

## **Cantor Fitzgerald to Offer a New Sustainable Infrastructure Fund**

**Cantor Fitzgerald Sustainable Infrastructure Fund** (the “Fund”) is a continuously offered, non-diversified, closed-end management investment company that is operated as an interval fund. The Fund is an interval fund that will provide limited liquidity by offering to make quarterly repurchases of shares at net asset value (“NAV”), which will be calculated on a daily basis. The fund’s investment adviser is Cantor Fitzgerald Investment Advisors, L.P. The fund’s offering was declared effective by the SEC on June 30, 2022.

Cantor Fitzgerald, L.P. (“Cantor”), founded in 1945, is a leading global financial services and real assets investment firm with over 12,000 employees in over 160 offices in 22 countries. Cantor Fitzgerald & Co., a wholly owned subsidiary of Cantor, is a preeminent investment bank serving more than 7,000 institutional clients around the world, recognized for its strengths in fixed income and equity capital markets, investment banking, prime brokerage, commercial real estate and infrastructure.

The Fund engages in a continuous offering of shares. The Fund is authorized as a Delaware statutory trust (“DST”) to issue an unlimited number of shares. The Fund is offering to sell an unlimited number of Class A shares of beneficial interest, at net asset value plus the applicable sales load, if any. The initial net asset value is \$25.00 per share. The maximum sales load is 5.75% of the offering price. The minimum initial investment by a shareholder is \$2,500 for regular accounts and \$1,000 for retirement plan accounts. Subsequent investments may be made with at least \$100 for regular accounts and \$50 for retirement plan accounts.

### **Investment Objectives**

The Fund pursues its investment objective by strategically investing in a portfolio of private institutional infrastructure investment funds (“Private Investment Funds”) as well as public infrastructure securities. Under normal circumstances, the Fund intends to invest at least 80% of its assets (net assets plus borrowings for investment purposes) in securities issued by sustainable infrastructure companies, including Private Investment Funds, secondary interests and co-investments, and public infrastructure securities. The Fund may also invest in ETFs and other investment vehicles such as closed-end funds, mutual funds and unregistered investment funds that invest principally, directly or indirectly, as well as other publicly traded income producing securities. The Fund may also invest in investment-grade debt securities of infrastructure companies. The Fund expects to invest in both domestic and foreign (including emerging markets) securities. In addition, the Fund may invest in real estate investment trusts (“REITs”) that invest in infrastructure related assets.

The Fund defines an infrastructure company as a company that derives at least 50% of its revenues or profits from, or devotes at least 50% of its assets to, the ownership, management, development, construction, renovation, enhancement, or operation of infrastructure assets or the provision of services to companies engaged in such activities. Infrastructure assets may include, among other asset types, regulated assets (such as electricity generation, transmission and distribution facilities, gas transportation and distribution systems, water distribution, and waste water collection and processing facilities), transportation assets (such as toll roads, airports, seaports, railway lines, intermodal facilities), renewable power generation (wind, solar and hydro power) and communications assets (including broadcast and wireless towers, fiber, data centers, distributed network systems and satellite networks).

These assets share certain investment features that may be attractive as part of a diversified portfolio, including some or all the following:

- Provision for essential services with few substitutes that generally serve as the backbone for local, regional, and national economic and social activity.
- Stable and predictable income and cash flow that are often inflation-linked with low return correlations to traditional asset classes.
- Inelastic demand with strong pricing power for their use as essential assets for a functioning society.
- Limited operating risk.
- High operating margins and predictable maintenance capital requirements.
- Strong competitive advantages characteristics with high barriers to entry.

The Fund intends to focus on three infrastructure megatrends: (i) digital transformation, (ii) decarbonization, and (iii) enhancement of aging infrastructure assets (the “Megatrends”).

**Digital Transformation:** Investments in the securities of companies that are within the communications infrastructure sector, including companies that own, operate, and develop cellular tower, fiber network, satellite and data center assets.

**Decarbonization:** Investments in the securities of companies that intend to enable the transition to cleaner energy sources and electrification through investment in the assets (generation, transmission, network grid, storage, smart meters, battery charging stations, among other assets) that will lead to more efficiency and lower carbon-intense power and heating.

**Enhancement of Aging Infrastructure Assets:** Investments in the securities of companies that are within the midstream energy, water utilities, gas utilities and transportation infrastructure sectors that may benefit from increased investment to repair and enhance existing assets.

By investing in the Fund, the Adviser expects that shareholders may realize (either directly or indirectly) the following potential benefits:

**Access to Institutional Managers—** Many of the Private Investment Funds in which the Fund seeks to invest are intended for large, institutional investors and have a large minimum investment size and other investor criteria that might otherwise limit their availability to individual, non-institutional investors. Thus, the Fund provides investors exposure to such Private Investment Funds managed by leading institutional investment managers that may not be otherwise available to individual, non-institutional investors.

**Multi-Strategy, Multi-Manager Investment Strategy—** Given the investment strategy of the Fund, investors can gain exposure to different strategies, managers, and sectors by making a single investment in the Fund, whereas due to the large minimums of many of the Private Investment Funds in which the Fund seeks to invest, such a strategy may not otherwise be feasible for individual investors.

**Advantageous Investment Terms—** By taking advantage of volume and other discounts that typically are not available to individual investors, the Fund may be able to provide certain economies of scale

to investors through a reduction in the fees charged by the Private Investment Funds in which the Fund seeks to invest and which may not otherwise be permitted or available to individual investors.

**Customized Public Market Strategy in line with Fund Objectives**— The Sub Adviser has managed a global sustainable infrastructure separate account strategy focused on maximizing return while providing current income since February 2011. The Fund provides access to the Sub Adviser’s proprietary sustainable investment process, which typically is reserved for institutional investors and seeks to identify infrastructure securities that are undervalued relative to their peers.

### **Sub-Adviser**

The Adviser has engaged Capital Innovations, LLC (the “Sub-Adviser”), a registered investment adviser under the Advisers Act, to provide ongoing research, recommendations, and day-to-day portfolio management with respect to the Fund’s investment portfolio.

The Sub-Adviser was founded in 2007 and is registered as an investment adviser with the SEC pursuant to the provisions of the Advisers Act. The co-founders and portfolio managers of the Sub-Adviser, Michael Underhill and Susan Dambekaln, have substantial experience in managing publicly traded securities, private funds, and pursuing an investment strategy substantially similar to the strategy being pursued by the Fund. The Sub-Adviser is a privately-held, alternative investment asset manager strategically positioned to advise investors. The Sub-Adviser has advised, managed, or co-sponsored investment programs encompassing over \$9 billion in assets. The Sub-Adviser is a boutique investment organization specializing in infrastructure, real estate and natural resources with a focus on sustainable investing. The Sub-Adviser is majority female owned, and its senior executives possess over 95 years of collective investment experience throughout multiple market cycles overseeing capital for institutional investors, sophisticated high net worth individuals and fund management companies. The Sub-Adviser’s alternative investment solutions include actively-managed listed real assets strategies and private markets real asset strategies. The Sub-Adviser manages a suite of carefully curated, institutional quality real asset investment solutions through a community of partners, including independent and insurance broker-dealers, wirehouses, registered investment advisory firms, and the financial advisors who work with these enterprises.

### **Fees and Expenses**

The Adviser is entitled to receive a monthly management fee at the annual rate of 1.50% of the Fund’s daily net assets. The Adviser and the Fund have entered into an expense limitation and reimbursement agreement under which the Adviser has contractually agreed to waive its fees and to pay or absorb the ordinary operating expenses of the Fund (including all organizational and offering expenses, but excluding interest, brokerage commissions, acquired fund fees and expenses and extraordinary expenses), to the extent that such expenses exceed 2.50% per annum of the Fund’s average daily net assets.

### **Repurchases of Shares**

The Fund is an interval fund and, as such, has adopted a fundamental policy to make quarterly repurchase offers, at NAV, of no less than 5% of the Fund’s shares outstanding. There is no guarantee that shareholders will be able to sell all the shares they desire to sell in a quarterly repurchase offer, although each shareholder will have the right to require the Fund to purchase at least 5% of such

shareholder's shares in each quarterly repurchase. Liquidity will be provided to shareholders only through the Fund's quarterly repurchases.

#### **SUMMARY OF FUND EXPENSES**

##### **Shareholder Transaction Expenses**

Maximum Sales Load (as a percent of offering price)	5.75%
Management Fees	1.50%
Other Expenses <sup>1</sup>	2.99%
Shareholder Servicing Fee	0.25%
Acquired Fund Fees and Expenses	0.50%
Remaining Other Expenses	2.24%
<b>Total Annual Fund Operating Expenses<sup>2</sup></b>	<b>4.49%</b>
Less Fee Waiver and/or Expense Limitation <sup>3</sup>	1.49%
<b>Total Annual Fund Operating Expenses After Fee Waiver and/or Expense Limitation</b>	<b>3.00%</b>

1 Estimated for the current fiscal year. Other Expenses represents the Fund expenses as they are calculated in the Fund's Annual Report. Other Expenses does not include the indirect fees and expenses of the underlying Private Investment Funds, as discussed further in footnote 2 below. The Fund's Other Expenses will increase as a percentage of the Fund's average net assets if the Fund's assets decrease. Actual fees and expenses may be greater or less than those shown.

2 Total Annual Expenses do not include the indirect fees and expenses of the Private Investment Funds. The indirect fees and expenses of the Private Investment Funds typically range from 1.00% to 2.00% on an annual basis and include management fees, administration fees and professional and other direct, fixed fees and expenses of the Private Investment Funds.

3 The Adviser and the Fund have entered into an expense limitation and reimbursement agreement (the Expense Limitation Agreement) under which the Adviser has agreed contractually to waive its fees and to pay or absorb the ordinary annual operating expenses of the Fund (including all organizational and offering expenses, but excluding taxes, interest, brokerage commissions, acquired fund fees and expenses and extraordinary expenses), to the extent that they exceed 2.50% per annum of the Fund's average daily net assets (the Expense Limitation). In consideration of the Adviser's agreement to limit the Fund's expenses, the Fund has agreed to repay the Adviser in the amount of any fees waived and Fund expenses paid or absorbed, subject to the limitations that: (1) the reimbursement for fees and expenses will be made only if payable not more than three years from the date in which they were incurred; and (2) the reimbursement may not be made if it would cause the lesser of the Expense Limitation in place at the time of waiver or at the time of reimbursement to be exceeded. The Expense Limitation Agreement will remain in effect at least until June 30, 2024, unless and until the Board approves its modification or termination. This agreement may be terminated only by the Fund's Board on 60 days' written notice to the Adviser. See "Management of the Fund."