

Item 1 Cover Page

DISCLOSURE BROCHURE
FORM ADV PART 2A



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This brochure provides information about the qualifications and business practices of Rubric Advisors, LLC. Being registered as an investment adviser does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact us at 415-406-6041. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission, or by any state securities authority.

ADDITIONAL INFORMATION ABOUT RUBRIC ADVISORS, LLC (CRD #336764) IS AVAILABLE ON THE SEC'S WEBSITE AT WWW.ADVISERINFO.SEC.GOV

Item 2: Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually or when material changes occur since the previous release of the Firm Brochure.

Material Changes since the Last Update

Initial Filing.

Full Brochure Available

This Firm Brochure being delivered is the complete brochure for the Firm.

Item 3: Table of Contents

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Item 4: Advisory Business

Firm Description

Rubric Advisors, LLC (“Rubric”) was founded in April 2025 and became an investment adviser in October 2025. Rubric Holding, LLC is 100% owner, Harish “Harry” Prabandham is the Chief Compliance Officer. PRAHAR Family Revocable Trust owns 100% of Rubric Holding LLC. Rubric Holding LLC owns 100% of both Rubric Advisors LCC and Rubric Associates LLC (DBA Rubric Financial). PRAHAR Family Revocable Trust is owned by Harish Prabandham and Prasanna Gudihala.

Under California Code of Regulations (“CCR”) Section 260.238(k), Rubric, its representatives or any of its employees will disclose to Clients all material conflicts of interest.

Types of Advisory Services

ASSET MANAGEMENT

Rubric offers two types of discretionary asset management services for its clients – a more traditional, **Personal Advisor** and an internet based **Digital Advisor provided by Altruist or other qualified custody platforms**. In both types of services, Clients authorize Rubric to execute transactions on their behalf under the terms of the Investment Advisory Agreement.

Personal Advisor is tailored to each client’s individual goals, time horizon, objectives, and risk tolerance. Based on these factors, Rubric constructs and monitors an investment program that includes strategy selection, investment selection, asset allocation, and ongoing portfolio oversight. In some cases, qualified clients—typically those with over \$3 million invested—may be offered access to alternative investments such as hedge fund-of-funds, venture capital funds, secondary private company shares, private equity, and private credit. These opportunities carry elevated risks including illiquidity, long-term commitments, valuation subjectivity, and potential for total loss. Participation in alternative investments is optional and subject to Rubric’s evaluation of the client’s overall financial profile.

In addition, Rubric offers clients **Digital Advisor**, an online, automated investment management platform (sometimes referred to as a “robo-advisor”). The Digital Advisor is designed to provide investment advice and account management through a web-based or mobile interface, with limited or no direct interaction with an investment adviser representative. Clients using the Digital Advisor will complete an electronic questionnaire designed to gather information about their financial situation, investment objectives, time horizon, and risk tolerance. Based on the information provided, the platform generates a recommended asset allocation and manages a portfolio of exchange-traded funds (“ETFs”) and/or other securities consistent with that allocation. The Digital Advisor monitors client accounts on an ongoing basis and will automatically rebalance portfolios as needed to maintain the target allocation. Clients may update their responses to the questionnaire at any time, which may result in adjustments to the recommended portfolio.

While the Digital Advisor provides a convenient, technology-driven way to access investment advice, it is important for clients to understand that:

- The service relies on the accuracy and completeness of the information provided by the client.
- The investment advice is generated using algorithms and model portfolios; it may not incorporate all possible factors that may be relevant to a client’s financial circumstances.
- Alternate investments such as hedge fund-of-funds, venture capital funds, secondary private company shares, private equity, and private credit will not be offered as a part of Digital Advisor.
- Clients have access to Rubric Advisors’ representatives for questions regarding the Digital Advisor service, but the level of personal interaction will be more limited than with Personal Advisor Service.

Here is a comparison of the two services offered.

Feature	Personal Advisor Service	Digital Advisor Service
Relationship Style	Ongoing, one-on-one relationship with a dedicated advisor; highly personalized planning	Primarily digital platform access with advisor support as needed
Financial Planning	Comprehensive financial planning (retirement, tax strategy, estate, business succession, insurance, education planning)	Streamlined planning focused on investments, savings goals, and risk profile.
Investment Management	Custom portfolio design, tax-efficient strategies, ongoing monitoring & rebalancing	Model-based portfolios, automated rebalancing, digital dashboard. Limited set of financial securities will be used.
Tax & Estate Coordination	Coordination with tax and estate professionals, advanced planning strategies	General tax-efficient investment approach, if needed.
Client Meetings	Regularly scheduled meetings (quarterly/annual) and as needed	Primarily virtual, on-demand meetings
Ideal For	Clients seeking a holistic, ongoing relationship with personalized planning and advisory support	Clients comfortable with a digital-first experience who want professional oversight at a lower cost

When deemed appropriate for the Client, Rubric may hire Sub-Advisors to manage all or a portion of the assets in the Client account. Rubric has full discretion to hire and fire Sub-Advisors as we deem suitable. Sub-Advisors will maintain the models or investment strategies agreed upon between Sub-Advisor and Rubric. Sub-Advisors execute trades on behalf of Rubric in Client accounts. Rubric will be responsible for the overall direct relationship with the Client. Rubric retains the authority to terminate the Sub-Advisor relationship at Rubric’s discretion.

ERISA PLAN SERVICES

Rubric provides service to qualified retirement plans including 401(k) plans, 403(b) plans, pension and profit-sharing plans, cash balance plans, and deferred compensation plans as either a 3(21) or 3(38) advisor:

Limited Scope ERISA 3(21) Fiduciary. Rubric may serve as a limited scope ERISA 3(21) fiduciary that can advise, help and assist plan sponsors with their investment decisions. As an investment advisor Rubric has a fiduciary duty to act in the best interest of the Client. The plan sponsor is still ultimately responsible for the decisions made in their plan, though using Rubric can help the plan sponsor delegate liability by following a diligent process.

1. Fiduciary Services are:

- Provide investment advice to the Client about asset classes and investment options available for the Plan in accordance with the Plan's investment policies and objectives. Client will make the final decision regarding the initial selection, retention, removal and addition of investment options. Rubric acknowledges that it is a fiduciary as defined in ERISA section 3 (21) (A) (ii).
- Assist the Client in the development of an investment policy statement ("IPS"). The IPS establishes the investment policies and objectives for the Plan. Client shall have the ultimate responsibility and authority to establish such policies and objectives and to adopt and amend the IPS.
- Provide investment advice to the Plan Sponsor with respect to the selection of a qualified default investment option for participants who are automatically enrolled in the Plan or who have otherwise failed to make investment elections. The Client retains the sole responsibility to provide all notices to the Plan participants required under ERISA Section 404(c) (5) and 404(a)-5.
- Assist in monitoring investment options by preparing periodic investment reports that document investment performance, consistency of fund management and conformance to the guidelines set forth in the IPS and make recommendations to maintain, remove or replace investment options.
- Meet with Client on a periodic basis to discuss the reports and the investment recommendations.

2. Non-fiduciary Services are:

- Assist in the education of Plan participants about general investment information and the investment options available to them under the Plan. Client understands Rubric's assistance in education of the Plan participants shall be consistent with and within the scope of the Department of Labor's definition of investment education (Department of Labor Interpretive Bulletin 96-1). As such, Rubric is not providing fiduciary advice as defined by ERISA 3(21)(A)(ii) to the Plan participants. Rubric will not provide investment advice concerning the prudence of any investment option or combination of investment options for a particular participant or beneficiary under the Plan.
- Assist in the group enrollment meetings designed to increase retirement plan participation among the employees and investment and financial understanding by the employees.

Rubric may provide these services or, alternatively, may arrange for the Plan's other providers to offer these services, as agreed upon between Rubric and Client.

3. Rubric has no responsibility to provide services related to the following types of assets ("Excluded Assets"):

- Employer securities;
- Real estate (except for real estate funds or publicly traded REITs);
- Stock brokerage accounts or mutual fund windows;
- Participant loans;
- Non-publicly traded partnership interests;
- Other non-publicly traded securities or property (other than collective trusts and similar vehicles); or
- Other hard-to-value or illiquid securities or property.

Excluded Assets will **not** be included in calculation of Fees paid to Rubric on the ERISA Agreement. Specific services will be outlined in detail to each plan in the 408(b)2 disclosure.

ERISA 3(38) Investment Manager. Rubric can also act as an ERISA 3(38) Investment Manager in which it has discretionary management and control of a given retirement plan's assets. Rubric would then become solely responsible and liable for the selection, monitoring and replacement of the plan's investment options.

1. Fiduciary Services are:

- Rubric has discretionary authority and will make the final decision regarding the initial selection, retention, removal and addition of investment options in accordance with the Plan's investment policies and objectives.
- Assist the Client with the selection of a broad range of investment options consistent with ERISA Section 404(c) and the regulations thereunder.
- Assist the Client in the development of an investment policy statement ("IPS"). The IPS establishes the investment policies and objectives for the Plan.
- Provide discretionary investment advice to the Plan Sponsor with respect to the selection of a qualified default investment option for participants who are automatically enrolled in the Plan or who have otherwise failed to make investment elections. The Client retains the sole responsibility to provide all notices to the Plan participants required under ERISA Section 404(c) (5).

2. Non-fiduciary Services are:

- Assist in the education of Plan participants about general investment information and the investment options available to them under the Plan. Client understands the Rubric's assistance in education of the Plan participants shall be consistent with and within the scope of the Department of Labor's definition of investment education (Department of Labor Interpretive Bulletin 96-1). As such, the Rubric is not providing fiduciary advice as defined by ERISA to the Plan participants. Rubric will not provide investment advice concerning the prudence of any investment option or combination of investment options for a particular participant or beneficiary under the Plan.

- Assist in the group enrollment meetings designed to increase retirement plan participation among the employees and investment and financial understanding by the employees.

Rubric may provide these services or, alternatively, may arrange for the Plan's other providers to offer these services, as agreed upon between Rubric and Client.

3. Rubric has no responsibility to provide services related to the following types of assets ("Excluded Assets"):
 - Employer securities;
 - Real estate (except for real estate funds or publicly traded REITs);
 - Stock brokerage accounts or mutual fund windows;
 - Participant loans;
 - Non-publicly traded partnership interests;
 - Other non-publicly traded securities or property (other than collective trusts and similar vehicles); or
 - Other hard-to-value or illiquid securities or property.

Excluded Assets will **not** be included in calculation of Fees paid to the Adviser on the ERISA Agreement. Specific services will be outlined in detail to each plan in the 408(b)2 disclosure.

FINANCIAL PLANNING AND CONSULTING

Rubric offers the following financial planning and consulting services as outlined below:

Full Financial Plan

Financial planning services include a complete evaluation of an investor's current and future financial state and will be provided by using currently known variables to predict future cash flows, asset values and withdrawal plans. Rubric will use current net worth, tax liabilities, asset allocation, and future retirement and estate plans in developing financial plans.

Typical topics reviewed in a financial plan may include but are not limited to:

- **Financial goals:** Based on an individual's or a family's clearly defined financial goals, including funding a college education for the children, buying a larger home, starting a business, retiring on time or leaving a legacy. Financial goals should be quantified and set to milestones for tracking.
- **Personal net worth statement:** A snapshot of assets and liabilities serves as a benchmark for measuring progress towards financial goals.
- **Cash flow analysis:** An income and spending plan determines how much can be set aside for debt repayment, savings and investing each month.
- **Retirement strategy:** A strategy for achieving retirement independent of other financial priorities. Including a strategy for accumulating the required retirement capital and its planned lifetime distribution.
- **Comprehensive risk management plan:** Identify all risk exposures and provide the necessary coverage to protect the family and its assets against financial loss. The risk management plan includes a full review of life and disability insurance, personal liability coverage, property and casualty coverage, and catastrophic coverage.

- **Long-term investment plan:** Include a customized asset allocation strategy based on specific investment objectives and a risk profile. This investment plan sets guidelines for selecting, buying and selling investments and establishing benchmarks for performance review.
- **Tax reduction strategy:** Identify ways to minimize taxes on personal income to the extent permissible by the tax code. The strategy should include identification of tax-favored investment vehicles that can reduce taxation of investment income.
- **Estate preservation:** Help update accounts, review beneficiaries for retirement accounts and life insurance, provide a second look at your current estate planning documents, and prompt you to update your plan when the legal environment changes or you have major life events such as a marriage, death, or births.

Consultation Services

This service is appropriate for clients who need assistance with individual topics. This is not a detailed financial review and will not provide/result in a complete financial plan. Client may select individual topics above, or other topics as may be deemed appropriate. The individual topics that will be included in this service will be outlined and agreed upon on the financial planning and consulting agreement.

If a conflict of interest exists between the interests of Rubric and the interests of the Client, the Client is under no obligation to act upon Rubric’s recommendation. If the Client elects to act on any of the recommendations, the Client is under no obligation to effect the transaction through Rubric. Financial plans will be completed and delivered within ninety (90) days contingent upon timely delivery of all required documentation. Under California Code of Regulations (“CCR”) Section 260.235.2, it requires that the conflict of interest, which exists between the interests of the investment advisor and the interests of the client when offering financial planning services, be disclosed.

Client Tailored Services and Client Imposed Restrictions

The goals and objectives for each Client are documented in our Client files. Investment strategies are created that reflect the stated goals and objectives. Clients may impose restrictions on investing in certain securities or types of securities.

Agreements may not be assigned without written Client consent.

Wrap Fee Programs

Rubric does not sponsor any wrap fee programs.

Client Assets Under Management

Rubric has the following Client assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$0	\$0	08/16/2025

Item 5: Fees and Compensation

Method of Compensation and Fee Schedule

ASSET MANAGEMENT

Rubric offers discretionary direct asset management services to advisory Clients. Pursuant to California Code of Regulations (“CCR”) Section 260.238(j), lower fees for comparable services may be available from other sources. Total fees to Client will never exceed the safe

harbor threshold of 3% of assets under management per year. Rubric offers two types of investment advisor services: Personal Advisor Service and Digital Advisor Service.

Personal Advisor Service

For the more traditional, Personal Advisory Service Rubric charges an annual investment advisory fee based on the total assets under management as follows:

Assets Under Management	Annual Fee	Quarterly Fee
\$0-\$3,000,000	.80%	.20% (minimum of \$279 per quarter)
\$3,000,001 to \$5,000,000	.70%	.175%
Over \$5,000,000	.60%	.15%

This is a flat rate/breakpoint fee schedule, the entire portfolio is charged the same asset management fee. For example, a client with \$3,750,000 under management would pay \$26,250 on an annual basis. $\$3,750,000 \times .70\% = \$26,250$.

Digital Advisor Services

For Digital Advisor Service, Rubric charges a flat rate annual investment advisory fee of 0.45%, 0.113% per quarter, based on the total assets under management with a minimum of \$99/quarter.

The annual fee is negotiable based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with Clients, etc.). Fees are billed quarterly in arrears based on the amount of assets managed as of the close of business on the last business day of the previous quarter. If margin is utilized, the fees will be billed based on the net asset value of the account.

Rubric may also utilize the services of a Sub-Advisor to manage Clients' investment portfolios by executing a Sub-Advisor agreement with other registered investment advisor firms. When using Sub-Advisors, the Client will not pay additional fees. The Sub-Advisors fees are inclusive of the total fee disclosed by Rubric. Sub-Advisor directly deducts their portion of the fee separately from Rubric.

Lower fees for comparable services may be available from other sources. Clients may terminate their account within five (5) business days of signing the Investment Advisory Agreement with no obligation and without penalty. After the initial five (5) business days, the agreement may be terminated by Rubric with thirty (30) days written notice to Client and by the Client at any time with written notice to Rubric. If cash and/or securities are deposited into or withdrawn from an existing account mid billing period a prorated fee will be charged for that portion of the account. For accounts opened or closed mid-billing period, fees will be prorated based on the days services are provided during the given period. All unpaid earned fees will be due to Rubric. Client shall be given thirty (30) days prior written notice of any increase in fees. Any increase in fees will be acknowledged in writing by both parties before any increase in said fees occurs.

ERISA PLAN SERVICES

The annual fees are based on the market value of the Included Assets and will not exceed 1%. The annual fee is negotiable and may be charged as a percentage of the Included Assets. Fees will be charged quarterly or monthly in arrears or in advance based on the assets as calculated by the custodian or record keeper of the Included Assets (without adjustments for anticipated withdrawals by Plan participants or other anticipated or scheduled transfers or distribution of assets). If the services to be provided start any time other than the first day of a quarter or month, the fee will be prorated based on the number of days remaining in the quarter or month. If this Agreement is terminated prior to the end of the billing cycle, Rubric shall be entitled to a prorated fee based on the number of days during the fee period services were provided or Client will be due a prorated refund of fees for days services were not provided in the billing cycle.

The fee schedule, which includes compensation of Rubric for the services is described in detail in Schedule A of the ERISA Plan Agreement. The Plan is obligated to pay the fees, however the Plan Sponsor may elect to pay the fees. Client may elect to be billed directly or have fees deducted from Plan Assets. Rubric does not reasonably expect to receive any additional compensation, directly or indirectly, for its services under this Agreement. If additional compensation is received, Rubric will disclose this compensation, the services rendered, and the payer of compensation. Rubric will offset the compensation against the fees agreed upon under the Agreement.

FINANCIAL PLANNING AND CONSULTING

Rubric charges an hourly fee of \$250 based on complexity and unique Client needs for financial planning. Prior to the planning process the Client will be provided an estimated plan fee.

Fees for financial plans are due upon delivery of the completed plan.

Services are completed and delivered inside of ninety (90) days contingent upon timely delivery of all required documentation. Client may cancel at any time during the planning process with no obligation and without penalty and Rubric will not deliver any portion of the plan.

Client Payment of Fees

Fees for asset management services are:

- Deducted from a designated Client account. The Client must consent in advance to direct debiting of their investment account.

Fees for ERISA services are:

- Deducted from Plan assets. The Client must consent in advance to direct debiting of their investment account.
- Paid directly to Rubric.

Fees for financial plans and pension consulting fees will be billed and may be paid by:

- Check – to be remitted by Client to Rubric
- Electronic Payment via ACH, Debit Card, or Credit Card (fees will be paid via a third party payment processor in which the client will securely input payment information and pay the advisory fee through a secure portal. Rubric will not have continuous access to the Client's banking information.)

Additional Client Fees Charged

Custodians may charge transaction fees and other related costs on the purchases or sales of mutual funds, equities, borrow costs for short selling, bonds, options and exchange-traded funds. Mutual funds, money market funds and exchange-traded funds also charge internal management fees, which are disclosed in the fund's prospectus. Margin interest may also apply for Client electing to utilize margin on their account(s). Rubric does not receive any compensation from these fees. All of these fees are in addition to the management fee you pay to Rubric. For more details on the brokerage practices, see Item 12 of this brochure.

Certain investment opportunities, including private funds and alternative investment vehicles, that are only available to clients who meet the definition of a "qualified client" under Rule 205-3 of the Investment Advisers Act of 1940 and/or a "qualified purchaser" under Section 2(a)(51) of the Investment Company Act of 1940. These types of investments may have different internal costs including, but not limited to Fund-Level Expenses. Qualified clients investing in private funds will also bear their pro rata share of fund expenses, including legal, audit, administrative, custodial, and organizational expenses, as well as trading costs and third-party service provider fees.

Prepayment of Client Fees

Rubric does not require any prepayment of fees of more than \$500 per Client and six months or more in advance.

Fees for ERISA 3(21) and/or 3(38) services may be billed in advance.

If the Client cancels after five (5) business days, any unearned fees will be refunded to the Client, or any unpaid earned fees will be due to Rubric.

External Compensation for the Sale of Securities to Clients

Rubric does not receive any external compensation for the sale of securities to Clients, nor do any of the investment advisor representatives of Rubric.

Item 6: Performance-Based Fees and Side-by-Side Management

Sharing of Capital Gains

Fees are not based on a share of the capital gains or capital appreciation of managed securities.

Rubric does not use a performance-based fee structure because of the conflict of interest. Performance based compensation may create an incentive for Rubric to recommend an investment that may carry a higher degree of risk to the Client.

Item 7: Types of Clients

Description

Rubric generally provides investment advice to individuals, high net worth individuals, trusts, estates, or charitable organizations, corporations or business entities. Client relationships vary in scope and length of service.

Certain investment strategies and vehicles managed or recommended by Rubric, such as private funds or alternative investment products, are only available to clients who meet specific regulatory criteria, such as:

- Qualified Clients, as defined under Rule 205-3 of the Investment Advisers Act of 1940, which typically requires a client to have at least \$1.1 million in assets under management with us or a net worth of more than \$2.2 million (excluding the value of the client's primary residence).
- Qualified Purchasers, as defined under Section 2(a)(51) of the Investment Company Act of 1940, which generally includes individuals or entities owning at least \$5 million in investments.

Account Minimums

Rubric requires a minimum of \$50,000 to open and maintain any advisory account. In certain instances, the minimum account size may be lowered or waived.

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

Methods of Analysis

Security analysis methods may include fundamental analysis and modern portfolio theory. Investing in securities involves risk of loss that Clients should be prepared to bear. Past performance is not a guarantee of future returns.

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Modern Portfolio Theory (MPT) assumes that investors can construct an "efficient frontier" of optimal portfolios offering the maximum possible expected return for a given level of risk. The inputs to this analysis, including expected returns, standard deviations (volatility), and correlation coefficients, are based on historical data and/or forward-looking estimates, which are inherently uncertain and subject to change.

Investment Strategy

The investment strategy for a specific Client is based upon the objectives stated by the Client during consultations or via an online questionnaire. The Client may change these objectives at any time by providing written notice to Rubric. Each Client executes a Client profile form or similar form that documents their objectives and their desired investment strategy.

Other strategies may include long-term purchases, short-term purchases, trading, short selling and option writing (including covered options, uncovered options or spread strategies).

Rubric evaluates the suitability of each alternative strategy based on the client's risk tolerance, investment horizon, liquidity needs, and broader financial objectives. Clients are encouraged to review all offering documents, disclosures, and risks carefully before committing capital to any private investment vehicle.

Security Specific Material Risks

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investing in securities involves risk of loss that clients should be prepared to bear. Investors face the following investment risks and should discuss these risks with Rubric:

- *Market Risk:* The prices of securities in which clients invest may decline in response to certain events taking place around the world, including those directly involving the companies whose securities are owned by a fund; conditions affecting the general economy; overall market changes; local, regional or global political, social or economic instability; and currency, interest rate and commodity price fluctuations. Investors should have a long-term perspective and be able to tolerate potentially sharp declines in market value. Investments in private markets, whether through fund-of-funds structures or direct secondary purchases, involve significant risks. These include illiquidity, limited transparency, valuation subjectivity, and potential loss of capital. Fund-of-funds may compound risks through layered fees, delayed liquidity, and indirect exposure to underlying funds over which the manager has no control. Direct secondary investments may carry information asymmetry, transfer restrictions, lack of governance rights, and exposure to dilution or adverse exit outcomes. Investors in these products should be aware that these investments are intended for long-term horizons and may not be suitable for those requiring current income or short-term liquidity.
- *Interest-rate Risk:* Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- *Inflation Risk:* When any type of inflation is present, a dollar today will buy more than a dollar next year, because purchasing power is eroding at the rate of inflation.
- *Currency Risk:* Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- *Reinvestment Risk:* This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- *Management Risk:* The advisor's investment approach may fail to produce the intended results. If the advisor's assumptions regarding the performance of a specific asset class or fund are not realized in the expected time frame, the overall performance of the client's portfolio may suffer.
- *Equity Risk:* Equity securities tend to be more volatile than other investment choices. The value of an individual mutual fund or ETF can be more volatile than the market as a whole. This volatility affects the value of the client's overall portfolio. Small- and mid-cap companies are subject to additional risks. Smaller companies may experience greater volatility, higher failure rates, more limited markets, product lines, financial resources, and less management experience than larger companies. Smaller companies may also have a lower trading volume, which may disproportionately affect their market price, tending to make them fall more in response to selling pressure than is the case with larger companies.
- *Fixed Income Risk:* The issuer of a fixed income security may not be able to make interest and principal payments when due. Generally, the lower the credit rating of a security, the greater the risk that the issuer will default on its obligation. If a rating agency gives a debt security a lower rating, the value of the debt security will decline because investors will demand a higher rate of return. As nominal interest rates rise,

the value of fixed income securities held by a fund is likely to decrease. A nominal interest rate is the sum of a real interest rate and an expected inflation rate.

- *Investment Companies Risk:* When a client invests in open end mutual funds or ETFs, the client indirectly bears their proportionate share of any fees and expenses payable directly by those funds. Therefore, the client will incur higher expenses, which may be duplicative. In addition, the client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives). ETFs are also subject to the following risks: (i) an ETF's shares may trade at a market price that is above or below their net asset value or (ii) trading of an ETF's shares may be halted if the listing exchange's officials deem such action appropriate, the shares are de-listed from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. Adviser has no control over the risks taken by the underlying funds in which client invests.
- *Cash and Cash Equivalents Risk:* Cash and cash equivalents consist of investments like money market funds, certificates of deposit (CDs), Treasury bills, and short-term government bonds. They are generally considered low-risk compared to other asset classes. While they offer safety, liquidity, and stability, they come with certain risks, such as inflation, interest rate fluctuations, and opportunity costs.
- *Derivatives Risk:* Funds in a client's portfolio may use derivative instruments. The value of these derivative instruments derives from the value of an underlying asset, currency or index. Investments by a fund in such underlying funds may involve the risk that the value of the underlying fund's derivatives may rise or fall more rapidly than other investments, and the risk that an underlying fund may lose more than the amount that it invested in the derivative instrument in the first place. Derivative instruments also involve the risk that other parties to the derivative contract may fail to meet their obligations, which could cause losses.
- *Foreign Securities Risk:* Funds in which clients invest may invest in foreign securities. Foreign securities are subject to additional risks not typically associated with investments in domestic securities. These risks may include, among others, currency risk, country risks (political, diplomatic, regional conflicts, terrorism, war, social and economic instability, currency devaluations and policies that have the effect of limiting or restricting foreign investment or the movement of assets), different trading practices, less government supervision, less publicly available information, limited trading markets and greater volatility. To the extent that underlying funds invest in issuers located in emerging markets, the risk may be heightened by political changes, changes in taxation, or currency controls that could adversely affect the values of these investments. Emerging markets have been more volatile than the markets of developed countries with more mature economies.
- *Long-term purchases:* Long-term investments are those vehicles purchased with the intention of being held for more than one year. Typically, the expectation of the investment is to increase in value so that it can eventually be sold for a profit. In addition, there may be an expectation for the investment to provide income. One of the biggest risks associated with long-term investments is volatility, the fluctuations in the financial markets that can cause investments to lose value.

- *Short-term purchases:* Short-term investments are typically held for one year or less. Generally, there is not a high expectation for a return or an increase in value. Typically, short-term investments are purchased for the relatively greater degree of principal protection they are designed to provide. Short-term investment vehicles may be subject to purchasing power risk — the risk that your investment’s return will not keep up with inflation.
- *Trading risk:* Investing involves risk, including possible loss of principal. There is no assurance that the investment objective of any fund or investment will be achieved.
- *Options Trading:* The risks involved with trading options are that they are very time sensitive investments. An options contract is generally a few months. Clients should be aware that the use of options involves additional risks. The risks of covered call writing include the potential for the market to rise sharply. In such case, the security may be called away and the account will no longer hold the security. When purchasing options there is the risk that the entire premium paid for the option can be lost if the option is not exercised or otherwise sold prior to the option’s expiration date. When selling (“writing”) options, the risk of loss can be much greater if the options are written uncovered (“naked”). The risk of loss can far exceed the amount of the premium received for an uncovered option and in the case of an uncovered call option the potential loss is unlimited.
- *Trading on Margin:* In a cash account, the risk is limited to the amount of money that has been invested. In a margin account, risk includes the amount of money invested plus the amount that has been loaned. As market conditions fluctuate, the value of marginable securities will also fluctuate, causing a change in the overall account balance and debt ratio. As a result, if the value of the securities held in a margin account depreciates, the client will be required to deposit additional cash or make full payment of the margin loan to bring account back up to maintenance levels. Clients who cannot comply with such a margin call may be sold out or bought in by the brokerage firm.
- *Counterparty Risk:* The risk that the other party to an agreement will default or fail to perform its contractual obligations. In an options contract, counterparty risk is the risk to the option buyer that the option writer will not buy or sell the underlying as agreed.
- *Valuation and Liquidity Risk:* Underlying assets invested in private investments are illiquid and subject to subjective valuation. Redemption terms of fund of fund structures may not align with liquidity events at the underlying fund level, resulting in delayed or gated withdrawals.
- *Selection and Capital Call Risks:* Investments in fund of fund structures is highly dependent on ability to select and access top-tier fund managers. Poor selection or lack of access can materially impact returns. Fund of funds typically pass through capital calls from underlying funds to their investors. Failure to meet these calls on time may result in penalties or forfeiture for the investor.
- *Hedge Fund-of-Funds:* Subject to manager risk, fee layering, and liquidity constraints due to limited redemption windows and multiple levels of management oversight and fees.
- *Venture Capital Funds:* Carry high capital loss potential, long holding periods, and valuation uncertainty due to the speculative nature of early-stage companies and illiquid markets.

- *Secondary Private Company Shares:* Exposed to transfer restrictions, limited governance rights, and information asymmetries, making due diligence and exit challenging.
- *Private Equity:* Involves long-term capital lock-up, unpredictable exit timing, capital call obligations, and illiquidity, with performance reliant on the fund manager's execution.
- *Private Credit:* Exposes investors to borrower default risk, limited liquidity, and reduced transparency in underwriting and ongoing credit assessment.

The risks associated with utilizing Sub-Advisors include:

- Manager Risk
 - Sub-Advisor fails to execute the stated investment strategy
- Business Risk
 - Sub-Advisor has financial or regulatory problems
- The specific risks associated with the portfolios of the Sub-Advisor's which is disclosed in the Sub-Advisor's Form ADV Part 2.

Item 9: Disciplinary Information

Criminal or Civil Actions

Rubric and its management have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

Rubric and its management have not been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

Rubric and its management have not been involved in any self-regulatory organizational enforcement proceedings that are material to a Client's or prospective Client's evaluation of Rubric or the integrity of its management.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer or Representative Registration

Rubric is not registered, nor has any pending applications, as a broker-dealer and no affiliated representatives of Rubric are registered representatives, nor has any pending applications, of a broker-dealer.

Futures or Commodity Registration

Neither Rubric nor its affiliated representatives are registered or have an application pending to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

Material Relationships Maintained by this Advisory Business and Conflicts of Interest

Mr. Prabandham may, from time to time, engage in consulting activities with other firms in the areas of technology and finance. These activities may include programming, model development, consulting and other strategic advisory services. PRAHAR Family Revocable Trust owns 100% of Rubric Holding LLC. Rubric Holding LLC owns 100% of both Rubric Advisors LCC and

Rubric Associates LLC (DBA Rubric Financial). PRAHAR Family Revocable Trust is owned by Harish Prabandham and Prasanna Gudihala.

In addition, Mr. Prabandham serves on the Board of Directors of the St. Francis Foundation and volunteers with the UC Berkeley SkyDeck program. He will receive standard compensation, as applicable, for these activities.

There is no conflict of interest, as advisory clients of Rubric are not solicited for consulting services or for any services related to Mr. Prabandham's board or volunteer roles.

Rubric Advisors, LLC ("Rubric Advisors") is under common ownership with Rubric Associates, LLC, which does business as Rubric Financials. Both companies are wholly owned by Rubric Holding LLC.

Rubric Financials provides a variety of non-advisory consulting and professional services, including:

- Fractional CFO and strategic consulting services
- Model development and valuation consulting
- Tax and compliance services for individuals and firms
- Bookkeeping and accounting services

Mr. Prabandham does not have a signatory authority of a client's account while engaging in consulting activity.

These services are separate and distinct from the investment advisory services provided to clients of Rubric Advisors. Clients of Rubric Advisors are under no obligation to use Rubric Financials, and Rubric Advisors does not condition its services on a client's decision to engage Rubric Financials.

Where a client of Rubric Advisors chooses to also engage Rubric Financials, a potential conflict of interest may exist due to the common ownership of the two entities. Rubric Advisors manages this conflict by:

- Maintaining separate operations between the two businesses
- Ensuring no client information is shared between Rubric Advisors and Rubric Financials without client consent
- Providing clients with the freedom to select other providers for tax, accounting, consulting, or similar services
- Disclosing the affiliation so that clients are fully informed before engaging Rubric Financials

No client receives preferential treatment or disadvantage because of this affiliation. No referral fees or compensation are received between the two entities.

Recommendations or Selections of Other Investment Advisors and Conflicts of Interest

Rubric may also utilize the services of a Sub-Advisor to manage Clients' investment portfolios. Sub-Advisors will maintain the models or investment strategies agreed upon between Sub-Advisor and Rubric. Sub-Advisors execute all trades on behalf of Rubric in Client accounts. Rubric will be responsible for the overall direct relationship with the Client. Rubric retains the authority to terminate the Sub-Advisor relationship at Rubric's discretion.

In addition to the authority granted to Rubric, Clients will grant Rubric full discretionary authority and authorizes Rubric to select and appoint one or more independent investment advisors (“Advisors”) to provide investment advisory services to Client without prior consultation with or the prior consent of Client. Such Advisors shall have all of the same authority relating to the management of Client’s investment accounts as is granted to Rubric in the Agreement. In addition, at Rubric’s discretion, Rubric may grant such Advisors full authority to further delegate such discretionary investment authority to additional Advisors. Rubric ensures that before selecting other advisors for Client that the other advisors are properly licensed or registered as an investment advisor.

This practice represents a conflict of interest as Rubric may select Sub-Advisors who charge a lower fee for their services than other Sub-Advisors. This conflict is mitigated by disclosures, procedures, and by the fact that Rubric has a fiduciary duty to place the best interest of the Client first and will adhere to their code of ethics.

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

Code of Ethics Description

The affiliated persons (affiliated persons include employees and/or independent contractors) of Rubric have committed to a Code of Ethics (“Code”). The purpose of our Code is to set forth standards of conduct expected of Rubric affiliated persons and addresses conflicts that may arise. The Code defines acceptable behavior for affiliated persons of Rubric. The Code reflects Rubric and its supervised persons’ responsibility to act in the best interest of their Client.

One area which the Code addresses is when affiliated persons buy or sell securities for their personal accounts and how to mitigate any conflict of interest with our Clients. We do not allow any affiliated persons to use non-public material information for their personal profit or to use internal research for their personal benefit in conflict with the benefit to our Clients.

Rubric’s policy prohibits any person from acting upon or otherwise misusing non-public or inside information. No advisory representative or other affiliated person, officer or director of Rubric may recommend any transaction in a security or its derivative to advisory Clients or engage in personal securities transactions for a security or its derivatives if the advisory representative possesses material, non-public information regarding the security.

Rubric’s Code is based on the guiding principle that the interests of the Client are our top priority. Rubric’s officers, directors, advisors, and other affiliated persons have a fiduciary duty to our Clients and must diligently perform that duty to maintain the complete trust and confidence of our Clients. When a conflict arises, it is our obligation to put the Client’s interests over the interests of either affiliated persons or the company.

The Code applies to “access” persons. “Access” persons are affiliated persons who have access to non-public information regarding any Clients' purchase or sale of securities, or non-public information regarding the portfolio holdings of any reportable fund, who are involved in making securities recommendations to Clients, or who have access to such recommendations that are non-public.

Rubric will provide a copy of the Code of Ethics to any Client or prospective Client upon request.

Investment Recommendations Involving a Material Financial Interest and Conflict of Interest

Rubric and its affiliated persons do not recommend to Clients securities in which we have a material financial interest.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

Rubric and its affiliated persons may recommend, buy or sell securities that are also held by Clients. In order to mitigate conflicts of interest such as trading ahead of Client transactions, affiliated persons are required to disclose all reportable securities transactions as well as provide Rubric with copies of their brokerage statements.

The Chief Compliance Officer of Rubric is Harry Prabandham. He reviews all trades of the affiliated persons each quarter. The personal trading reviews ensure that the personal trading of affiliated persons does not affect the markets and that Clients of the firm receive preferential treatment over associated persons' transactions.

Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest

Rubric does not have a material financial interest in any securities being recommended. However, affiliated persons may buy or sell securities at the same time they buy or sell securities for Clients. In order to mitigate conflicts of interest such as front running, affiliated persons are required to disclose all reportable securities transactions as well as provide Rubric with copies of their brokerage statements.

The Chief Compliance Officer of Rubric is Harry Prabandham. He reviews all trades of the affiliated persons each quarter. The personal trading reviews ensure that the personal trading of affiliated persons does not affect the markets and that Clients of the firm receive preferential treatment over associated persons' transactions.

Item 12: Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

Rubric will recommend the use of a particular broker-dealer based on their duty to seek best execution for the client, meaning they have an obligation to obtain the most favorable terms for a client under the circumstances. The determination of what may constitute best execution and price in the execution of a securities transaction by a broker involves a number of considerations and is subjective. Factors affecting brokerage selection include the overall direct net economic result to the portfolios, the efficiency with which the transaction is affected, the ability to effect the transaction where a large block is involved, the operational facilities of the broker-dealer, the value of an ongoing relationship with such broker and the financial strength and stability of the broker. Rubric will select appropriate brokers based on a number of factors including but not limited to their relatively low transaction fees and reporting ability. Rubric relies on its broker to provide its execution services at the best prices available. Lower fees for comparable services may be available from other sources. Clients pay for any and all custodial fees in addition to the advisory fee charged by Rubric. Rubric does not receive any portion of the trading fees.

Rubric will recommend the use of Charles Schwab, Interactive Brokers or Altruist but will support other qualified custodians.

- *Research and Other Soft Dollar Benefits*

The Securities and Exchange Commission defines soft dollar practices as arrangement under which products or services other than execution services are obtained by Rubric from or through a broker-dealer in exchange for directing Client transactions to the broker-dealer. Although Rubric has no formal soft dollar arrangements, Rubric may receive products, research and/or other services from custodians or broker-dealers connected to client transactions or “soft dollar benefits”. As permitted by Section 28(e) of the Securities Exchange Act of 1934, Rubric receives economic benefits as a result of commissions generated from securities transactions by the custodian or broker-dealer from the accounts of Rubric. Rubric cannot ensure that a particular client will benefit from soft dollars or the client’s transactions paid for the soft dollar benefits. Rubric does not seek to proportionately allocate benefits to client accounts to any soft dollar benefits generated by the accounts.

A conflict of interest exists when Rubric receives soft dollars which could result in higher commissions charged to Clients. This conflict is mitigated by the fact that Rubric has a fiduciary responsibility to act in the best interest of its Clients and the services received are beneficial to all Clients.

- *Brokerage for Client Referrals*

Rubric does not receive client referrals from any custodian or third party in exchange for using that broker-dealer or third party.

- *Directed Brokerage*

Clients who direct brokerage outside our recommendation may be unable to achieve the most favorable execution of client transactions as client directed brokerage may cost clients more money. For example, in a directed brokerage account, you may pay higher brokerage commissions because we may not be able to aggregate orders to reduce transaction costs, or you may receive less favorable prices. Not all advisors require their clients to direct brokerage.

Aggregating Securities Transactions for Client Accounts

Rubric is authorized in its discretion to aggregate purchases and sales and other transactions made for the account with purchases and sales and transactions in the same securities for other Clients of Rubric. All Clients participating in the aggregated order shall receive an average share price with all other transaction costs shared on a pro-rated basis. If aggregation is not allowed or infeasible and individual transactions occur (e.g., withdrawal or liquidation requests, odd-lot trades, etc.) an account may potentially be assessed higher costs or less favorable prices than those where aggregation has occurred.

Item 13: Review of Accounts

Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory

Persons Involved

Account reviews are performed quarterly by the Chief Compliance Officer of Rubric, Harry Prabandham. Account reviews are performed more frequently when market conditions dictate. Reviews of Client accounts include, but are not limited to, a review of Client

documented risk tolerance, adherence to account objectives, investment time horizon, and suitability criteria, reviewing target allocations of each asset class to identify if there is an opportunity for rebalancing, and reviewing accounts for tax loss harvesting opportunities.

Financial plans generated are updated as requested by the Client and pursuant to a new or amended agreement, Rubric suggests updating at least annually.

Review of Client Accounts on Non-Periodic Basis

Other conditions that may trigger a review of Clients' accounts are changes in the tax laws, new investment information, and changes in a Client's own situation.

Content of Client Provided Reports and Frequency

Clients receive written account statements no less than quarterly for managed accounts. Account statements are issued by Rubric's custodian. Client receives confirmations of each transaction in account from custodian and an additional statement during any month in which a transaction occurs. Written individual account performance reports will be provided by Rubric at least quarterly to Clients with assets under management.

Item 14: Client Referrals and Other Compensation

Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest

Rubric receives additional economic benefits from external sources as described above in Item 12.

Advisory Firm Payments for Client Referrals

Rubric does not compensate for Client referrals.

Item 15: Custody

Account Statements

All assets are held at qualified custodians, which means the custodians provide account statements directly to Clients at their address of record at least quarterly. Clients are urged to carefully compare the account statements received directly from their custodians to any documentation or reports prepared by Rubric.

Rubric is deemed to have limited custody solely because advisory fees are directly deducted from Client's accounts by the custodian on behalf of Rubric. Pursuant to California Code of Regulations ("CCR") Section 260.237(b)(3):

- A. The investment adviser has custody of the funds and securities solely as a consequence of its authority to make withdrawals from client accounts to pay its advisory fee.
- B. The investment adviser has written authorization from the client to deduct advisory fees from the account held with the qualified custodian.
- C. Each time a fee is directly deducted from a Client account, the investment adviser concurrently:
 - i. Sends the qualified custodian an invoice or statement of the amount of the fee to be deducted from the client's account; and

- ii. Sends the client an invoice or statement itemizing the fee. Itemization includes the formula used to calculate the fee, the value of the assets under management on which the fee is based, and the time period covered by the fee.
- D. The investment adviser notifies the Commissioner in writing that the investment adviser intends to use the safeguards provided above. Such notification is required to be given on Form ADV.

Item 16: Investment Discretion

Discretionary Authority for Trading

Rubric requires discretionary authority to manage securities accounts on behalf of Clients. Rubric has the authority to determine, without obtaining specific Client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. Client will authorize Rubric discretionary authority as stated within the Investment Advisory Agreement.

Rubric allows Clients to place certain restrictions, as outlined in the Client's Investment Policy Statement or similar document. These restrictions must be provided to Rubric in writing.

The Client approves the custodian to be used. Rubric does not receive any portion of the transaction fees or commissions paid by the Client to the custodian.

Item 17: Voting Client Securities

Proxy Votes

Rubric does not vote proxies on securities. Clients are expected to vote their own proxies. The Client will receive their proxies directly from the custodian of their account or from a transfer agent.

When assistance on voting proxies is requested, Rubric will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client. If the Client requires assistance or has questions, they can reach out to the investment advisor representatives of the firm at the contact information on the cover page of this document.

Item 18: Financial Information

Balance Sheet

A balance sheet is not required to be provided to Clients because Rubric does not serve as a custodian for Client funds or securities and Rubric does not require prepayment of fees of more than \$500 per Client and six months or more in advance.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

Rubric has no condition that is reasonably likely to impair our ability to meet contractual commitments to our Clients.

Bankruptcy Petitions during the Past Ten Years

Rubric has not had any bankruptcy petitions in the last ten years.

Item 19: Requirements for State Registered Advisors

Principal Executive Officers and Management Persons

The education and business background for all executive officers and management persons can be found in the Part 2B of this Brochure.

Outside Business Activities

The outside business activities for all executive officers and management persons can be found in the Part 2B of this Brochure.

Performance Based Fee Description

Neither Rubric nor its management receive performance based fees. Please see Item 6 of the ADV 2A for more information.

Disclosure of Material Facts Related to Arbitration or Disciplinary Actions Involving Management Persons

No management persons have any disclosures of material facts related to any arbitration claim, civil proceeding, self-regulatory organization proceeding, or administrative proceeding.

Material Relationship Maintained by this Advisory Business or Management persons with Issuers of Securities

There are no material relationships with issuers of securities to disclose.

Material Conflicts of Interest Assurance

All material conflicts of interest regarding Rubric, its representatives or any of its employees which could be reasonably expected to impair the rendering of unbiased and objective advice are disclosed as required under California Code of Regulations ("CCR") Section 260.238(k).

SUPERVISED PERSON BROCHURE
FORM ADV PART 2B

Harish “Harry” Prabandham



Office Address:

2 Embarcadero Center, 8th Floor
San Francisco, CA 94111
Tel: 415-406-6041

Home Office Address:

81 Van Ripper Ln.
Orinda, CA 94563

Email: info@rubricadvisors.com

Website: rubricadvisors.com

September 19, 2025

This brochure supplement provides information about Harish Prabandham and supplements the Rubric Advisors, LLC brochure. You should have received a copy of that brochure. Please contact Harish Prabandham if you did not receive the brochure or if you have any questions about the contents of this supplement.

ADDITIONAL INFORMATION ABOUT HARISH PRABANDHAM (CRD #8094710) IS AVAILABLE ON THE SEC'S WEBSITE AT WWW.ADVISERINFO.SEC.GOV.

Brochure Supplement (Part 2B of Form ADV)

Supervised Person Brochure

Principal Executive Officer – Harry Prabandham

- Year of birth: 1970
-

Item 2 - Educational Background and Business Experience

Educational Background:

- University of Pennsylvania - The Wharton School; Master of Business Administration in Finance; 2006
- Indian Statistical Institute; Master of Science in Computer Science; 1993
- Bangalore University; Bachelor of Science in Engineering; 1991

Business Experience:

- Rubric Advisors, LLC; Managing Member/Investment Advisor Representative; 12/2025-Present
 - Radiant Global Investors; Chief Investment Officer; 08/2021-05/2025
 - AXA Investment Managers; Head of Multifactor Investments; 05/2007-07/2021
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Item 3 - Disciplinary Information

A. Mr. Prabandham has never been involved in a criminal or civil action in a domestic, foreign or military court of competent jurisdiction for which he:

1. Was convicted of, or pled guilty or nolo contendere (“no contest”) to (a) any felony; (b) misdemeanor that involved investments or an investment-related business, fraud, false statement or omissions, wrongful taking of property, bribery, perjury, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;
2. Is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;
3. Was found to have been involved in a violation of an investment-related statute or regulation; or
4. Was the subject of any order, judgement or decree permanently or temporarily enjoining, or otherwise limiting, him from engaging in any investment related activity, or from violating any investment-related statute, rule, or order.

B. Mr. Prabandham never had an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which he:

1. Was found to have caused an investment-related business to lose its authorization to do business; or the subject of an order by the agency or authority;
2. Was found to have been involved in a violation of an investment-related statute or regulation or was the subject of an order by the agency or authority

(a)denying, suspending or revoking the authorization of the supervised person to act in an investment-related business; (b) barring or suspending his

association with an investment-related business; (c) otherwise significantly limiting his investment-related activities; or (d) imposing a civil money penalty of more than \$2,500 on him.

- C. Mr. Prabandham has never been the subject of a self-regulatory organization (SRO) proceeding in which he:
1. Was found to have caused an investment-related business to lose its authorization to do business; or
 2. Was found to have been involved in a violation of the SRO's rules and was: (a) barred or suspended from membership or from association with other members, or was expelled from membership; (b) otherwise significantly limited from investment-related activities; or (c) fined more than \$2,500.
- D. Mr. Prabandham has not been involved in any other hearing or formal adjudication in which a professional attainment, designation, or license of the supervised person was revoked or suspended because of a violation of rules relating to professional conduct.
-

Item 4 - Other Business Activities

Mr. Prabandham may, from time to time, engage in consulting activities with other firms in the areas of technology and finance. These activities may include programming, model development, consulting and other strategic advisory services. Mr. Prabandham does not have a signatory authority of a client's account while engaging in consulting activity.

In addition, Mr. Prabandham serves on the Board of Directors of the St. Francis Foundation and volunteers with the UC Berkeley SkyDeck program. He will receive standard compensation, as applicable, for these activities.

There is no conflict of interest, as advisory clients of Rubric are not solicited for consulting services or for any services related to Mr. Prabandham's board or volunteer roles.

Item 5 - Additional Compensation

Mr. Prabandham does not receive any performance-based fees and does not receive any additional compensation for performing advisory services other than what is disclosed in Item 5 of Part 2A.

Item 6 - Supervision

Since Mr. Prabandham is the sole owner and investment adviser representative of Rubric and is solely responsible for all supervision and formulation and monitoring of investment advice offered to Clients. He will adhere to the policies and procedures as described in the firm's Compliance Manual. He can be reached at Harry@rubricadvisors.com or 415-406-6041

Item 7 - Requirements for State-Registered Advisors

- A. Mr. Prabandham has not been involved in any of the following:
1. An award or otherwise been found liable in an arbitration claim alleging damages in excess of \$2,500 involving any of the following:
 - i. An investment or an investment-related business or activity;
 - ii. Fraud, false statement(s) or omissions;
 - iii. Theft, embezzlement or other wrongful taking of property;
 - iv. Bribery, forgery, counterfeiting, or extortion;
 - v. Dishonest, unfair or unethical practices.

2. An award or otherwise been found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - i. An investment or an investment-related business or activity;
 - ii. Fraud, false statement(s) or omissions;
 - iii. Theft, embezzlement or other wrongful taking of property;
 - iv. Bribery, forgery, counterfeiting, or extortion;
 - v. Dishonest, unfair or unethical practices.
- B. Mr. Prabandham has never been the subject of a bankruptcy petition.