

AXCELUS FINANCIAL LIFE INSURANCE CO SEPARATE ACCOUNT VA 393

FORM D

(Small Company Offering and Sale of Securities Without Registration)

Filed 01/13/25

Address ONE LIBERTY PLACE
 1650 MARKET ST., 8TH FLOOR
 PHILADELPHIA, PA, 19103
Telephone (484) 530-4800
CIK 0002051680
Fiscal Year 12/31

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

OMB APPROVAL
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)

0002051680

Previous Name(s) None

Entity Type

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

insurance company separate account

Name of Issuer

Axcelus Financial Life Insurance Co
Separate Account VA 393

Jurisdiction of
Incorporation/Organization

PENNSYLVANIA

Year of Incorporation/Organization

- Over Five Years Ago
- Within Last Five Years (Specify Year) **2024**
- Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Axcelus Financial Life Insurance Co Separate Account VA
393

Street Address 1

ONE LIBERTY PLACE

Street Address 2

1650 MARKET ST., 8TH FLOOR

City

PHILADELPHIA

State/Province/Country

PENNSYLVANIA

ZIP/Postal Code

19103

Phone No. of Issuer

(484) 530-4800

3. Related Persons

Last Name	First Name	Middle Name
Axcelus Financial Life Insurance Company	Axcelus Financial	
Street Address 1	Street Address 2	
One Liberty Place	1650 Market St., 8th Floor	
City	State/Province/Country	ZIP/Postal Code
Philadelphia	PENNSYLVANIA	19103

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Issuer is an insurance company separate account formed under Pennsylvania insurance law.

4. Industry Group

<input type="checkbox"/> Agriculture	<input type="checkbox"/> Health Care	<input type="checkbox"/> Retailing
<input type="checkbox"/> Banking & Financial Services	<input type="checkbox"/> Biotechnology	<input type="checkbox"/> Restaurants
<input type="checkbox"/> Commercial Banking	<input type="checkbox"/> Health Insurance	<input type="checkbox"/> Technology
<input type="checkbox"/> Insurance	<input type="checkbox"/> Hospitals & Physicians	<input type="checkbox"/> Computers
<input type="checkbox"/> Investing	<input type="checkbox"/> Pharmaceuticals	<input type="checkbox"/> Telecommunications
<input type="checkbox"/> Investment Banking	<input type="checkbox"/> Other Health Care	<input type="checkbox"/> Other Technology
<input checked="" type="checkbox"/> Pooled Investment Fund	<input type="checkbox"/> Manufacturing	
<input type="checkbox"/> Hedge Fund	<input type="checkbox"/> Real Estate	
<input checked="" type="checkbox"/> Other Investment Fund	<input type="checkbox"/> Commercial	<input type="checkbox"/> Airlines & Airports
<input type="checkbox"/> Private Equity Fund	<input type="checkbox"/> Construction	<input type="checkbox"/> Lodging & Conventions
<input type="checkbox"/> Venture Capital Fund	<input type="checkbox"/> REITS & Finance	<input type="checkbox"/> Tourism & Travel Services
<input type="checkbox"/> Other		
<input type="checkbox"/> Residential		
<input type="checkbox"/> Other Real Estate		
<input type="checkbox"/> Travel		
<input type="checkbox"/> Other		

*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

5. Issuer Size

Revenue Range	Aggregate Net Asset Value Range
<input type="checkbox"/> No Revenues	<input type="checkbox"/> No Aggregate Net Asset Value
<input type="checkbox"/> \$1 - \$1,000,000	<input type="checkbox"/> \$1 - \$5,000,000
<input type="checkbox"/> \$1,000,001 - \$5,000,000	<input type="checkbox"/> \$5,000,001 - \$25,000,000
<input type="checkbox"/> \$5,000,001 - \$25,000,000	<input type="checkbox"/> \$25,000,001 - \$50,000,000
<input type="checkbox"/> \$25,000,001 - \$100,000,000	<input type="checkbox"/> \$50,000,001 - \$100,000,000
<input type="checkbox"/> Over \$100,000,000	<input type="checkbox"/> Over \$100,000,000
<input type="checkbox"/> Decline to Disclose	<input checked="" type="checkbox"/> Decline to Disclose
<input type="checkbox"/> Not Applicable	<input type="checkbox"/> Not Applicable

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

Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 505
 Rule 504 (b)(1)(i) Rule 506(b)
 Rule 504 (b)(1)(ii) Rule 506(c)
 Rule 504 (b)(1)(iii) Securities Act Section 4(a)(5)
 Investment Company Act Section 3(c)
 Section 3(c)(1) Section 3(c)(9)
 Section 3(c)(2) Section 3(c)(10)
 Section 3(c)(3) Section 3(c)(11)
 Section 3(c)(4) Section 3(c)(12)
 Section 3(c)(5) Section 3(c)(13)
 Section 3(c)(6) Section 3(c)(14)
 Section 3(c)(7)

7. Type of Filing

New Notice Date of First Sale **2024-12-30** 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)

Pooled Investment Fund Interests Equity
 Tenant-in-Common Securities Debt
 Mineral Property Securities Option, Warrant or Other Right to Acquire Another Security
 Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security Other (describe)
variable annuity contracts

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 **\$ 0 USD**

12. Sales Compensation

Recipient	Recipient CRD Number	<input type="checkbox"/> None
Kestra Investment Services, LLC	42046	
(Associated) Broker or Dealer	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
Mayur T. Dalal	1853077	
Street Address 1	Street Address 2	
5707 Southwest Parkway	Building 2, Suite 400	
City	State/Province/Country	ZIP/Postal Code
Austin	TEXAS	78735
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US
	FLORIDA	

Recipient	Recipient CRD Number	<input type="checkbox"/> None
Kestra Investment Services, LLC	42046	
(Associated) Broker or Dealer	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
Benjamin W. Rainey	4527546	
Street Address 1	Street Address 2	
5707 Southwest Parkway	Building 2, Suite 400	
City	State/Province/Country	ZIP/Postal Code
Austin	TEXAS	78735
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US
	FLORIDA	

13. Offering and Sales Amounts

Total Offering Amount	\$ USD	<input checked="" type="checkbox"/> Indefinite
Total Amount Sold	\$ 1500000 USD	
Total Remaining to be Sold	\$ USD	<input checked="" type="checkbox"/> 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: **2**

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 \$ **26** USD Estimate

Finders' Fees \$ **0** USD Estimate

Clarification of Response (if Necessary)

Issuer pays no sales commissions or finders' fees. Axcelus Financial also pays sales commissions from its corporate resources.

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
Axcelus Financial Life Insurance Co Separate Account VA 393	/s/ Paul Ryan Henry	Paul Ryan Henry	SVP & Deputy General Counsel	2025-01-13