



FIRST TRUST PRIVATE ASSETS FUND

The **First Trust Private Assets Fund** (“the Fund”) is a tender-offer fund that seeks to provide exposure to potentially high growth equity and venture capital equity investments. The Fund’s investment objective is to generate capital appreciation over the medium- and long-term through investments in private assets globally. The Fund will invest its assets via primary fund commitments, direct co-investments and secondaries in a portfolio diversified across growth equity and venture capital asset classes.

POTENTIAL KEY BENEFITS

- Unique Private Company Access
- Direct Co-Investments
- Diversified Exposure
- One Ticket Solution
- Low Minimum vs Private Funds
- No Capital Calls
- 1099 Tax Reporting
- Evergreen Offering
- Targeted Quarterly Liquidity²

PORTFOLIO CONSTRUCTION



Investment Type	Target*	Midpoint
Primary Fund Commitments	30-50%	40%
Direct Co-Investments	35-45%	40%
Secondaries	20-30%	25%

The Fund intends to allocate up to 40-50% of its capital to primary fund commitments, and 50-60% to direct co-investments across several asset classes.



Asset Class	Target*
Mid-Stage Growth	30-40%
Late-Stage / Crossover	10-20%
Early-Stage Venture	10-20%
Secondaries	10-20%
Buyout	10-20%

*This represents a model portfolio for the Fund. The model portfolio is a portfolio that represents FTCM’s view on what the Fund’s portfolio may look like under normal market conditions. The weights are intended as guidelines and FTCM may choose to focus on countries or regions, asset classes, industries and sectors to the exclusion of others at any time or from time to time based on market conditions and other factors. Model portfolio allocations should not be relied upon as an indicator of future results or used as the basis for investment decisions.

You should consider a fund’s investment objectives, risks, and charges and expenses carefully before investing. Contact First Trust Capital Management at 1-800-988-5196 or visit www.firsttrustcapital.com to obtain a prospectus which contains this and other information about a fund. The prospectus should be read carefully before investing.

FUND TERMS

Fund Inception Date	1/3/23
Structure	Closed-End Tender Offer Fund Registered under the Investment Company Act of 1940
Subscriptions	Quarterly with 7 days notice
Minimum Investment	\$50,000 (or \$25,000 at the discretion of the Fund) ¹
Quarterly Redemptions	Up to 5% of NAV ²
Investor Qualification	Qualified Client & Accredited Investor ^{3,4}
Capital Calls	None
Tax Treatment	1099
Management Fee	0.75% per annum paid quarterly
Annualized Performance Fee	15% with a 7% Hurdle (paid quarterly)
Investment Advisor	First Trust Capital Management L.P. (FTCM)

¹ The prospectus states that the investment minimum is \$50,000; however, the Fund may make exceptions to allow investments as low as \$25,000.

² Redemptions are limited to 5% of net asset value (NAV) per quarter via tender offer, subject to Board discretion. An investment in the Fund should be considered illiquid.

³ “Qualified Client” - at least \$1.1 million in assets under management, immediately upon entering into a contract with a registered investment adviser, or who the registered investment adviser reasonably believes has a net worth (together with assets held jointly with a spouse) of more than \$2.2 million.

⁴ An investor must also be an “Accredited Investor” - a net worth exceeding \$1 million (including spouse and excluding the value of his or her primary residence), or who receives income in excess of \$200,000 (or joint income in excess of \$300,000 with spouse) in each of the two most recent tax years with expectation of reaching the same income level in the current year.

First Trust Private Assets Fund

TENDER OFFER GUIDE

There has been strong growth in the alternatives space across interval and tender-offer funds. Unlike private funds, these Securities and Exchange Commission (SEC) registered products offer investors targeted quarterly liquidity, immediate exposure, simplistic reporting, and operational convenience while providing access to the potentially higher returns traditionally found in private investments.

TENDER OFFER INVESTMENT PROCESS

Subscription paperwork is typically required for tender offer funds. When allocating to FTCM tender-offer funds, investors may leverage FTCM's Client Service Team to fully complete this investment process.

1

INQUIRE

For potential investors, email ClientService@FirstTrustCapital.com regarding investment interest in the First Trust Private Assets Fund.

2

SET UP A MEETING

A team member will walk through any necessary information needed, along with answering any operational questions regarding the Fund.

3

INVEST

Our dedicated Client Service Team will assist with gathering client information and pre-filling subscription documents. The Client Service Team will handle document submission and capital transfers following client signature completion.

TENDER OFFER FUND COMPARISON



2025 SUBSCRIPTION SCHEDULE

	Q1	Q2	Q3	Q4
Paperwork/Subscription Application Deadline	3/25/2025	6/24/2025	9/24/2025	12/24/2025
Subscription Wire Transfers Due	3/27/2025	6/26/2025	9/26/2025	12/26/2025
Purchase Date	4/1/2025	7/1/2025	10/1/2025	1/1/2026

FREQUENTLY ASKED QUESTIONS

**WHO CAN INVEST?**

First Trust Private Assets Fund is available to qualified clients, meaning (i) an investor that has at least \$1.1 million in assets under management immediately upon entering into a contract with a registered investment adviser, or (ii) who the registered investment adviser reasonably believes has a net worth (together with assets held jointly with a spouse) of more than \$2.2 million. An investor in the Fund must also be an **accredited investor** meaning (i) a net worth exceeding \$1 million (including spouse and excluding the value of his or her primary residence), or (ii) who receives income in excess of \$200,000 (or joint income in excess of \$300,000 with spouse) in each of the two most recent tax years with the expectation of reaching the same income level in the current year.

**HOW DO YOU SUBSCRIBE?**

Utilize the FTCM Client Service Team by emailing ClientService@FirstTrustCapital.com to gather all necessary client information and to assist with pre-filling required subscription documents.

**WHEN IS PAPERWORK DUE?**

Subscription paperwork is due on or prior to the acceptance date set by the Fund. Typically, 5-7 days prior to quarter-end.

**WHEN IS CAPITAL DUE?**

Potential investors are subject to receipt of cleared funds on or prior to the acceptance date set by the Fund. Typically, 5-7 days prior to quarter-end.

**WHAT IS THE MINIMUM?**

The prospectus states the investment minimum is \$50,000, however, the Fund may make exceptions to allow investments as low as **\$25,000**.

**WHERE WILL MY CAPITAL BE ALLOCATED?**

Investors will enter the Fund each quarter at an offering price equal to the Fund's NAV as of the most recently completed calendar quarter-end. Investors will receive instant access to fully or partially deployed fund commitments along with exposure to direct co-investments. Any interest earned on capital held in escrow prior to the funding date will be credited to the Fund for the benefit of the shareholders.

FTPAX PERFORMANCE (%) AS OF 12/31/2024*

Net Asset Value (NAV)**	3 Month	YTD	1 Year	2 Year	3 Year	5 Year	Since Fund Inception
FTPAX – Class I Shares	8.20	25.85	25.85	-	-	-	10.03
Index Performance***							
S&P 500 Index	2.41	25.02	25.02	-	-	-	25.65
Bloomberg U.S. Aggregate Bond Index	-3.06	1.26	1.26	-	-	-	3.37

Performance data quoted represents past performance. Past performance is not a guarantee of future results and current performance may be higher or lower than performance quoted. Investment returns and principal value will fluctuate and shares when sold or redeemed, may be worth more or less than their original cost. You can obtain performance information which is current through the most recent quarter-end by visiting www.firsttrustcapital.com.

Fund Inception Date: January 3, 2023. Total Expense Ratio: 8.62%. Net Expense Ratio: 3.49%. Net Expense Ratio without Acquired Fund Fees and Expenses (AFF&E): 1.97%.

Pursuant to contract, First Trust Capital Management has agreed to waive fees and/or pay Fund expenses to prevent the annual net expense ratio of Class I shares from exceeding 1.50% of the average daily net assets, excluding 12b-1 distribution and service fees and certain other expenses as described in the prospectus. Currently, the net expense ratio is the amount applied to each share's NAV. Expense limitations may be terminated or modified prior to their expiration only with the approval of the Board of Trustees of First Trust Capital Management. Unless it is terminated, the Expense Limitation and Reimbursement Agreement automatically renews for consecutive one-year terms.

***Performance figures will become available on approximately a quarter-end + 60 days delay.**

****NAV** represent the Fund's net assets (assets less liabilities) divided by the Fund's outstanding shares. Returns are average annualized total returns, except those for periods of less than one year, which are cumulative. The fund's performance reflects fee waivers and expense reimbursements, absent which performance would have been lower.

*****Performance information for the indexes is for illustrative purposes only and does not represent actual fund performance. Indexes do not charge management fees or brokerage expenses, and no such fees or expenses were deducted from the performance shown. All Index returns assume that dividends are reinvested when they are received. Indexes are unmanaged and an investor cannot invest directly into an index.**

NEED HELP?

The First Trust Capital Management Client Service Team is here to help with any information or operational questions. Please email ClientService@FirstTrustCapital.com with your inquiry, and a team member will assist.

The Fund involves a high degree of risk and is highly speculative. An investment in the Fund should only be made by investors who understand the risks and are able to withstand a total loss of their investment. The Fund invests in securities with limited or no secondary market and are deemed to be illiquid. Valuation of illiquid securities is extremely limited. Portfolio holdings are priced either on a daily, monthly, and/or quarterly basis utilizing a variety of valuation methods such as proxy, matrix and third-party pricing. The accuracy of these valuations will vary, and actual tender price of the fund may be materially lower than any past valuation.

RISK CONSIDERATIONS

You could lose money by investing in a fund. An investment in a fund is not a deposit of a bank and is not insured or guaranteed. There can be no assurance that a fund's objective(s) will be achieved. Please refer to each fund's prospectus and Statement of Additional Information for additional details on a fund's risks. The order of the below risk factors does not indicate the significance of any particular risk factor.

Alternative investments may employ complex strategies, have unique investment and risk characteristics and may not be appropriate for all investors.

Current market conditions risk is the risk that a particular investment, or shares of the fund in general, may fall in value due to current market conditions. For example, changes in governmental fiscal and regulatory policies, disruptions to banking and real estate markets, actual and threatened international armed conflicts and hostilities, and public health crises, among other significant events, could have a material impact on the value of the fund's investments.

The Fund's shares will change in value and you could lose money by investing in the Fund. There can be no assurance that the Fund's investment objective will be achieved. In managing the Fund's investment portfolio, the portfolio managers will apply investment techniques and risk analyses that may not have the desired result.

The Fund is a newly organized, non-diversified closed-end management company with no operating history. It is designed for long-term investing and not as a vehicle for trading.

In managing the Fund's investment portfolio, the portfolio managers will apply investment techniques and risk analyses that may not have the desired result.

Market risk is the risk that a particular security, or shares of a fund in general may fall in value. Securities are subject to market fluctuations caused by such factors as general economic conditions, political events, regulatory or market developments, changes in interest rates and perceived trends in securities prices. Shares of a fund could decline in value or underperform other investments as a result. In addition, local, regional or global events such as war, acts of terrorism, spread of infectious disease or other public health issues, recessions, natural disasters or other events could have significant negative impact on a fund.

The Fund is structured as an interval fund and has adopted a policy to make quarterly repurchase offers, at per-class NAV, of not less than 5% of the Fund's outstanding shares on the repurchase request deadline. There is no guarantee that shareholders will be able to sell all the shares that they want to sell in any repurchase offer. If a repurchase offer is oversubscribed, the Fund may repurchase only a pro rata portion of the shares tendered by each shareholder. The repurchase policy will decrease the size of the Fund over time and may force the Fund to sell assets. It may also reduce the investment opportunities available to it and cause its expense ratio to increase. In addition, the Fund may need to liquidate holdings earlier than desired, potentially resulting in losses and increasing portfolio turnover.

The Fund is subject to limited liquidity since shareholders will not be able to redeem shares daily or on demand. Shares are not transferable, and liquidity is only provided through repurchase offers made quarterly by the Fund. Fund holdings may be or may become illiquid.

A fund classified as "non-diversified" may invest a relatively high percentage of its assets in a limited number of issuers. As a result, a fund may be more susceptible to a single adverse economic or regulatory occurrence affecting one or more of these issuers, experience increased volatility and be highly concentrated in certain issuers.

Certain underlying funds are not registered under the securities laws and their portfolio holdings may not be disclosed. Unregistered funds may have less investor protection and transparency than registered funds.

The Fund may invest in the shares of other investment funds which involves additional expenses that would not be present in a direct investment in the underlying funds. In addition, the Fund's investment performance and risks may be related to the investment performance and risks of the underlying funds.

Certain fund holdings may be thinly traded or have a limited trading market and as a result may be characterized by the Fund as illiquid securities.

The use of derivatives instruments involves different and possibly greater risks than investing directly in securities including counterparty risk, valuation risk, volatility risk, and liquidity risk. Further, losses because of adverse movements in the price or value of the underlying asset, index or rate may be magnified by certain features of the derivatives.

Short selling creates special risks which could result in increased gains or losses and volatility of returns. Because losses on short sales arise from increases in the value of the security sold short, such losses are theoretically unlimited.

The risk of a position in a futures contract may be very large compared to the relatively low level of margin a fund is required to deposit and a relatively small price movement in a futures contract may result in immediate and substantial loss relative to the size of margin deposit.

Investments linked to the prices of commodities may be considered speculative and subject a fund to greater volatility than investments in traditional securities.

Leverage may result in losses that exceed the amount originally invested and may accelerate the rates of losses. Leverage tends to magnify, sometimes significantly, the effect of any increase or decrease in a fund's exposure to an asset or class of assets and may cause the value of a fund's shares to be volatile and sensitive to market swings.

The Fund may be subject to the risk that a counterparty will not fulfill its obligations which may result in significant financial loss to the Fund.

Large inflows and outflows may impact a new fund's market exposure for limited periods of time.

Equity securities may decline significantly in price over short or extended periods of time, and such declines may occur in the equity market as a whole, or they may occur in only a particular country, company, industry or sector of the market.

Preferred securities combine some of the characteristics of both common stocks and bonds. Preferred stocks are typically subordinated to other debt instruments in terms of priority to corporate income, and therefore will be subject to greater credit risk than those debt instruments.

Investments in debt securities subject the holder to the credit risk of the issuer and the value of debt securities will generally change inversely with changes in interest rates. In addition, debt securities generally do not trade on a securities exchange making them less liquid and more difficult to value.

Extension risk is the risk that, when interest rates rise, certain obligations will be paid off by the issuer (or other obligated party) more slowly than anticipated, causing the value of these debt securities to fall. Rising interest rates tend to extend the duration of debt securities, making their market value more sensitive to changes in interest rates.

The differences in yield between debt securities of different credit quality may increase which may reduce the market value of a fund's debt securities.

Prepayment risk is the risk that the issuer of a debt security will repay principal prior to the scheduled maturity date. Debt securities allowing prepayment may offer less potential for gains during a period of declining interest rates, as a fund may be required to reinvest the proceeds of any prepayment at lower interest rates.

Certain fund investments may be subject to restrictions on resale, trade over-the-counter or in limited volume, or lack an active trading market. Illiquid securities may trade at a discount and may be subject to wide fluctuations in market value.

A fund may be unable to sell a restricted security on short notice or only sell them at a price below current value.

An issuer or other obligated party of a debt security may be unable or unwilling to make dividend, interest and/or principal payments when due and the value of a security may decline as a result.

Interest rate risk is the risk that the value of the debt securities in a fund's portfolio will decline because of rising interest rates. Interest rate risk is generally lower for shorter term debt securities and higher for longer-term debt securities.

Repurchase agreements typically involve the acquisition by the Fund of fixed-income securities from a selling financial institution such as a bank or broker-dealer. The Fund may incur a loss if the other party to a repurchase agreement is unwilling or unable to fulfill its contractual obligations to repurchase the

underlying security. Reverse repurchase agreements involve the risk that the other party may fail to return the securities in a timely manner or at all. The Fund could lose money if it is unable to recover the securities and/or if the value of collateral held by the Fund, including the value of the investments made with cash collateral, is less than the value of securities.

Commodity prices can have significant volatility, and exposure to commodities can cause the value of a fund's shares to decline or fluctuate in a rapid and unpredictable manner.

Securities of micro, small- and mid-capitalization companies may experience greater price volatility and be less liquid than larger, more established companies.

Securities of non-U.S. issuers are subject to additional risks, including currency fluctuations, political risks, withholding, the lack of adequate financial information, and exchange control restrictions impacting non-U.S. issuers. Investments in emerging market securities are generally considered speculative and involve additional risks relating to political, economic and regulatory conditions.

Changes in currency exchange rates and the relative value of non-US currencies may affect the value of the Fund's investments and the value of the Fund's shares.

If a fund does not qualify as a RIC for any taxable year and certain relief provisions were not available, a fund's taxable income would be subject to tax at the fund level and to a further tax at the shareholder level when such income is distributed. Further, there may be other tax implications to a fund based on the type of investments in a fund.

High portfolio turnover may result in higher levels of transaction costs and may generate greater tax liabilities for shareholders.

A fund may hold securities or other assets that may be valued on the basis of factors other than market quotations. This may occur because the asset or security does not trade on a centralized exchange, or in times of market turmoil or reduced liquidity. Portfolio holdings that are valued using techniques other than market quotations, including "fair valued" assets or securities, may be subject to greater fluctuation in their valuations from one day to the next than if market quotations were used. There is no assurance that a fund could sell or close out a portfolio position for the value established for it at any time.

A fund is susceptible to operational risks through breaches in cyber security. Such events could cause a fund to incur regulatory penalties, reputational damage, additional compliance costs associated with corrective measures and/or financial loss.

The information presented is not intended to constitute an investment recommendation for, or advice to, any specific person. By providing this information, First Trust is not undertaking to give advice in any fiduciary capacity within the meaning of ERISA, the Internal Revenue Code or any other regulatory framework. Financial professionals are responsible for evaluating investment risks independently and for exercising independent judgment in determining whether investments are appropriate for their clients.

First Trust Capital Management L.P. (FTCM) is the adviser to the Fund. The Fund's distributor is FTCM's affiliate, First Trust Portfolios L.P.