments, including investments in eDirect Fund securities, involve substantial risk, including possible total loss of principal. Individual Clients should be aware that fluctuations in the financial markets and other factors may cause declines in the value of the eDirect Funds. There is no guarantee that any particular asset allocation or mix of eDirect Funds will meet an Individual Client's investment objectives or provide an Individual Client with a given level of income or appreciation, or protect against loss, particularly when future market conditions are drastically different from the information used to create a Portfolio Investment Plan. Diversification does not ensure a profit or protect against a loss. There is no assurance that Individual Clients will achieve positive investment results by using the advisory services of Fundrise Advisors. Fundrise Advisors does not guarantee the future performance of Individual Clients' investments. Please consult each eDirect Fund's offering documents for more information about eDirect Fund-specific risks. Individual Clients should carefully



consider all of their options before signing up for a Plan.

### *Other Services*

Fundrise Advisors may provide additional services to Clients in the future. In such event, this Form ADV Part 2A shall be updated as needed to reflect such services.

### *Fundrise Advisors Registration*

Fundrise Advisors is registered with the SEC as a large advisory firm with over \$100 million in assets under management.

### *eDirect Funds and Fundrise Opportunity Fund Clients*

On behalf of the eDirect Funds, the Fundrise Opportunity Fund and other types of pooled investment vehicles, Fundrise Advisors will typically formulate and oversee the implementation of the investment strategies, administration and operations of such funds. Fundrise Advisors expects that the other pooled investment vehicles that it advises in addition to the eDirect Funds and the Fundrise Opportunity Fund will have strategies that are also real estate focused however asset classes or allocations may vary.

The following enumerates certain potential conflicts of interest in addition to others described within this Form ADV, Part 2A, which should be carefully evaluated before making an investment in any eDirect Fund advised by Fundrise Advisors or the Fundrise Opportunity Fund.

### *Valuation of Investments*

The management fee received by Fundrise Advisors is calculated based upon the eDirect Funds' and Fundrise Opportunity Fund's net asset value ("NAV"). On behalf of any eDirect Fund (including other pooled investment vehicles) and the Fundrise Opportunity Fund that Fundrise Advisors advises, Fundrise Advisors expects that Rise's internal accountants and asset management team will calculate (i) each eDirect Fund's (with the exception of the Fundrise Interval Funds and Fundrise Innovation Fund) and the Fundrise Opportunity Fund's NAV at least annually, and (ii) the Fundrise Interval Funds' and Fundrise Innovation Fund's NAV daily while shares are being offered to the public. The NAV is calculated by dividing the total assets minus liabilities, which in each case, Rise's internal accountants and asset management team uses a process that reflects, but is not limited to (1) estimated fair value of each of the real estate investments or securities, (2) the price of liquid assets for which third party market quotes are available, (3) accruals of periodic distributions and (4) estimated accruals of operating revenues and expenses. Note, however, that the determination of an eDirect Fund's (with the exception of the Fundrise Interval Funds and Fundrise Innovation Fund) or the Fundrise Opportunity Fund's NAV is not based on, nor intended to comply with, fair value standards under GAAP, and such eDirect Fund's NAV may not be indicative of the price that an eDirect Fund or the Fundrise Opportunity Fund would receive for its assets at current market conditions. With respect to the Fundrise Interval Funds and Fundrise Innovation Fund, the determination of NAV is done in accordance with the 1940 Act.

Fundrise Advisors has a valuation policy for each of the various eDirect Funds (with the exception of the Fundrise Interval Funds and Fundrise Innovation Fund) and the Fundrise Opportunity Fund that is administered and overseen by Fundrise Advisors in order to determine the estimate value of each real estate investment.

The Board of Directors of each of the Fundrise Interval Funds and Fundrise Innovation Fund has approved procedures pursuant to which each of the Fundrise Interval Funds and Fundrise Innovation Fund values its investments, and has designated Fundrise Advisors the general responsibility for determining, in accordance with such procedures, the value of such investments. If market quotations are not readily available or are

deemed unreliable, the Fundrise Interval Funds and Fundrise Innovation Fund will use the fair value of the securities or other investments as determined by Fundrise Advisor in good faith, taking into consideration all available information and other factors that Fundrise Advisor deems pertinent, in each case subject to the overall supervision and responsibility of each Board of Directors. To the extent practicable, Fundrise Advisors generally endeavors to maximize the use of observable inputs and minimize the use of unobservable inputs.

The eDirect Funds (including other pooled investment vehicles) and the Fundrise Opportunity Fund typically estimate values of real estate equity and debt investments based on a discounted cash flow, or other income approach. Other methodologies that may also be used to estimate values of equity and debt investments include market and cost approach.

#### *Dependence on Key Employees*

While Fundrise Advisors does not have any employees, its success depends, in part, upon the ability of Rise's executive officers and key real estate and debt finance professionals to achieve the targeted investment goals. The loss of any of these executives or other key personnel could adversely impact the ability to achieve such investment goals and objectives of the eDirect Funds or the Fundrise Opportunity Fund.

#### *Competing Time Pressures*

Certain key executive officers of Fundrise Advisors are also officers, directors, managers and/or key professionals of Rise and its affiliates. As a result, they will face conflicts of interest, including time constraints, potential allocation of investment opportunities and significant conflicts created by our Firm's compensation arrangements with each eDirect Fund, the Fundrise Opportunity Fund and other affiliates of Rise.

#### *Conflict of Interest Policies*

If Fundrise Advisors has a conflict of interest that is not otherwise covered by an existing policy adopted by Fundrise Advisors or a transaction is deemed to be a "principal transaction", Fundrise Advisors will appoint an independent representative (the "**Independent Representative**") for the applicable eDirect Fund or the Fundrise Opportunity Fund to protect the interests of the eDirect Fund Investors or the investors in the Fundrise Opportunity Fund and review and approve such transactions on behalf of such eDirect Fund or the Fundrise Opportunity Fund. A principal transaction would occur if Fundrise Advisors or its affiliates knowingly purchased securities from or sold securities to a client such as the eDirect Funds, the Fundrise Opportunity Fund or an Individual Client. Fundrise Advisors is only authorized to execute principal transactions with the prior approval of the Independent Representative and in accordance with applicable law. Such prior approval may include but not be limited to requiring the use of pricing methodologies for the valuation of assets and/or liabilities for which there are no readily observable market prices.

#### *Wrap Fee Program*

Fundrise Advisors does not offer or provide advisory services to a wrap fee program.

#### *Assets Under Management*

As of September 19, 2022, Fundrise Advisors had approximately \$3.3 billion in assets under management.

#### *Business Continuity Policy*

Fundrise Advisors has developed, and implemented a Business Continuity and Disaster Recovery Plan (the "**Business Continuity Plan**") to be followed by the Firm in the event of a disaster or event that does not

allow access to Fundrise Advisors' principal offices located at 11 Dupont Circle NW, 9<sup>th</sup> Floor, Washington, DC 20036.

## ITEM 5: Fees and Compensation

Fundrise Advisors currently charges each Individual Client an annualized fee of 0.15% of such Individual Client's asset under management; provided, however, Fundrise Advisors reserves the right, in its sole discretion, to reduce or waive any fees it may charge for any period of time as determined by Fundrise Advisors in its sole discretion. These fees charged to the Individual Clients are in connection with the services provided by Fundrise Advisors to each Individual Client, including, but not limited to, in connection with Portfolio Investment Plans, Auto-Investment Plans, and Re-Investment Plans. In addition, Fundrise Advisors may reduce or waive its fees for certain Individual Clients without notifying and without reducing or waiving its fees for all Individual Clients. Additional information regarding fees and compensation of Fundrise Advisors may be found at <https://fundrise.com/education/everything-youve-ever-wanted-to-know-about-fundrises-fees>.

### *eDirect Fund Manager Fees*

Fundrise Advisors typically receives fees directly from the eDirect Funds it manages. Fundrise Advisors receives and will receive a 0.85% per annum assets under management fee from each eDirect Fund (with the exception of the Fundrise Interval Funds and Fundrise Innovation Fund) paid on a quarterly basis, for advising and administering each eDirect Fund. With respect to the Fundrise Interval Funds, pursuant to the Investment Management Agreements by and between each Fundrise Interval Fund and Fundrise Advisors, Fundrise Advisors is entitled to a management fee calculated and payable monthly in arrears at the annual rate of 0.85% of the average daily value of such Fundrise Interval Fund's net assets. With respect to the Fundrise Innovation Fund, pursuant to the Investment Management Agreement by and between the Fundrise Innovation Fund and Fundrise Advisors, Fundrise Advisors is entitled to a management fee calculated and payable monthly in arrears at the annual rate of 1.85% of the average daily value of the Fundrise Innovation Fund's net assets. In addition, each eDirect Fund will typically reimburse Fundrise Advisors on a monthly basis for out of pocket expenses as a result of performing its role on behalf of each eDirect Fund. Fundrise Advisors may be entitled to certain other fees from each of the eDirect Funds, including development fees, as a result of the additional asset management work that is required in connection with managing such eDirect Funds. Affiliates of Fundrise Advisors may also be entitled to certain fees for providing non-advisory services to the eDirect Funds or their underlying assets.

Existing and prospective eDirect Fund Investors and Individual Clients should review the Offering Documents of each eDirect Fund advised by Fundrise Advisors in conjunction with this Form ADV, Part 2A for complete information on the fees and compensation payable with respect to a particular eDirect Fund. Different eDirect Funds may be subject to different management fees. eDirect Fund Investors should note that similar advisory services may (or may not) be available from other investment advisers for similar or lower fees. Information regarding amounts of management fees to be charged can be found in the Offering Documents of each eDirect Fund, available for review at [fundrise.com/oc](https://fundrise.com/oc), [fundriseintervalfund.com](https://fundriseintervalfund.com), [fundriseincomerealestatefund.com](https://fundriseincomerealestatefund.com), or [www.fundrisegrowthtechfund.com](https://www.fundrisegrowthtechfund.com).

Fundrise Advisors (and its personnel) does not accept compensation from the purchase or sale of any eDirect Fund shares, other third-party securities or investment products.

### *Fundrise Opportunity Fund Manager Fees*

Fundrise Advisors typically receives fees directly from the Fundrise Opportunity Fund. Fundrise Advisors receives an investment management fee equal to an annualized rate of 0.75% of the Fundrise Opportunity Fund's NAV at periodic intervals, as such fee is determined by the general partner of the Fundrise Opportunity Fund, in its sole discretion, which cannot exceed an annualized rate of 1.00%, paid on a quarterly

basis, for advising and administering the Fundrise Opportunity Fund. In addition, the Fundrise Opportunity Fund will typically reimburse Fundrise Advisors on a monthly basis for out of pocket expenses as a result of performing its role on behalf of the Fundrise Opportunity Fund. Fundrise Advisors may be entitled to certain other fees from the Fundrise Opportunity Fund, including development fees, as a result of the additional asset management work that is required in connection with managing the Fundrise Opportunity Fund.

Existing and prospective investors in the Fundrise Opportunity Fund and Individual Clients should review the Offering Documents of the Fundrise Opportunity Fund in conjunction with this Form ADV, Part 2A for complete information on the fees and compensation payable with respect to the Fundrise Opportunity Fund. Investors in the Fundrise Opportunity Fund should note that similar advisory services may (or may not) be available from other investment advisers for similar or lower fees. Information regarding amounts of management fees to be charged can be found in the Offering Document of the Fundrise Opportunity Fund, available for review at [fundrise.com/oc](http://fundrise.com/oc).

#### *Fee Waivers*

Fundrise Advisors reserves the right, in its sole discretion, to reduce or waive any fees it may charge for any period of time as determined by Fundrise Advisors in its sole discretion. In addition, Fundrise Advisors may reduce or waive its fees for certain Individual Clients without notifying and without reducing or waiving its fees for all Individual Clients.

#### *Fee Sharing*

Advisory services are only provided for investments sponsored by Rise or an affiliate. There are no fee sharing arrangements.

### **ITEM 6: Performance-based Fees and Side-by-Side Management**

For the Fundrise Opportunity Fund, which is only available to accredited investors, Fundrise Advisors is entitled to receive a performance-based fee. Upon the liquidation of the Fundrise Opportunity Fund and/or sale of all the Fundrise Opportunity Fund's assets, Fundrise Advisors will receive a distribution if the Fundrise Opportunity Fund has achieved an 8% Preferred Return. The "Preferred Return" hurdle will be met upon the Fundrise Opportunity Fund distributing to unitholders (i) 100% of the aggregate proceeds raised in this offering plus (ii) an 8% annual, cumulative, non-compounded return on such aggregate proceeds calculated from December 31, 2019. After the Preferred Return hurdle is met, all remaining proceeds from the liquidation of the Fundrise Opportunity Fund and/or sale of all the Fundrise Opportunity Fund's assets will be distributed 85% to the unitholders and 15% to Fundrise Advisors.

For the eDirect Funds, Fundrise Advisors does not charge performance-based fees, *i.e.*, the fees charged are calculated as described above and are not charged on the basis of a share of capital gains or capital appreciation of the eDirect Funds.

### **ITEM 7: Types of Clients**

#### *eDirect Funds and the Fundrise Opportunity Fund as the Clients*

As discussed above, Fundrise Advisors currently advises eleven (11) eREITs®, the Fundrise eFund™, two (2) Fundrise Interval Funds, the Fundrise Opportunity Fund and the Fundrise Innovation Fund. Fundrise Advisors intends to expand its business to manage more such diversified investment vehicles in the future.

As discussed above, the term "Client" used in this Form ADV shall refer collectively to eREITs®, the Fundrise eFund™, the Fundrise Interval Funds, the Fundrise Opportunity Fund and the Fundrise Innovation Fund, and Individual Clients. eDirect Fund Investors shall refer to investors in the eDirect Funds, who may or may not also be Individual Clients.

Each eDirect Fund has specific eligibility criteria which must be met; however, generally speaking, eDirect Fund Investors for each eREIT and the Fundrise eFund must be “qualified purchasers” as defined under Regulation A adopted by the SEC pursuant to the Securities Act of 1933, as amended (the “**Securities Act**”), and eDirect Fund Investors for each Fundrise Interval Fund must be U.S. residents over the age of 18. Each investor in the Fundrise Opportunity Fund must be an “accredited investor” as defined under Regulation D adopted by the SEC pursuant to the Securities Act.

With respect to the eDirect Funds and the Fundrise Opportunity Fund, minimum investments are generally set forth in each fund’s Offering Documents.

### *Individual Clients*

As Plans are only available to individuals who have become eDirect Fund Investors, there is no minimum amount required to open and maintain a Plan (however, there may be minimum amounts required to become an eDirect Fund Investor). Individual Clients have real-time access to their accounts and their Plans through the Fundrise Platform.

At any time prior to the last day of a distribution period, an Individual Client may adjust or terminate his/her Plan, and may request to liquidate all or part of the securities making up his/her account in accordance with the redemption plan(s) of the respective eDirect Funds (or, in the case of each Fundrise Interval Fund, through a periodic repurchase offer) in which such investor has invested. However, there can be no guarantee that requests to redeem securities will be honored by the eREITs or the Fundrise eFund. Pursuant to Rule 23c-3 under the 1940 Act, each Fundrise Interval Fund intends to make quarterly repurchase offers of between 5% and 25% of its outstanding shares at NAV. The Fundrise Innovation Fund intends, but is not obligated, to make quarterly repurchase offers in the sole discretion of its Board of Directors; provided, that it is not expected that such repurchase offers will be for more than 5% of its net assets.

Investors evaluating Fundrise Advisors’ software based financial advisor service should be aware that Fundrise Advisors’ relationship with Individual Clients is likely to be different from the “traditional” investment advisor relationship in several aspects:

- For Individual Clients, Fundrise Advisors is a software based financial advisor which means each Individual Client must acknowledge his/her ability and willingness to conduct her relationship with Fundrise Advisors on an electronic basis. Under the terms of the Client Agreement, each Individual Client agrees to receive all account information and account documents (including this Brochure), and any updates or changes to same, through his/her access to the Fundrise Platform and Fundrise Advisors’ electronic communications. Unless noted otherwise on the Fundrise Platform or within this Form ADV, Fundrise Advisors’ advisory service, the signature for the Client Agreement, and all documentation related to the advisory services are managed electronically. Fundrise Advisors does make individuals available to discuss servicing matters with Individual Clients.
- In choosing their Portfolio Investment Plan, each Individual Client has the ability to select a suggested portfolio allocation among the Designated Issuers managed by the Firm, based upon a portfolio algorithm established by the Investment Committee, and based upon the preferences provided to Fundrise Advisors by such Individual Client as applied to individual Designated Issuers vehicle strategies in current market conditions.
- In choosing their Auto-Investment Plan, each Individual Client has the ability to select the amount and frequency to begin automatically investing at certain pre-set intervals in the Designated Issuers through a Portfolio Investment Plan.
- In choosing whether to participate in a Re-Investment Plan, each Individual Client will elect to have distributions (including dividends) reinvested according to their selected Portfolio Investment Plan.



If an Individual Client does not elect to participate in a Re-Investment Plan, distributions will be distributed out to their designated external bank account. In addition, in the event that an Individual Client's distributions are unable to be reinvested according to the Re-Investment Plan chosen by such Individual Client, such distributions shall be distributed to the Individual Client's designated external bank account. Fundrise Advisors maintains this information in strict confidence subject to its Privacy Policy, which is provided on the Fundrise Platform. When executing the Re-Investment Plan, Fundrise Advisors relies upon the selections made by the Individual Client.

#### ITEM 8:      **Methods of Analysis, Investment Strategies, Risk of Loss**

Fundrise Advisors tailors its advisory services to the specific investment objectives and restrictions of each eDirect Fund and the Fundrise Opportunity Fund pursuant to the investment guidelines set forth in each eDirect Fund's and the Fundrise Opportunity Fund's Offering Document. Existing and prospective investors of each eDirect Fund or the Fundrise Opportunity Fund should refer to the Offering Document of the fund for complete information on the methods of analysis, investment objectives and investment restrictions with respect to such fund. There is no assurance that any of the eDirect Fund's or the Fundrise Opportunity Fund's investment objectives will be achieved.

##### *Investment Strategy*

The investment strategy of each eDirect Fund (with the exception of the Fundrise Innovation Fund) and the Fundrise Opportunity Fund will generally be to use substantially all of the proceeds of the offering to originate, acquire, asset manage, selectively leverage, syndicate and opportunistically sell investments in a variety of commercial real estate assets based on a particular investment strategy. The investment strategy of the Fundrise Innovation Fund will generally be to invest at least 80% of its net assets (plus the amount of any borrowings for investment purposes) in the securities of technology and technology-related companies and other investments (including derivatives) that have economic characteristics similar to investments in technology companies.

##### *Risk of Loss*

In all cases, existing and potential eDirect Fund Investors, investors in the Fundrise Opportunity Fund and Individual Clients are advised that investing in alternative assets involves speculative risk, which could result in a complete loss of principal and no return is guaranteed. In addition, there are no assurances an eDirect Fund Investor's desired diversification pursuant to a Portfolio Investment Plan can, or will, be achieved.

The risks associated with an investment in an eDirect Fund or the Fundrise Opportunity Fund are more fully described in each the Offering Documents for such funds and an existing or prospective eDirect Fund Investor or Individual Client must carefully review such information prior to making an investment in an eDirect Fund or signing up for a Plan. The Offering Documents for the eDirect Funds are available for review at [fundrise.com/oc](http://fundrise.com/oc), [fundriseintervalfund.com](http://fundriseintervalfund.com), [fundriseincomerealestatefund.com](http://fundriseincomerealestatefund.com), or [www.fundrisegrowthtechfund.com](http://www.fundrisegrowthtechfund.com).

##### *Risk of Loss – Plans*

Fundrise Advisors cannot guarantee any level of performance or that any Individual Client will avoid a loss of principal. **Any investment in securities, including investments in eDirect Funds or the Fundrise Opportunity Fund, involves the possibility of financial loss, including total loss of principal, that Individual Clients should be prepared to bear.**

When evaluating risk, financial loss may be viewed differently by each Individual Client and may depend on many different risk items, each of which may affect the probability of adverse consequences and the magnitude of any potential losses. The following risks may not be all-inclusive, but should be considered carefully by a

prospective Individual Client before retaining Fundrise Advisors' services, and are not a substitute for the Risk Factors contained in each eDirect Fund's and the Fundrise Opportunity Fund's Offering Documents. These risks should be considered as possibilities, with additional regard to their actual probability of occurring and the effect on an Individual Client if there is in fact an occurrence.

**Advisory Risk** –There is no guarantee that Fundrise Advisors' judgment or investment decisions on behalf of particular eDirect Funds or the Fundrise Opportunity Fund will necessarily produce the intended results. Fundrise Advisors' judgment may prove to be incorrect, and an eDirect Fund Investor, investor in the Fundrise Opportunity Fund or Individual Client might not achieve his/her investment objectives. In addition, it is possible that Individual Clients or Fundrise Advisors itself may experience computer equipment failure, loss of internet access, viruses, or other events that may impair access to Fundrise Advisors' software based financial advisory service. Fundrise Advisors and its representatives are not responsible to any Individual Client for losses unless caused by Fundrise Advisors breaching its fiduciary duty. Federal and state securities laws impose liabilities under certain circumstances on persons who act in good faith and therefore nothing herein shall in any way constitute a waiver or limitation of any rights which an Individual Client may have under federal or state securities laws.

**Plans Limited to Designated Issuers.** All Plans are limited to the Designated Issuers. These investments may not be appropriate for all clients, and all clients are required to acknowledge that they understand that Fundrise Advisors will only recommend portfolios of, or allocate distributions to, investments sponsored by affiliates of Fundrise Advisors. As such, Individual Clients should not allocate more than 10% of their total investment portfolio or assets, including investments not sponsored by Rise, to the Designated Issuers or the Plan(s).

**Illiquidity of Investments.** Investments in the eDirect Funds and the Fundrise Opportunity Fund are **highly illiquid**, and there can be no assurance that eDirect Fund Investors, investors in the Fundrise Opportunity Fund or Individual Clients will be able to realize these investments in a timely manner. It is unlikely that there will be a public market for most or all of the eDirect Funds or the Fundrise Opportunity Fund, and the liquidation plans of each eDirect Fund are limited by regulatory caps, as well as cash available to effect liquidations.

Pursuant to Rule 23c-3 under the 1940 Act, each Fundrise Interval Fund intends to make quarterly repurchase offers of between 5% and 25% of its outstanding shares at NAV. The Fundrise Innovation Fund intends, but is not obligated, to make quarterly repurchase offers in the sole discretion of its Board of Directors; provided, that it is not expected that such repurchase offers will be for more than 5% of its net assets.

#### ITEM 9: Disciplinary Information

As a registered investment adviser Fundrise Advisors is required to disclose all material facts regarding any legal or disciplinary events that would be material to a Client's, eDirect Fund Investor's or investor in the Fundrise Opportunity Fund's evaluation of Fundrise Advisors or the integrity of Fundrise Advisors' management. Fundrise Advisors has no information that it is required to disclose in response to this Item.

#### ITEM 10: Other Financial Industry Activities and Affiliations

Fundrise Advisors does not maintain material relationships with Clients, investors or with related persons in the financial or real estate industries. Executive officers of Fundrise Advisors also serve as executive officers of Rise and other affiliates. While Fundrise Advisors believes that these relationships may be material to its business operations, it does not believe that these relationships present material conflicts of interest with respect to Fundrise Advisors' Clients.

As discussed above, Fundrise Advisors is a wholly-owned subsidiary of Rise. While neither Rise nor its affiliates are a bank, a broker-dealer or other traditional financial industry participant, Rise or certain of its

affiliates act as the originator of the investments in which Fundrise Advisors' clients invest. Fundrise Advisors advises the eDirect Funds and the Fundrise Opportunity Fund and expects to advise other pooled investment vehicles that will be sponsored by the parent company or affiliates of Fundrise Advisors. Fundrise Advisors' services do not relate to any other type of financial product, and accordingly its business is wholly dependent on the continued operation of Rise and its affiliates. Additionally, because Fundrise Advisors is a wholly-owned subsidiary of Rise, Fundrise Advisors shares certain personnel with Rise (as noted above).

#### ITEM 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Fundrise Advisors has adopted a Code of Ethics (the “**Code**”) that sets forth the standards of conduct expected of Fundrise Advisors' personnel and addresses potential conflicts that arise from, among other things, personal trading by personnel. Pursuant to the Code, Fundrise Advisors' *access persons*<sup>1</sup> are required to provide both initial and annual securities holdings reports as well as periodic transactions reports.

Fundrise Advisors' Personal Trading Policy is governed by an overriding principle: Fundrise Advisors and its personnel must manage both real conflicts and the appearance of conflicts. If an access person doubts the propriety of any personal trade, such doubt is resolved in favor of not trading. Fundrise Advisors maintains a restricted list of securities that access persons are prohibited from investing in. Individuals who do not act in accordance with the Code may be subject to discipline, including fines, suspension, or termination.

#### ITEM 12: Brokerage Practices

The Advisor does not currently utilize broker-dealers for its investment activities.

Among the duties of registered investment advisers is the fair and equitable treatment of its clients. In order to fulfill this fiduciary obligation, Fundrise Advisors has established a policy for the equitable allocation of an investment opportunity among clients to avoid favoring one client account over another (or one eDirect Fund/the Fundrise Opportunity Fund over another eDirect Fund/the Fundrise Opportunity Fund). While a variety of allocation methods may be acceptable, consistency in application is an essential element of an appropriate policy.

Fundrise Advisors will allocate investments fairly and not favor certain funds with respect to investment opportunities. In addition, Fundrise Advisors will prohibit allocating profitable or unprofitable investments that may fall outside of Fundrise Advisors' normal allocation policies that would disproportionately favor certain eDirect Funds or the Fundrise Opportunity Fund.

#### ITEM 13: Review of Account

Fundrise Advisors' Investment Committee periodically reviews the assets of each eDirect Fund and the Fundrise Opportunity Fund to support compliance with the guidelines and restrictions discussed in each eDirect Fund's and the Fundrise Opportunity Fund's Offering Documents. The Investment Committee may delegate this responsibility to a qualified individual or individuals who would be responsible for reporting the results of such reviews to the Investment Committee in a timely manner.

#### ITEM 14: Client Referrals and Other Compensation

Fundrise Advisors expects from time to time to run promotional campaigns to attract potential Individual Clients to open an account with Fundrise Advisors. These promotions may include additional services, incentives, or products offered on a limited basis to select Individual Clients who accept the promotional

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<sup>1</sup>*Access person*: Defined under Rule 204A-1 of the Advisers Act. An Access Person is any of the firm's supervised persons who have access to nonpublic information regarding any clients' purchase or sale of securities, or nonpublic information regarding the portfolio holdings of any reportable fund, or those involved in making securities recommendations to clients, or who has access to such recommendations that are nonpublic. A firm's directors, officers and partners are also presumed to be access persons.



campaign and open an account with Fundrise Advisors, including more favorable fee arrangements, reduced or waived advisory fees, and/or shares of certain of the eDirect Funds. A potential campaign may also include the Fundrise Invitation Program, where Individual Clients may invite friends, family and others to open an account with Fundrise Advisors. Neither the referree nor the referrer Individual Client is under any obligation to invest in any eDirect Fund or the Fundrise Opportunity Fund as part of the Fundrise Invitation Program, and may take such action at their sole discretion. In the event that the promotion includes shares in an eDirect Fund, there is a potential conflict of interest, as such promotion will increase the total Asset Under Management of Fundrise Advisors and increase the fees that it receives.

These arrangements may create an incentive for existing Individual Clients to refer prospective Individual Clients to Fundrise Advisors, even if the Individual Client would otherwise not make the referral. These arrangements may also create a conflict of interest for an Individual Client to maintain a certain level of assets managed through Fundrise Advisors if doing so would result in eligibility to receive an incentive, bonus or additional compensation, as well as a conflict of potentially granting preferential treatment to Individual Clients that make frequent referrals. Such an arrangement may be considered a testimonial under the new Marketing Rule, adopted by the SEC. Fundrise Advisors will ensure compliance with the requirements under the new Marketing Rule related to such arrangements.

In addition, Fundrise Advisors has certain advertising arrangements in which it pays third-party bloggers and other third-party Internet participants a (i) flat fee per blog or post, or (ii) a flat fee per individual registration on the Fundrise Platform, regardless of if such individual funds an account on the Fundrise Platform. Such an arrangement may be considered an endorsement under the new Marketing Rule, adopted by the SEC. Fundrise Advisors will ensure compliance with the requirements under the new Marketing Rule related to such arrangements. For the avoidance of doubt, such bloggers or Internet participants are not compensated based on an individual (i) becoming an Individual Client, (ii) funding an account on the Fundrise Platform or (iii) otherwise investing in the eDirect Funds or the Fundrise Opportunity Fund.

Individual Clients are not charged a fee nor do they incur any additional costs for being referred to Fundrise Advisors by a current Individual Client or a blogger or other internet participant.

#### ITEM 15: Custody

Under Section d(2)(iii) of Rule 206(4)-2 of the Advisers Act of 1940, as amended (the “**Advisers Act**”), when the registered investment adviser acts in a capacity such as the managing member of a limited liability company or a comparable position for another type of pooled investment vehicle, that gives the adviser access to the funds’ securities, then such adviser is considered to have custody over those assets. Therefore, Fundrise Advisors as the managing member of the eDirect Funds and the Fundrise Opportunity Fund, and as Advisor to the Fundrise Interval Funds and the Fundrise Innovation Fund, does have “custody” under the rule.

Fundrise Advisors shall cause each eDirect Fund and the Fundrise Opportunity Fund, with assets over which it is deemed to have “custody”, to be audited annually and distribute audited financial statements, prepared in accordance with U.S. generally accepted accounting principles (“**GAAP**”), to eDirect Fund Investors and investors in the Fundrise Opportunity Fund, as applicable, no later than 120 days after the end of each fiscal year. In addition, upon the final liquidation of any such eDirect Fund or the Fundrise Opportunity Fund, Fundrise Advisors will obtain a final audit and distribute audited financial statements prepared in accordance with GAAP with respect to such eDirect Fund or Fundrise Opportunity Fund, as applicable, to all investors in such eDirect Fund or Fundrise Opportunity Fund, as applicable, promptly after completion of the audit.

With respect to Individual Clients, Individual Client’s funds are held in the Individual Client’s external bank account not affiliated with Rise until such point in time that such Individual Client initiates an individual or recurring ACH transaction to invest in a Designated Issuer. When investing, an Individual Client’s funds are transferred from such Individual Client’s external bank account directly to an eDirect Fund’s bank account. At no point in time are Individual Client’s funds aggregated or collected into a bank account of Rise or Fundrise

Advisors. Fundrise Advisors does not have custody or possession of either Individual Client's funds or securities.

Individual Clients receive securities purchased in uncertificated form upon a Designated Issuer receiving payment from such Individual Client, and each Individual Client may verify the amount of securities received at any time on the Fundrise Platform, and each Individual Client may verify the amount invested by accessing the Individual Client's financial institution's website or reviewing the periodic account statements received from the Individual Client's financial institution. Individual Clients are instructed to regularly review these account statements and websites and contact Fundrise Advisors and its financial institution if the Individual Client has any questions or concerns.

#### ITEM 16: Investment Discretion

##### *eDirect Fund and Fundrise Opportunity Fund Clients*

On behalf of the eDirect Funds, the Fundrise Opportunity Fund and other types of pooled investment vehicles, Fundrise Advisors has full investment discretion over the management of the assets in the eDirect Funds and the Fundrise Opportunity Fund. Any limitation on Fundrise Advisor's authority over investment decisions is described in each eDirect Fund's and the Fundrise Opportunity Fund's Offering Documents.

##### *Individual Clients*

Fundrise Advisors does not exercise investment discretion on behalf of Individual Clients, as it either recommends individual portfolios (without execution authority) or is required to allocate the assets of the Individual Client in accordance with the Portfolio Investment Plan designated by the Individual Client.

#### ITEM 17: Voting Client Securities

While investments to be made on behalf of the eDirect Funds (other than the Fundrise Interval Funds and the Fundrise Innovation Fund) or the Fundrise Opportunity Fund are not likely to constitute voting securities, there may be occasions when consents on behalf of the eDirect Funds or the Fundrise Opportunity Fund are solicited. In such cases, Fundrise Advisors will act in the best interest of the eDirect Funds or Fundrise Opportunity Fund, as applicable.

##### *Fundrise 40 Act Funds*

With respect to each Fundrise Interval Fund and the Fundrise Innovation Fund (the "**Fundrise 40 Act Funds**"), Fundrise Advisors has adopted the Proxy Voting Policy and Procedures (the "**Proxy Voting Policy**"), and has the responsibility for voting proxies for securities consistent with the best interest of each Fundrise 40 Act Fund. In general, Fundrise Advisors does not receive proxies to be voted due to the nature of its investments on behalf of any Fundrise 40 Act Fund; the procedures maintained by Fundrise Advisors are intended to comply with Rule 206(4)-6 under the Advisors Act in the infrequent instance that Fundrise Advisors receives a proxy, or other action requiring a vote, from a security held by any Fundrise 40 Act Fund.

In the event the Fundrise Advisors receives proxy materials on behalf of any Fundrise 40 Act Fund, the Investment Committee will vote the proxy. The Investment Committee (or any committee delegated responsibility and authority by the Investment Committee) will analyze the proxy materials and determine how Fundrise Advisors should vote the proxy in accordance with the voting guidelines outlined in the Proxy Voting Policy. Fundrise Advisors may engage a third-party research and voting service to assist it in researching, recordkeeping and voting of proxies.

In certain instances, a potential or actual material conflict of interest may arise when Fundrise Advisors votes a proxy. As a fiduciary to the Fundrise 40 Act Funds, Fundrise Advisors will take these conflicts very seriously.

While Fundrise Advisors' primary goal in addressing any such conflict is to ensure that proxy votes are cast in each Fundrise 40 Act Fund's best interest and are not affected by Fundrise Advisors' potential or actual material conflict, there are a number of courses that Fundrise Advisors may take, and the final decision about which course to follow shall be made by the Investment Committee.

Each Fundrise 40 Act Fund will file a Form N-PX with such fund's complete proxy voting record for the 12 months ended June 30 no later than August 31 of each year. Investors in any Fundrise 40 Act Fund may obtain a copy of the Proxy Voting Policy upon request.

#### ITEM 18: Financial Information

Fundrise Advisors does not believe that there are any current financial conditions that are reasonably likely to impair Fundrise Advisors' ability to meet contractual commitments to Clients. Furthermore, Fundrise Advisors has not been the subject of a bankruptcy petition or proceeding at any time in the past ten years.