

**Part 2A of Form ADV:
Firm Brochure**



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This brochure provides information about the qualifications and business practices of Evolution Private Investment Collective LLC and its affiliates (“EPIC,” “we,” “us,” or “our”). If you have any questions about the contents of this brochure, please contact us at (720) 593-6395 or info@EPIC-Funds.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Evolution Private Investment Collective LLC is a registered investment adviser.

Registration with the SEC or any state securities authority does not imply a certain level of skill or training. Additional information about EIPC is also available on the SEC’s website at www.adviserinfo.sec.gov.

You can search this site by a unique identifying number, known as a CRD number. Our firm's CRD number is 311425.

Item 2 – Material Changes

This brochure dated March 30, 2023 serves as an annual update to the brochure. Since its last update, filed on May 20, 2022, this brochure has been updated to reflect the following material changes:

- Item 10 – Two new affiliated entities are listed, EPIC-DIP2 GP LLC and EPIC-PB6 GP LLC, who serve as the General Partners for EPIC-DIP2 LP and EPIC-PB6 LP, respectively.

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Item 4 – Advisory Business

Evolution Private Investment Collective LLC (“EPIC”) is a Colorado limited liability company founded in 2020. EPIC serves as the investment manager to privately offered partnerships (generally referred to throughout this document as a “Fund,” or collectively, the “Funds”).

EPIC maintains discretionary authority over the investments made by the Funds and tailors its investment advice based on each Fund’s investment objectives. The Funds have different classes of Interests, each with unique goals. The Funds will make direct investments in other private investment funds that are managed by third-party investment managers (“Managers”) who invest in asset classes such as private equity, private debt, real estate, and venture capital. The Funds may also participate in direct co-investment opportunities alongside private funds (“Co-investments”).

EPIC’s partners are George Alec Garza and Charles Willhoit (collectively, the “Principal Owners”). EPIC manages each Fund within the guidelines and restrictions outlined in the Funds’ governing documents and within respective regulatory guidelines or limitations. Investment advice is provided directly to the Funds and is not tailored to the individual needs of investors.

EPIC has approximately \$139,937,727.66 in assets under management as of September 30, 2023. Client assets are managed on a discretionary basis.

Item 5 – Fees and Compensation

As compensation for our advisory services for the Funds, we receive a management fee based on assets under management or capital commitments and a performance-based fee. The management fees, depending on the Fund, range from 0.0% to 1.0% per annum. Fees are calculated and collected quarterly, either in arrears or in advance as set forth in the applicable offering documents. Management fees may be payable over a limited number of years as detailed in the applicable offering documents.

The General Partner of the Funds generally shall be paid carried interest equal to 0% to 10% per year of the net profits at the end of each fiscal year. Carried interest for the Funds may be subject to a preferred return for limited partners on realized investments and net investment income distributions as set forth in an applicable offering document. These carried interests are allocated to the capital account of each partner during such fiscal year and will be reallocated to the capital account of the Fund’s General Partner. The General Partner has the right, in its sole discretion, to periodically waive or reduce the carried interest for certain limited partners without exercising the right for other limited partners. Please refer to the Fund’s offering memorandum for additional detail regarding management fees and carried interest.

EPIC does not receive advisory fees related to the advisory services it provides to IWP Evolution Fund I, LP (“EPIC Fund I”). However, EPIC Fund I will reimburse EPIC for all expenses incurred in connection with the advisory services provided by EPIC to EPIC Fund I. (Please see item 10 for additional detail)

Each Fund will pay all fees and expenses incurred by or on behalf of such Fund in connection with the offering of Interests and the organization of the Fund and the General Partner, including, without limitation, legal, accounting, tax, marketing, and other organizational and offering expenses (“Organizational Expenses”). The Funds will invest in other pooled investment vehicles, and those underlying pooled investment vehicles may charge fees and expenses, which are indirectly borne by the investors in the Funds.

Any expenses common to the Funds generally will be borne by such entities in an equitable manner as determined by EPIC. Although EPIC will attempt to allocate such expenses on a basis that it considers equitable, it may not be possible to precisely determine what portion of such shared expenses are attributable to each Fund, and there can be no assurance that such expenses will in all cases be allocated proportionately. Accordingly, some portion of services paid for by a Fund may be used in some portion for the benefit of other Funds.

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

As discussed in Item 5, the General Partner for the Funds is entitled to receive performance-based compensation (i.e., carried interest). The General Partner's right to the carried interest may create an incentive for EPIC to make investments that are riskier, more speculative, or more highly levered than would be the case in the absence of performance-based compensation. The performance-based fee may also create an incentive for EPIC to engage in riskier, more speculative, or more highly levered investments to achieve higher performance allocations or fees. EPIC Fund I investors are not charged a performance-based fee.

Item 7 – Types of Clients

The Funds are typically organized as Delaware limited partnerships. Investment in any fund is designed only for sophisticated persons who are accredited and qualified investors and those who are able to bear the total loss of their capital contribution to the Fund.

The Funds' limited partners ("Fund Investor" or "Fund Investors") may include, but are not limited to, individuals, trusts, investment advisers, pension and profit-sharing plans, charitable organizations, and business entities.

In order to be eligible to invest in our Funds, investors must be an "accredited investor" within the meaning of Regulation D under the Securities Act of 1933 and a "qualified client" within the meaning of the Advisers Act. Each investor is required to represent that their investment in our Funds is being acquired for their own account, for investment, and not for resale or distribution. Investments in our Funds are suitable only for sophisticated investors for whom an investment in our Funds does not constitute a complete investment program and who fully understand, are willing to assume, and who have the financial resources necessary to withstand the risks involved in our Funds' specialized investment program and to bear the potential loss of their entire investment in those investments. The minimum initial investment in the Funds is \$100,000, though individual commitments of lesser amounts may be accepted at the discretion of the applicable General Partner.

EPIC or a Fund's General Partner may, on behalf of the Funds, enter into separate agreements, commonly referred to as "side letters" (each, a "Side Letter"), or other similar agreements with a particular Fund Investor in connection with its admission to the Fund without the approval of any other investor. Such occurrence would have the effect of establishing rights under or supplementing the terms of the applicable Fund's operating agreement with respect to such an investor in a manner more favorable than those applicable to other investors. Such rights or terms in any such Side Letter or other similar agreement may include, without limitation: (i) reporting obligations, (ii) lower fees, (iii) waiver of certain confidentiality obligations, (iv) "most favored nation" provisions, (v) priority access to one or more co-investment opportunities or (vi) rights or terms requested or necessary in light of a particular investment, legal, regulatory or public policy characteristics of an investor.

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

EPIC's investment advice to the Funds is tailored to the investment objectives of the Funds. Most investments by the Funds are in commitments to other pooled investment vehicles, platform investments, and co-investments (referred to as "Underlying Investments" or "Underlying Managers"). All investments made by the Funds go through a thorough due diligence process and must be approved by an Investment Committee. Investments for the Funds will only be considered if they meet the parameters outlined in the Fund's offering memorandum and meet the Fund's investment objectives and strategy.

There can be no assurance that the investments recommended by EPIC will be successful in meeting the Funds' objective or policies within the time periods contemplated or that the Funds' objectives or policies will be attained at all. The Fund Investors assume all risks associated with the underlying investments made by the Funds.

Risks of Investments and Strategies Utilized

Investing in securities involves risk of loss that investors in the Funds should be prepared to bear. The following list of risk factors does not purport to be a complete enumeration or explanation of the risks involved in an investment with EPIC. Prospective investors should read the entire brochure as well the applicable Fund's governing documents, including its offering memorandum, and consult with their own advisers prior to engaging EPIC's services.

Investment and trading risk factors may include:

Market Risk. All investments in financial instruments, including investments made by the Funds, involve a substantial risk of volatility and loss arising from general economic and market conditions, which are beyond the control of EPIC. The Funds may be adversely affected by general market movements. Changes in market sentiment, competition, technology, inflation, exchange rates, interest rates, US or international economic or political conditions or events, tax laws and governmental regulation and governmental trade, fiscal, monetary or exchange control programs or policies, as well as innumerable other conditions and factors, which are often unforeseeable, render it difficult or impossible to predict future market movements. Unexpected volatility, illiquidity, or "market shocks" in the markets in which the Funds directly or indirectly hold positions could impair the Funds' ability to achieve its investment objectives and cause the Funds' investors to incur losses.

Investments in Other Funds. The Underlying Funds include investments in other pooled investment vehicles. An Underlying Fund may be subject to the risks described throughout to the extent applicable to the Underlying Fund's investment strategy, as well as other risks. An Underlying Fund's governing documents may not impose meaningful restrictions on the manner in which the Managers may invest and trade and may permit the Managers to invest and trade in essentially an unrestricted range of securities. As a result, the Managers may, from time to time, suddenly and materially modify their investment objectives, styles, policies, and/or restrictions, with, or more often, without notice to EPIC. EPIC generally will not participate in the management and control of the Underlying Funds; instead, EPIC allocates and reallocates Fund Investors' assets to the Underlying Funds in part on its assessment of each Underlying Fund's objectives, styles, policies, and restrictions. If after allocating The Funds' assets to a particular Underlying Fund, the investment manager of the Underlying Fund modifies its investment objectives, styles, policies, or restrictions, the Funds' allocations may no longer be consistent with its investment objective, and the Funds may be unable to withdraw capital from that Underlying Fund for an extended period of time, during which the Funds may suffer extensive losses. There is no guarantee that an Underlying Fund's investing activities will match the Funds' investment strategy and objectives at all times.

EPIC conducts a level of due diligence that it believes is adequate to select the appropriate Underlying Funds. However, due diligence is not infallible and may not uncover problems associated with an Underlying Fund, its investment manager, or those who provide accounting, audit, brokerage, custody, or other services to the Underlying Fund. EPIC may rely upon representations made by investment managers of the Underlying Funds and, if any representation is misleading, incomplete, or false, it may result in an investment in an Underlying Fund that might otherwise have been eliminated from consideration had complete information been made available.

Real Estate. Certain Underlying Funds may invest in real estate and similar assets. All real estate investments, ranging from equity investments to debt investments, are subject to some degree of risk. Real estate investments commonly experience significant fluctuation in value, which may be caused by local or regional economic, legal or other market conditions, and are relatively illiquid investments. Therefore, the ability of the Underlying Fund to change its portfolio promptly in response to changes in economic or other conditions will be limited. No assurances can be given that the fair market value of any real estate investments held by an Underlying Fund will not decrease in the future or that an Underlying Fund will

recognize the full value for any real estate investment that it is required to sell for liquidity reasons. The value of, and cash flow derived from, the real estate investments will depend on many factors beyond the control of EPIC. All of the Funds' investments in real estate are subject to a complete loss of capital.

Private Equity/Venture Capital Risk. Underlying Funds may make a direct investment in private companies, which may have a limited operating history, are attempting to develop or commercialize unproven technologies, implement novel business plans, or are not otherwise developed sufficiently to be self-sustaining financially or to become public. Investments in private companies should be considered long-term and illiquid. There are typically no secondary markets in which these types of investments trade. If the value of the investment should decline, the value of the Underlying Funds would also decline. Please refer to the fund offering documents and Private Placement Memorandums for specific information on the strategies, risks, and qualifications for investing in a particular private investment.

Minority Investments. The investments made by a Fund may constitute minority positions in a company. As is the case with minority holdings in general, such minority stakes that a Fund may hold will have neither the control characteristics of majority stakes nor the valuation premiums associated with a majority or controlling stakes investor. The Funds may also invest in companies or other assets for which the Funds' have no right to appoint a director or otherwise exert significant influence. In such cases, the Funds will be reliant on the existing management or board of directors of such companies or assets, which may include representatives of other financial investors with whom the Funds are not affiliated and whose interests may conflict with the interests of the Funds.

General Economic and Market Conditions. The Funds' performance may be affected by general economic and market conditions and factors that impact the Underlying Funds, such as interest rates, availability of credit, inflation rates, economic uncertainty, changes in laws, and national and international political developments. The occurrence of any one or more of these factors could adversely impact a Fund and its ability to achieve the investment objective.

Illiquidity. Some of the Funds' investments may not be listed on any securities exchange, have a secondary trading market, or generally be able to be liquidated on short notice. The Funds' may be required to hold any given investment for an extended period of time.

Credit Risk. Underlying Funds may originate loans or purchase loans that are exposed to losses resulting from default. The value of the underlying collateral, the creditworthiness of the borrower or other counterparty, and the priority of the lien are each of great importance. The Funds cannot guarantee the adequacy of the protection of its security interests through the Underlying Funds, including the validity or enforceability of the applicable investment contract and the maintenance of the anticipated priority and perfection of the applicable security interests. The liquidation proceeds upon sale of a collateralized asset may not satisfy the entire outstanding balance of principal and interest payable, resulting in a loss to the Underlying Funds. Any costs or delays involved in the effectuation of a foreclosure of the asset or liquidation of the underlying property will further reduce the proceeds and thus increase the loss.

Fraud or Misrepresentation. EPIC selects investments for its Funds based in part on information and data that the issuers of securities file with various government agencies or make directly available to EPIC or that it obtains from other sources. EPIC is not in a position to confirm the completeness, genuineness, or accuracy of such information and data, and in some cases, complete and accurate information may not be readily available.

EPIC is not in a position to obtain all relevant information regarding a company or security. Further, EPIC may misinterpret or incorrectly analyze the information that it has about a particular fund, company, or security. These and other factors may cause EPIC to (a) invest in securities at times that will lead to losses in the Funds and may cause a Fund Investor to lose a significant portion of its investment or (b) refrain from

investing in particular securities at times that would have resulted in gains in the Funds' portfolio if EPIC would have caused the Funds to invest.

Concentration. EPIC will attempt to spread the Funds' capital among multiple investments; however, the Funds may be invested in a limited number of investments at any given time. The aggregate returns realized by a Fund could be adversely affected if the Funds' investments are not diversified. A Fund's overall performance could be made materially worse by the unfavorable performance of even one investment, and the risk of loss is greater than that which would exist in a more diversified portfolio.

Market Disruption. Significant market disruptions, such as those caused by pandemics, natural or environmental disasters, war, acts of terrorism, or other events, can adversely affect local and global markets and normal market operations. The outbreak of respiratory disease caused by the coronavirus COVID-19 has had and is expected to continue to have a severely adverse impact on the economies of many nations, individual companies, and the market in general. EPIC does not know how long or the extent to which the securities markets and economies will continue to be affected by these events. EPIC cannot predict the likelihood of occurrence or the effects of similar pandemics and epidemics in the future on the US and other economies or the investments in a fund. EPIC has a business continuity plan that is reasonably designed to ensure that normal business operations are maintained and that clients' assets are protected. We periodically test this plan. However, the effects of market disruptions, including the COVID-19 pandemic, may cause client accounts or the Funds to fail to meet their investment objectives and may exacerbate various other risks discussed in this document. Additionally, market disruptions may result in increased market volatility; regulatory trading halts; closure of domestic or foreign exchanges, markets, or governments; or market participants operating pursuant to business continuity plans for indeterminate periods of time. Such events can be highly disruptive to economies and markets and significantly impact individual companies, sectors, industries, markets, currencies, interest and inflation rates, credit ratings, investor sentiment, and other factors affecting the value of a client's investments and operation of the Funds. These events could also result in the closure of businesses that are integral to EPIC's operations or otherwise disrupt the ability of employees and service providers to perform essential tasks on behalf of EPIC.

Cybersecurity Risk. As the use of technology becomes more prevalent in the course of business, investment advisers and other financial services firms become more susceptible to operational, financial, and information security risks resulting from cyberattacks and/or technological malfunctions. Cyber-attacks have occurred and will continue to occur. Cyber-attacks include, among other things, the attempted theft, loss, misuse, improper release, corruption or destruction of, or unauthorized access to, confidential or highly restricted client data; and attempted compromises or failures of systems, networks, devices, and applications relating to the operations of EPIC and its service providers. Cybersecurity breaches may result from unauthorized access to digital systems (e.g., through "hacking" or malicious software coding) or from outside attacks, such as denial-of-service attacks on websites (i.e., efforts to make network services unavailable to intended users). Successful cyber-attacks and/or technological malfunctions affecting EPIC or its service providers can result in: financial losses to clients and Fund investors; the inability of tEPIC to transact business with its clients; the inability to process transactions; the release of private client information; violations of privacy and other laws; regulatory fines, penalties, and reputational damage; and compliance and remediation costs, legal fees and other expenses. Similar types of cybersecurity risks are also present for Underlying Fund managers and investment sponsors, which could result in material adverse consequences for such groups and may cause the Funds' investments therein to lose value. While measures have been developed which are designed to reduce the risks associated with cybersecurity, there are inherent limitations in such measures, and there is no guarantee those measures will be effective, particularly since EPIC does not directly control the cybersecurity measures of its service providers, financial intermediaries or companies in which it invests or with which it does business.

Item 9 – Disciplinary Information

EPIC and our employees have not been involved in any legal or disciplinary events that would be material to an investor or prospective investor's evaluation of EPIC's business, its personnel, or the integrity of its management.

Item 10 – Other Financial Industry Activities and Affiliations

EPIC will serve as the investment manager of IWP Evolution Fund I, LP ("EPIC Fund I"). The general partner of EPIC Fund I is IWP Fund Management LLC, which is wholly owned by IWP Wealth Management LLC ("IWP"), an SEC Registered Investment Adviser. Charles Willhoit owns over 25% of both IWP and EPIC and is a Control Person at both firms. IWP Fund Management LLC has assigned EPIC as the fund's Investment Manager. IWP will continue to charge its clients' a flat fee for wealth management and investment advisory services that are independent of clients' assets invested in EPIC Fund I. EPIC Fund I clients do not pay a fee directly tied to their investment in EPIC Fund I. EPIC does not receive management fees or performance-based fees for its investment management provided to EPIC Fund I. EPIC will receive expense reimbursements from the EPIC Fund I for investment and administrative expenses incurred (see Item 5 for additional detail) but does not otherwise receive any compensation from EPIC Fund I. IWP provided EPIC Fund I to its clients to help them diversify their portfolios and has designated EPIC as the Investment Manager as EPIC employees are the best suited to monitor current investments.

EPIC's Funds are formed as Delaware limited partnerships which require a general partner and managing member, respectively (in each case, a "General Partner", and collectively, the "General Partners"). Below is a listing of those entities which are affiliated with us and which serve as a general partner for each of the Funds.

- IWP Fund Management LLC
 - Serves as the General Partner for IWP Evolution Fund I, LP ("EPIC Fund I")
- EPIC Fund Management II LLC
 - Serves as the General Partner for EPIC Fund II, LP
- EPIC-M7 GP LLC
 - Serves as the General Partner for EPIC-M7 LP
- EPIC-ACRE GP LLC
 - Serves as the General Partner for EPIC-ACRE LP
- EPIC-DIP2 GP LLC
 - Serves as the General Partner for EPIC-DIP2 LP
- EPIC-PB6 GP LLC
 - Serves as the General Partner for EPIC-PB6 LP

EPIC has supervised persons that are employees at both Evolution Private Investment Collective LLC and IWP Wealth Management LLC.

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

EPIC's Code of Ethics establishes high standards of business conduct for all of EPIC's principals, officers, employees, and any other person who may provide services on behalf of EPIC and is subject to its supervision and control ("Covered Persons"). Our first duty is to our clients and investors, and EPIC's Code of Ethics is based upon the fundamental principles of openness, integrity, honesty, and trust. EPIC's Code of Ethics includes policies and rules covering personal securities transactions, client information confidentiality, prohibitions on insider trading, restrictions on certain gifts and business entertainment items, and other topics. The Code of Ethics policies and rules regarding personal securities transactions are intended to prevent any personal securities transactions by a Covered Person from interfering with making decisions in clients' best interests. Each Covered Person is provided with a copy of the Code of Ethics and must annually certify that they have received it and have complied with its provisions. In addition, any

Covered Person who becomes aware of any potential violations of the Code of Ethics must report the potential violations to the Chief Compliance Officer. All Clients and potential clients may request copies of both policies.

Item 12 – Brokerage Practices

EPIC's practices involve privately negotiated transactions in which best execution obligations do not arise in the same context as transactions in publicly traded securities. Concerning such private transactions, EPIC believes it fulfills its best execution responsibilities through careful evaluation and negotiation of the terms of each such transaction. Although it is not anticipated, EPIC could purchase or sell publicly traded securities from time to time.

In such circumstances, EPIC considers various factors in determining which broker is most likely to deliver best execution including, but are not limited to:

- EPIC's knowledge of negotiated commission rates and spreads currently available;
- the nature of the security or instrument being traded;
- the size and type of the transaction;
- the nature and character of the markets for the security or instrument to be purchased or sold;
- the desired timing of the trade;
- the activity existing and expected in the market for the particular security or instrument;
- confidentiality;
- the execution, clearance, and settlement capabilities, as well as the reputation and perceived financial soundness of the broker, selected, and other brokers considered;
- EPIC's knowledge of actual or apparent operational problems of any broker;
- the broker/dealer's execution services rendered continually and in other transactions; and
- the reasonableness of spreads or commissions.

EPIC does not maintain relationships with broker-dealers that feature soft-dollar benefits or referral arrangements.

Item 13 – Review of Accounts

EPIC monitors each of the investments it makes on an ongoing basis. Investors in the Funds will receive individual capital account statements and commentary on a quarterly basis. On an annual basis, investors in the Funds will also receive audited financial statements, valuations of the Funds' investments, and tax information necessary to complete US tax returns.

Each Fund's General Partner shall determine the fair value of the Fund's assets in its discretion as provided in such Fund's operating agreement.

Item 14 – Client Referrals and Other Compensation

EPIC does not directly compensate any individuals (other than our own employees) or other firms for referring Clients or potential clients to EPIC.

Item 15 – Custody

Although no Fund maintains direct custody of client assets, EPIC acts as the General Partner or managing member of private investment vehicles and therefore is deemed by the SEC to have custody of those assets because the General Partners of the Funds each serve in a capacity that provides it with access to the assets.

EPIC intends to comply with Rule 206(4)-2 of the Advisers Act (the "Custody Rule") by meeting the conditions of the pooled vehicle annual audit provision. In order to avoid any potential conflict of interest that indirect custody of client assets may cause, private vehicles as described above are either maintained with a "qualified custodian" or audited annually by an independent auditor who is a member of and subject to

inspection by the Public Company Accounting Oversight Board (“PCAOB”), with such audits delivered to investors in compliance with the SEC’s Custody Rule.

Where assets are held by a qualified custodian, EPIC will notify clients in writing of the qualified custodian’s name, address, and the manner in which the assets are maintained at the time of investment and promptly following any changes to this information.

Item 16 – Investment Discretion

EPIC manages its Funds on a discretionary basis. EPIC serves as the investment manager for each of the Funds and, within such role, exercises investment discretion. There are generally no limitations placed on such authority. Any limitations to EPIC’s discretionary authority are described in such Fund’s governing documents.

Item 17 – Voting Client Securities

In the event any Fund is asked to vote a proxy, it is our policy to vote proxies in the best interests of our clients. In exercising its proxy voting authority, the General Partner or EPIC, as applicable, will vote any proxy in a manner consistent with such Fund’s investment objectives, typically to maximize investment returns while taking into consideration applicable risk factors and subject constraints set forth in an offering memorandum or operating agreement. For the avoidance of doubt, the General Partner or EPIC may not vote with the majority of investors when the interest of the Fund so dictates. EPIC does allow limited partners to direct EPIC with respect to voting proxies. Investors may obtain information about how we voted their proxies and a copy of proxy policies and procedures by emailing info@EPIC-Funds.com.

Item 18 – Financial Information

EPIC is not aware of any financial conditions that are reasonably likely to impair our ability to meet our contractual obligations to our clients. EPIC has never been the subject of a bankruptcy petition.