

# **BROWN ADVISORY (BERMUDA) LTD.- BROWN ADVISORY ALTERNATIVE STRATEGIES FUND**

## **FORM D/A**

(Amended Small Company Offering and Sale of Securities Without Registration)

Filed 07/16/20

Address 901 S. BOND STREET, SUITE 400  
BALTIMORE, MD, 21231  
Telephone 410-537-5400  
CIK 0001483215

UNITED STATES SECURITIES  
AND EXCHANGE COMMISSION  
Washington, D.C.

<b>OMB APPROVAL</b>
OMB Number: 3235-0076
Estimated Average burden hours per response: 4.0

# FORM D

## Notice of Exempt Offering of Securities

### 1. Issuer's Identity

CIK (Filer ID Number)

0001483215

Name of Issuer

Brown Advisory (Bermuda) Ltd.-  
Brown Advisory Alternative  
Strategies Fund

Incorporation/Organization

BERMUDA

Previous Name(s)  None

CDK Capital (Bermuda) Ltd.-  
~~CDK Multi State Fund~~  
CDK Global Select Fund

Entity Type

- Corporation  
 Limited Partnership  
 Limited Liability Company  
 General Partnership  
 Business Trust  
 Other  
Bermuda Exempted Company

Year of Incorporation/Organization

- Over Five Years Ago  
 Within Last Five Years (Specify Year)  
 Yet to Be Formed

### 2. Principal Place of Business and Contact Information

Name of Issuer

Brown Advisory (Bermuda) Ltd.- Brown Advisory  
Alternative Strategies Fund

Street Address 1

901 S. BOND STREET

Street Address 2

SUITE 400

City

BALTIMORE

State/Province/Country

MARYLAND

ZIP/Postal Code

21231

Phone No. of Issuer

(410) 537-5400

### 3. Related Persons

Last Name **Stapley** First Name **Derek** Middle Name  
Street Address 1 **17 Skyline Road** Street Address 2  
City **Smith's** State/Province/Country **BERMUDA** ZIP/Postal Code **FL 08**  
Relationship:  Executive Officer  Director  Promoter  
Clarification of Response (if Necessary)

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Last Name **Griffiths** First Name **Dawn** Middle Name  
Street Address 1 **Conyers Dill & Berman** Street Address 2 **Clarendon House, 2 Church Street**  
City **Hamilton** State/Province/Country **BERMUDA** ZIP/Postal Code **HM 11**  
Relationship:  Executive Officer  Director  Promoter  
Clarification of Response (if Necessary)

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Last Name **Rogers** First Name **Brett** Middle Name **D.**  
Street Address 1 **901 South Bond Street** Street Address 2 **Suite 400**  
City **Baltimore** State/Province/Country **MARYLAND** ZIP/Postal Code **21231**  
Relationship:  Executive Officer  Director  Promoter  
Clarification of Response (if Necessary)

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Last Name **Churchill** First Name **David** Middle Name **M.**  
Street Address 1 **901 South Bond Street** Street Address 2 **Suite 400**  
City **Baltimore** State/Province/Country **MARYLAND** ZIP/Postal Code **21231**  
Relationship:  Executive Officer  Director  Promoter  
Clarification of Response (if Necessary)

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## 4. Industry Group

- Agriculture
- Banking & Financial Services**
- Commercial Banking
  - Insurance
  - Investing
  - Investment Banking
  - Pooled Investment Fund
    - Hedge Fund
    - Other Investment Fund
    - Private Equity Fund
    - Venture Capital Fund
- \*Is the issuer registered as an investment company under the Investment Company Act of 1940?  
 Yes  No
- Other Banking & Financial Services
- Business Services
- Energy**
- Coal Mining
  - Electric Utilities
  - Energy Conservation
  - Environmental Services
  - Oil & Gas
  - Other Energy
- Health Care**
- Biotechnology
  - Health Insurance
  - Hospitals & Physicians
  - Pharmaceuticals
  - Other Health Care
- Manufacturing
- Real Estate**
- Commercial
  - Construction
  - REITS & Finance
  - Residential
  - Other Real Estate
- Retailing
- Restaurants
- Technology**
- Computers
  - Telecommunications
  - Other Technology
- Travel**
- Airlines & Airports
  - Lodging & Conventions
  - Tourism & Travel Services
  - Other Travel
- Other

## 5. Issuer Size

- Revenue Range**
- No Revenues
  - \$1 - \$1,000,000
  - \$1,000,001 - \$5,000,000
  - \$5,000,001 - \$25,000,000
  - \$25,000,001 - \$100,000,000
  - Over \$100,000,000
  - Decline to Disclose
  - Not Applicable
- Aggregate Net Asset Value Range**
- No Aggregate Net Asset Value
  - \$1 - \$5,000,000
  - \$5,000,001 - \$25,000,000
  - \$25,000,001 - \$50,000,000
  - \$50,000,001 - \$100,000,000
  - Over \$100,000,000
  - Decline to Disclose
  - Not Applicable

## 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

- |  |   |
|--|---|
| <input type="checkbox"/> Rule 504(b)(1) (not (i), (ii) or (iii)) | <input type="checkbox"/> Rule 505                                       |
| <input type="checkbox"/> Rule 504 (b)(1)(i)                      | <input checked="" type="checkbox"/> Rule 506(b)                         |
| <input type="checkbox"/> Rule 504 (b)(1)(ii)                     | <input type="checkbox"/> Rule 506(c)                                    |
| <input type="checkbox"/> Rule 504 (b)(1)(iii)                    | <input type="checkbox"/> Securities Act Section 4(a)(5)                 |
|  | <input checked="" type="checkbox"/> Investment Company Act Section 3(c) |
|  | <input checked="" type="checkbox"/> Section 3(c)(1)                     |
|  | <input type="checkbox"/> Section 3(c)(2)                                |
|  | <input type="checkbox"/> Section 3(c)(3)                                |
|  | <input type="checkbox"/> Section 3(c)(4)                                |
|  | <input type="checkbox"/> Section 3(c)(5)                                |
|  | <input type="checkbox"/> Section 3(c)(6)                                |
|  | <input type="checkbox"/> Section 3(c)(7)                                |
|  | <input type="checkbox"/> Section 3(c)(9)                                |
|  | <input type="checkbox"/> Section 3(c)(10)                               |
|  | <input type="checkbox"/> Section 3(c)(11)                               |
|  | <input type="checkbox"/> Section 3(c)(12)                               |
|  | <input type="checkbox"/> Section 3(c)(13)                               |
|  | <input type="checkbox"/> Section 3(c)(14)                               |

## 7. Type of Filing

- New Notice      Date of First Sale **2006-11-01**       First Sale Yet to Occur
- Amendment

## 8. Duration of Offering

Does the Issuer intend this offering to last more than one year?       Yes       No

## 9. Type(s) of Securities Offered (select all that apply)

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> Pooled Investment Fund Interests   | <input checked="" type="checkbox"/> Equity  |
| <input type="checkbox"/> Tenant-in-Common Securities   | <input type="checkbox"/> Debt   |
| <input type="checkbox"/> Mineral Property Securities   | <input type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security |
| <input type="checkbox"/> Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security | <input type="checkbox"/> Other (describe)   |

## 10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?       Yes       No

Clarification of Response (if Necessary)

## 11. Minimum Investment

Minimum investment accepted from any outside investor      \$ **100000** USD

## 12. Sales Compensation

Recipient **Thomas W. Keesee** Recipient CRD Number  None  
1375812  
(Associated) Broker or Dealer  None (Associated) Broker or Dealer CRD Number  None  
124333  
CDK Financial Services LLC  
Street Address 1 **900 Third Avenue** Street Address 2 **12th Floor**  
City **New York** State/Province/Country **NEW YORK** ZIP/Postal Code **10022**  
State(s) of Solicitation  All States  Foreign/Non-US  
MASSACHUSETTS  
NORTH CAROLINA  
FLORIDA  
NEW YORK  
CALIFORNIA

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Recipient **Stephen Burke** Recipient CRD Number  None  
2681302  
(Associated) Broker or Dealer  None (Associated) Broker or Dealer CRD Number  None  
124333  
CDK Financial Services LLC  
Street Address 1 **900 Third Avenue** Street Address 2 **12th Floor**  
City **New York** State/Province/Country **NEW YORK** ZIP/Postal Code **10022**  
State(s) of Solicitation  All States  Foreign/Non-US  
CONNECTICUT  
MINNESOTA  
PENNSYLVANIA  
MISSOURI  
MASSACHUSETTS  
NEW HAMPSHIRE  
NEW YORK  
NEW JERSEY  
MICHIGAN  
COLORADO  
CALIFORNIA

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### 13. Offering and Sales Amounts

Total Offering Amount                    \$    USD                     Indefinite

Total Amount Sold                        \$ 173591123 USD

Total Remaining to be Sold                \$    USD                     Indefinite

Clarification of Response (if Necessary)

### 14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors,  
Number of such non-accredited investors who already have invested in the offering

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering: **146**

### 15. Sales Commissions & Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions    \$ 0 USD                     Estimate

Finders' Fees        \$ 0 USD                     Estimate

Clarification of Response (if Necessary)

### 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ 0 USD                     Estimate

Clarification of Response (if Necessary)

## Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

### Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Brown Advisory (Bermuda) Ltd.- Brown Advisory Alternative Strategies Fund	Brett D Rogers	Brett D Rogers	Director	2020-07-15