

# PROSPECTUS

October 19, 2024

M3Sixty Onchain U.S. Government  
Money Market Fund  
(Ticker Symbol: MCGXX)

series of 360 Funds

4300 Shawnee Mission Parkway, Suite 100, Fairway, KS, 66205

*These securities have not been approved or disapproved by the Securities and Exchange Commission or any state securities commission, nor has the Securities and Exchange Commission or any state securities commission passed upon the accuracy or adequacy of this prospectus. Any representation to the contrary is a criminal offense.*

	Page
SUMMARY OF M3SIXTY ONCHAIN U.S. GOVERNMENT MONEY MARKET FUND	2
INVESTMENT OBJECTIVES, STRATEGIES, RISKS AND PORTFOLIO HOLDINGS	11
MANAGEMENT	26
CUSTODIAN, ADMINISTRATOR AND TRANSFER AGENTS	28
INVESTING IN THE FUND	29
PRICING OF SHARES	30
PURCHASING SHARES	31
EXCHANGING SHARES	36
PEER-TO-PEER TRANSFER OF SHARES	37
REDEEMING SHARES	38
ADDITIONAL INFORMATION ABOUT PURCHASES AND REDEMPTIONS	41
DISTRIBUTION OF SHARES	42
OTHER IMPORTANT INFORMATION	43
FINANCIAL HIGHLIGHTS	45
PRIVACY NOTICE	46
FOR MORE INFORMATION	50

# FUND SUMMARY

M3Sixty Onchain U.S. Government Money Market Fund

**Investment Objective.** The investment objective of the M3Sixty Onchain U.S. Government Money Market Fund (the “Fund”) is to provide investors with a high level of current income consistent with the preservation of capital and liquidity and the maintenance of a stable \$1.00 net asset value (“NAV”) per share.

**Fees and Expenses of the Fund.** This table describes the fees and expenses that you may pay if you buy, hold, and sell shares of the Fund.

**Annual Fund Operating Expenses** (expenses that you pay each year as a percentage of the value of your investment)

	Shares
Management Fees	0.50%
Distribution and/or Service (12b-1) Fees	None
Sub-Transfer Agent Fee <sup>1</sup>	0.35%
Other Expenses <sup>2</sup>	0.69%
Total Annual Fund Operating Expenses	1.54%
Fee Waiver and/or Expense Reimbursement <sup>3</sup>	(0.41)%
Total Annual Fund Operating Expenses After Fee Waiver and/or Expense Reimbursement	1.13%

<sup>1</sup> The Fund has entered into a Sub-Transfer Agency Agreement with CERES Coin TA, LLC to perform various on-chain sub-transfer agency, registrar, and shareholder services on behalf of the Fund and its shareholders.

<sup>2</sup> The Fund has estimated these expenses for the first fiscal year.

<sup>3</sup> M3Sixty Capital, LLC (the “Adviser”) has contractually agreed to reduce its fees and to reimburse expenses, at least through December 31, 2025, to ensure that total annual Fund operating expenses after fee waivers and reimbursements (exclusive of interest, borrowing expenses, distribution fees pursuant to Rule 12b-1 Plans, taxes, acquired fund fees and expenses, brokerage fees and commissions, dividend expenses on short sales, sub-transfer agency fees and other shareholder service fees, litigation expenses, expenditures which are capitalized in accordance with generally accepted accounting principles and, other extraordinary expenses not incurred in the ordinary course of such Fund’s business) will not exceed 0.78% of each share class’s average daily net assets attributable to the investor. These fee waivers and expense reimbursements are subject to recoupment from the Fund within three years of the date on which the waiver or reimbursement occurs, provided that the recoupment payments do not cause Total Annual Fund Operating Expenses (after the repayment is taken into account) to exceed (i) the expense limitation then in effect, if any, and (ii) the expense limitation in effect at the time the expenses to be repaid were incurred. This agreement may be terminated only by the Board of Trustees (the “Board”) on 60 days’ written notice to the Fund’s Adviser.

**Example.** This Example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds.

The Example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all your shares at the end of those periods. The expense example also assumes that your investment has a 5% return each year and the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost would be:

Period Invested	1 Year	3 Years
	\$115	\$446

**Principal Investment Strategy of the Fund.**

The Fund invests at least 99.5% of its total assets in Government securities, cash, and repurchase agreements collateralized fully by Government securities or cash. For purposes of this policy, "Government securities" means any securities issued or guaranteed as to principal or interest by the United States or by a person controlled or supervised by and acting as an instrumentality of the Government of the United States under authority granted by the U.S. Congress; or any certificate of deposit for any of the preceding. Government securities include those issued by government agencies or instrumentalities, such as the Federal National Mortgage Association (Fannie Mae), Federal Home Loan Mortgage Corporation (Freddie Mac), Federal Home Loan Banks, and Federal Farm Credit Banks, whose securities are neither issued nor guaranteed by the U.S. Government. The Fund intends to operate as a "Government money market fund," as such term is defined in or interpreted under Rule 2a-7 under the Investment Company Act of 1940 (the "1940 Act"). The Fund will give shareholders at least 60 days' advance notice of any change to the 99.5% policy.

The Fund uses the amortized cost valuation method to seek to maintain a stable \$1.00 share price and does not intend to impose liquidity fees or redemption gates on Fund redemptions. Please note, however, that the Board reserves the ability to subject the Fund to a liquidity fee and/or redemption gate in the future after providing prior notice to shareholders.

The Fund invests in:

- U.S. government securities, which may include fixed, floating, and variable rate securities.
- Repurchase agreements, which are agreements by the Fund to buy Government securities and then to sell the securities back on an agreed-upon date (generally, less than seven days) at a higher price, which reflects prevailing short-term interest rates.

The Fund only buys securities that at the time of acquisition are "eligible securities," as defined by applicable regulation (e.g., government securities, securities issued by a money market fund, and securities that the investment manager determines present minimal credit risks). The Fund maintains a dollar-weighted average portfolio maturity of 60 calendar days or less, maintains a dollar-weighted average life for its portfolio

of 120 calendar days or less, and only buys securities that mature or are deemed to mature in 397 calendar days or less (or securities otherwise permitted to be purchased because of maturity shortening provisions under applicable regulation). The Fund invests only in U.S. dollar-denominated securities.

### **The Fund does not invest in any crypto or digital assets.**

**Use of Blockchain.** CERES Coin TA, LLC ("CERES"), the Fund's sub-transfer agent, maintains the record of share ownership via a proprietary blockchain-integrated system that utilizes features of traditional book-entry form and a private, permissioned blockchain network. Blockchain technology for mutual funds is relatively new and still evolving. CERES will reconcile these records with the official record of share ownership maintained by the M3Sixty Administration, the transfer agent. Like traditional fund recordkeeping systems, all Fund and shareholder records in this blockchain-integrated system are under the complete control of the transfer agent. The Fund's investment manager and transfer agent expect that the blockchain-integrated recordkeeping system will provide operational efficiencies without negatively impacting the quality of the transfer agency services. **The shares are not currently traded on any exchanges.**

Generally, a blockchain is an immutable transaction ledger maintained within a distributed network of *peer nodes*. The immutability of the blockchain means that once an entry is accepted onto the ledger, it cannot be deleted or changed. Although the blockchain is an integral part of the Fund's operations, the transfer agent is responsible for the accuracy of share ownership; a person holding shares due to errors or unauthorized transactions on the blockchain will have no legal claim to such shares.

These nodes each keep a copy of the ledger by applying transactions validated by a *consensus protocol*, grouped into blocks that include a hash that binds each block to the preceding block. Many blockchains, such as Bitcoin and Ethereum, are classified as *permissionless public blockchain technology* because they are *public networks* open to anyone, where participants interact anonymously. However, many enterprise use cases require performance characteristics that permissionless blockchain technologies cannot deliver currently. In addition, it is hard to identify the participants in a public but anonymous blockchain. Since such identity is necessary for financial transactions where Know-Your-Customer ("KYC") and Anti-Money Laundering ("AML") regulations must be followed, the Fund uses a private permissioned blockchain.

*Private permissioned blockchains* allow known and identified users to interact in a trusted environment. CERES built its proprietary blockchain-integrated system on the Linux Foundations Hyperledger Fabric, an enterprise-grade, distributed ledger platform. The following sections describe critical aspects of the Hyperledger Fabric protocol.

Hyperledger Fabric uses smart contracts and is a system by which participants manage their transactions. The private protocol is permissioned, requiring users to enroll through a trusted Membership Service Provider ("MSP"). Each MSP maintains a network of networks that is separate and private from other networks. This allows MSPs to create unique communities of users with enhanced privacy features. This setup enables the MSP to maintain transaction privacy while sharing hashes as transaction evidence on the ledger. The sub-transfer agent CERES is the MSP for the Fund's shareholders, and their private data will be available only to CERES.

On the Hyperledger Fabric platform, unlike with a public permissionless network, the participants are known to each other. Upon the creation of an account through the App or the Fund's Web Portal (the "Web Portal"), CERES will create an account for each investor, and they will be able to track the balance of any Fund shares in their account through the App or the Web Portal after reconciling any shareholder activity with the transfer agent. The Hyperledger Fabric used by the Fund uses smart contracts to issue shares. Smart contracts define important properties of the shares, including how they can be purchased and redeemed.

### Principal Risks of Investing in the Fund.

- **Investment Risk.** You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. An investment in the Fund is not a bank account and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund's sponsor is not required to reimburse the Fund for losses, and you should not expect that the sponsor will provide financial support to the Fund at any time, including during periods of market stress. The Fund may impose a fee upon the sale of your shares if the Board determines it is in the best interest of shareholders.
- **Government Money Market Fund Risk.** The Fund is a "government money market fund," as such term is defined or interpreted under the rules governing money market funds. A "government money market fund" is a money market fund that invests 99.5 percent or more of its total assets in cash, government securities, and repurchase agreements that are collateralized fully. As a "government money market fund," the Fund can value its securities using the amortized cost method to seek to maintain a stable \$1.00 share price. The Fund must impose liquidity fees on fund redemptions if the Board determines that doing so is in the best interest of shareholders.
- **Stable Net Asset Value Risk.** If the Fund or another money market fund fails to maintain a stable net asset value (or such perception exists in the marketplace), the Fund could experience increased redemptions, which may adversely impact the Fund's share price. The Fund is permitted, among other things, to reduce or withhold any income and gains generated from its portfolio to maintain a stable \$1.00 share price.

- **U.S. Government Securities.** Not all obligations of the U.S. Government, its agencies, and instrumentalities are backed by the full faith and credit of the United States. Some obligations are backed only by the credit of the issuing agency or instrumentality, and in some cases, there may be some risk of default by the issuer. Government agency or instrumentality issues have different levels of credit support.
- **U.S. government-sponsored entities (“GSEs”) Risk.** GSEs, such as Fannie Mae and Freddie Mac, may be chartered by Acts of Congress, but their securities are neither issued nor guaranteed by the U.S. government. Although the U.S. government has provided financial support to Fannie Mae, Freddie Mac, and certain other GSEs, no assurance can be given that the U.S. government will continue to do so. Accordingly, securities issued by Fannie Mae and Freddie Mac may involve a risk of non-payment of principal and interest. Investors should remember that guarantees of timely repayment of principal and interest do not apply to the market prices and yields of the securities or to the net asset value or performance of the Fund, which will vary with changes in interest rates and other market conditions.
- **Repurchase Agreements Risk.** When the Fund enters into a repurchase agreement, it is exposed to the risk that the other party (i.e., the counterparty) will not fulfill its contractual obligation. In a repurchase agreement, there exists the chance that when the Fund buys a security from a counterparty that agrees to repurchase the security at an agreed-upon price (usually higher) and time, the counterparty will not repurchase the security.
- **Credit Risk.** A decline in the credit quality of an issuer, guarantor, or liquidity provider of a portfolio investment or a counterparty could cause the fund to lose money or underperform. The Fund could lose money if, due to a decline in credit quality, the issuer, guarantor, or liquidity provider of a portfolio investment or a counterparty fails to make or is perceived as unable or unwilling to make timely principal or interest payments or otherwise honor its obligations. Even though the Fund’s investments in repurchase agreements are fully collateralized, there is some risk to the Fund if the other party defaults on its obligations and the Fund is delayed or prevented from recovering or disposing of the collateral. The credit quality of the Fund’s portfolio holdings can change rapidly in specific market environments, and any downgrade or default on the part of a single portfolio investment could cause the Fund’s share price or yield to fall. Certain U.S. government securities that the Fund invests in are not backed by the full faith and credit of the U.S. government, which means they are neither issued nor guaranteed by the U.S. Treasury. Although maintained in conservatorship by the Federal Housing Finance Agency (“FHFA”) since September 2008, Fannie Mae and Freddie Mac have only kept lines of credit with the U.S. Treasury. The Federal Home Loan Banks maintain limited access to credit lines from the U.S. Treasury. Other securities, such as obligations issued by the Federal Farm Credit Banks Funding Corporation, are supported solely by the issuer’s credit. There can be no assurance that the U.S. government will provide financial support to securities of its agencies and instrumentalities if it is not obligated to do so under law. Also, any government guarantees on securities the Fund owns do not extend to the shares of the Fund itself.



- **New Fund Risk.** The Fund is new and, as a result, carries specific risks inherent in unestablished mutual funds, including the chance that a new or smaller fund's performance may not represent how the fund is expected to or may perform in the long term. In addition, new funds may not benefit from the same economies of scale, experience, or name recognition that larger, older funds might. The Fund has selected to use a private, permissioned blockchain instead of a public, permissionless one, which is the type of blockchain used by other investment companies with a similar strategy to the Fund. The Fund believes the private, permissioned blockchain is more appropriate because it offers greater privacy, governance controls, scalability, and efficiency. Such a blockchain also allows the Fund's sub-transfer agent greater control over compliance with federal securities laws.
- **Management Risk.** The Fund is subject to management risk because it is an actively managed investment portfolio. The investment manager applies investment techniques and risk analyses in making investment decisions for the Fund, but there can be no guarantee that these decisions will produce the desired results.
- **Interest Rate Risk.** Interest rate risk is the risk that the value of a debt security may fall when interest rates rise. In general, the market price of debt securities with longer maturities will go up or down more in response to changes in interest rates than the market price of shorter-term securities. Due to fluctuations in interest rates, the market value of such securities may vary during the period shareholders own shares of the Fund. Very low or negative interest rates may magnify interest rate risk. During exceptionally low or negative interest rates, the Fund may be unable to maintain positive returns or pay dividends to Fund shareholders. Changing interest rates may have unpredictable effects on markets, result in heightened market volatility, and detract from the Fund's ability to achieve its investment objective.
- **Redemption Risk.** The Fund may experience periods of heavy redemptions that could cause the Fund to liquidate its assets at inopportune times or a loss or depressed value, particularly during periods of declining or illiquid markets. Redemptions by a few large investors in the Fund may significantly affect the Fund's ability to maintain a stable \$1.00 share price. If any money market fund fails to maintain a stable net asset value, other money market funds, including the Fund, could face a market-wide risk of increased redemption pressures, potentially jeopardizing the stability of their \$1.00 share prices.
- **Money Market Regulatory Risk.** Changes in government regulations may adversely affect the value of a security held by the Fund. These changes may result in reduced yields for money market funds, including the Fund, which may invest in other money market funds. The SEC or other regulators may adopt additional money market fund reforms, impacting the Fund's structure, operation, or performance.
- **Other Investment Companies - Money Market Funds Risk.** A money market fund may only invest in other investment companies that qualify as government money market funds under Rule 2a-7 of the 1940 Act. The risk of investing in such money

market funds is that such money market funds may not comply with Rule 2a-7. You will pay a proportionate share of the expenses of those other investment companies (including management fees, administration fees, and custodial fees) in addition to the costs of the Fund. The investment policies of the other investment companies may not be the same as those of the Fund; as a result, an investment in the other investment companies may be subject to additional or different risks than those to which the Fund is typically subject.

- **Blockchain Networks Risk.** The suitability of the blockchain networks (and their underlying blockchain ledgers) on which direct shareholders rely could decline due to various causes, adversely affecting the functionality of the shares and an investment in the Fund. Blockchain networks are based on software protocols that govern the peer-to-peer interactions between computers connected to these networks. The Fund's blockchain networks' ledgers are private and will store the complete transaction history from issuing the shares. Although the blockchain network is private, if there are data security breaches, the stolen information could be used to determine a shareholder's identity and complete investing history in the Fund.

Shares that are issued using blockchain technology would be subject to the following risks (among others):

1. a rapidly evolving regulatory landscape in the United States and other countries, which might result in security, privacy, or other regulatory concerns that could require changes to the way transactions in the shares are recorded;
2. the possibility of undiscovered technical flaws in the sub-transfer agent's blockchain-integrated system or underlying technology, including in the process by which transactions are recorded to a blockchain or by which the validity of a copy of such blockchain can be proven;
3. the possibility that cryptographic or other security measures that authenticate prior transactions for a blockchain could be compromised or "hacked," which could allow an attacker to alter the blockchain and thereby disrupt the ability to corroborate definitive transactions recorded on the blockchain;
4. the possibility that new technologies or services inhibit access to a blockchain;
5. the possibility that a breach to one blockchain could cause investors, and the public generally, to lose trust in blockchain technology and increase reluctance to issue and invest in assets recorded on blockchains; and
6. because of the differences between the way that shares are issued and recorded as compared to the shares in a traditional mutual fund, there is a risk that issues, that might quickly be resolved by existing law if conventional methods were used, may not be resolved promptly for the Fund's shares. The occurrence of any related problem or dispute could have a material adverse effect on the Fund's current or future business or the shares.

- **Risks related to the Hyperledger Fabric Network.** As a private, permissioned network, the Hyperledger Fabric network does not have all the same risks as a public, permissionless network, but there are still related risks. The network uses smart contracts that can be vulnerable to bugs or security breaches. Any identity verification and access control issues could compromise the network's security. During upgrades to smart contracts, the network may experience disruptions or other unintended consequences. There is also the risk of data leakage if private and confidential information is not handled correctly by the network or the MSPs.

From a technical perspective, other potential risks include network congestion or compatibility issues when the Hyperledger Fabric network is integrated with legacy systems. The network also uses the Byzantine Fault Tolerance as its consensus mechanism. This allows the network to continue functioning as long as two-thirds of the network agree or reach a consensus. This mechanism could fail if malicious actors cause over one-third of the network nodes to fail or act maliciously.

- **Blockchain Regulation Risk.** New or changing laws and regulations or interpretations of existing laws and regulations may adversely impact the Fund's ability to issue and redeem shares or otherwise make distributions to shareholders, any secondary market liquidity and market price of shares (should such secondary market liquidity be available in the future), shareholders' ability to access or otherwise utilize an exchange or platform for trading of the shares (should such a platform or exchange exist in the future and such activity be permitted by the Fund), and the structure, rights and transferability of the shares held by.

Various foreign jurisdictions may adopt laws, regulations, or directives that affect a blockchain network and its users, developers, and service providers that fall within such jurisdictions' regulatory scope. Such laws, regulations, or directives may conflict with those of the United States or directly and negatively impact the Fund and its service providers. The effect of any future regulatory change is impossible to predict, but such change could be substantial and adverse to the shareholders, the Fund, and the Fund's service providers.

- **Cybersecurity Risk.** Cybersecurity incidents, both intentional and unintentional, may allow an unauthorized party to gain access to Fund assets, Fund or customer data (including private shareholder information), or proprietary information, cause the Fund, the investment manager, authorized participants, or index providers (as applicable) and listing exchanges, or their service providers (including, but not limited to, Fund accountants, custodians, sub-custodians, transfer agents, and financial intermediaries) to suffer data breaches, data corruption or loss of operational functionality or prevent Fund investors from purchasing, redeeming shares or receiving distributions. The Fund's service providers to the Fund have limited ability to prevent or mitigate cybersecurity incidents affecting third-party service providers, and such third-party service providers may have limited indemnification obligations to the Fund or its service providers. Cybersecurity incidents may result in financial losses to the Fund and its shareholders, and substantial costs may be incurred to prevent or mitigate future cybersecurity

incidents. Issuers of securities in which the Fund invests are also subject to cybersecurity risks, and the value of these securities could decline if the issuers experience cybersecurity incidents.

Because technology is frequently changing, new ways to carry out cyber-attacks are constantly developing. Therefore, there is a chance that some risks have not been identified or prepared for or that an attack may not be detected, which limits the Fund's ability to plan for or respond to a cyber-attack. Like other funds and business enterprises, the Fund, the investment manager, and their service providers are subject to the risk of cyber incidents occurring from time to time.

**Performance.** The Fund has recently commenced operations and does not have a full calendar year of performance history. In the future, performance information will be presented in this section of the Prospectus. Updated performance information will be available at no cost by calling (877) 244-6235 or visiting its website at [www.m3sixtyfunds.com](http://www.m3sixtyfunds.com).

**Investment Manager.** M3Sixty Capital, LLC is the investment adviser to the Fund.

**Purchase and Sale of Fund Shares.** The Fund offers one share class. The minimum investment purchase for the shares is \$100. There is no minimum investment for subsequent purchases.

The Fund's shares are only available to individual investors through its Web Portal or Application ("App"). Investors may open a new account using the Web Portal or the App, a mobile application available through the Apple App Store and Google Play. The App is free to download and use. For more information about our Web Portal or App, please contact us at [support@cerescoin.io](mailto:support@cerescoin.io). The shares are not available through any financial intermediaries, such as broker-dealers.

Before opening your account, the Fund will collect certain information from you using its anti-money laundering and know-your-customer policies and procedures. Shareholders can purchase or redeem shares directly from the Fund (through the App or Web Portal) on any business day the New York Stock Exchange is open.

Investors may purchase or redeem shares of the Fund at any time through the App or the Web Portal (as applicable). However, purchases and redemptions of Fund shares will only be processed during regular business hours on business days. For more information, please see the sections of this prospectus entitled "Your Account - Account Application" and "Your Account - Privileges via the App and the Web Portal."

All purchase activity on the blockchain must be reconciled with the transfer agent's systems before such transactions become official records of shareholder activity.

**Tax Information.** For U.S. federal income tax purposes, the Fund's distributions are taxable. They will be taxed as ordinary income, capital gains, or, in some cases, qualified dividend income of individual shareholders subject to tax at maximum federal rates applicable to long-term capital gains. It is not anticipated that the Fund will be available to tax-deferred investors.

## INVESTMENT OBJECTIVES, STRATEGIES, RISKS AND PORTFOLIO HOLDINGS

M3Sixty Onchain U.S. Government Money Market Fund

**The Fund's Investment Objective.** The investment objective of the M3Sixty Onchain U.S. Government Money Market Fund (the "Fund") is to provide investors with a high level of current income consistent with the preservation of capital and liquidity and the maintenance of a stable \$1.00 net asset value ("NAV") per share. If the Fund's investment objective changes, this prospectus will be supplemented to reflect the new investment objective. There is no guarantee that the Fund will achieve its objective. Please see the statement of additional information ("SAI") for further information about the securities and investment strategies described in this prospectus and other securities and investment strategies the Fund may use.

**Principal Investment Strategies.** The Fund invests at least 99.5% of its total assets in Government securities, cash, and repurchase agreements collateralized fully by Government securities or cash. For purposes of this policy, "Government securities" means any securities issued or guaranteed as to principal or interest by the United States or by a person controlled or supervised by and acting as an instrumentality of the Government of the United States under authority granted by the U.S. Congress; or any certificate of deposit for any of the preceding. Government securities include those issued by government agencies or instrumentalities, such as the Federal National Mortgage Association (Fannie Mae), Federal Home Loan Mortgage Corporation (Freddie Mac), Federal Home Loan Banks, and Federal Farm Credit Banks, whose securities are neither issued nor guaranteed by the U.S. Government. The Fund intends to operate as a "Government money market fund," as such term is defined in or interpreted under Rule 2a-7 under the 1940 Act. The Fund will give shareholders at least 60 days' advance notice of any change to the 99.5% policy.

The Fund uses the amortized cost valuation method to seek to maintain a stable \$1.00 share price and does not intend to impose liquidity fees or redemption gates on Fund redemptions. Please note, however, that the Board reserves the ability to subject the Fund to a liquidity fee and/or redemption gate in the future after providing prior notice to shareholders.

The Fund invests in:

- U.S. government securities, which may include fixed, floating, and variable rate securities.
- Repurchase agreements, which are agreements by the Fund to buy Government securities and then to sell the securities back on an agreed-upon date (generally, less than seven days) at a higher price, which reflects prevailing short-term interest rates.

The Fund only buys securities that at the time of acquisition are "eligible securities," as defined by applicable regulation (e.g., government securities, securities issued by a money market fund, and securities that the investment manager determines present minimal credit risks). The Fund maintains a dollar-weighted average portfolio maturity of 60 calendar days or less, maintains a dollar-weighted average life for its portfolio of 120 calendar days or less, and only buys securities that mature or are deemed to mature in 397 calendar days or less (or securities otherwise permitted to be purchased because of maturity shortening provisions under applicable regulation). The Fund invests only in U.S. dollar-denominated securities.

The Fund does not invest in any crypto or digital assets.

## Principal Risks of Investing in the Fund

All investments carry risks, and investments in the Fund are no exception. No investment strategy is always successful, and past performance does not necessarily indicate future performance. An investment in the Fund should not be considered a complete investment program. Your investment needs will depend largely on your financial resources and individual investment goals and objectives, and you should consult with your financial professional before investing in the Fund. To help you understand the risks of investing in the Fund, the principal risks of an investment in the Fund are set forth below:

**Investment Risk.** You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. An investment in the Fund is not a bank account and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund's sponsor is not required to reimburse the Fund for losses, and you should not expect that the sponsor will provide financial support to the Fund at any time, including during periods of market stress. The Fund may impose a fee upon the sale of your shares if the Board determines it is in the best interest of shareholders.

**Government Money Market Fund Risk.** The Fund is a "government money market fund," as such term is defined or interpreted under the rules governing money market funds. A "government money market fund" is a money market fund that invests 99.5 percent or more of its total assets in cash, government securities, and repurchase agreements that are collateralized fully. As a "government money market fund," the Fund can value its securities using the amortized cost method to maintain a stable \$1.00 share price. The Fund must impose liquidity fees on fund redemptions if the Board determines that doing so is in the best interest of shareholders.

**Stable Net Asset Value Risk.** If the Fund or another money market fund fails to maintain a stable net asset value (or such perception exists in the marketplace), the Fund could experience increased redemptions, which may adversely impact the Fund's share price. The Fund is permitted, among other things, to reduce or withhold any income and gains generated from its portfolio to maintain a stable \$1.00 share price.

**U.S. Government Securities.** Not all obligations of the U.S. Government, its agencies, and instrumentalities are backed by the full faith and credit of the United States. Some obligations are backed only by the credit of the issuing agency or instrumentality, and in some cases, there may be some risk of default by the issuer. Government agency or instrumentality issues have different levels of credit support.

**U.S. government-sponsored entities ("GSEs") Risk.** GSEs, such as Fannie Mae and Freddie Mac, may be chartered by Acts of Congress, but their securities are neither issued nor guaranteed by the U.S. government. Although the U.S. government has provided financial support to Fannie Mae, Freddie Mac, and certain other GSEs, no assurance can be given that the U.S. government will continue to do so. Accordingly,

securities issued by Fannie Mae and Freddie Mac may involve a risk of non-payment of principal and interest. Investors should remember that guarantees of timely repayment of principal and interest do not apply to the market prices and yields of the securities or to the net asset value or performance of the Fund, which will vary with changes in interest rates and other market conditions.

**Repurchase Agreements Risk.** When the Fund enters into a repurchase agreement, it is exposed to the risk that the other party (i.e., the counterparty) will not fulfill its contractual obligation. In a repurchase agreement, there exists the chance that when the Fund buys a security from a counterparty that agrees to repurchase the security at an agreed-upon price (usually higher) and time, the counterparty will not repurchase the security.

**Credit Risk.** A decline in the credit quality of an issuer, guarantor, or liquidity provider of a portfolio investment or a counterparty could cause the fund to lose money or underperform. The Fund could lose money if, due to a decline in credit quality, the issuer, guarantor, or liquidity provider of a portfolio investment or a counterparty fails to make or is perceived as unable or unwilling to make timely principal or interest payments or otherwise honor its obligations. Even though the Fund's investments in repurchase agreements are collateralized at all times, there is some risk to the Fund if the other party defaults on its obligations and the Fund is delayed or prevented from recovering or disposing of the collateral. The credit quality of the Fund's portfolio holdings can change rapidly in specific market environments, and any downgrade or default on the part of a single portfolio investment could cause the Fund's share price or yield to fall. Certain U.S. government securities that the Fund invests in are not backed by the full faith and credit of the U.S. government, which means they are neither issued nor guaranteed by the U.S. Treasury. Although maintained in conservatorship by the Federal Housing Finance Agency (FHFA) since September 2008, Fannie Mae and Freddie Mac have only kept lines of credit with the U.S. Treasury. The Federal Home Loan Banks maintain limited access to credit lines from the U.S. Treasury. Other securities, such as obligations issued by the Federal Farm Credit Banks Funding Corporation, are supported solely by the issuer's credit. There can be no assurance that the U.S. government will provide financial support to securities of its agencies and instrumentalities if it is not obligated to do so under law. Also, any government guarantees on securities the Fund owns do not extend to the shares of the Fund itself.

**New Fund Risk.** The Fund is new and, as a result, carries specific risks inherent in unestablished mutual funds, including the chance that a new or smaller fund's performance may not represent how the fund is expected to or may perform in the long term. In addition, new funds may not benefit from the same economies of scale, experience, or name recognition that larger, older funds might. The Fund has selected to use a private, permissioned blockchain instead of a public, permissionless one, which is the type of blockchain used by other investment companies with a similar strategy to the Fund. The Fund believes the private, permissioned blockchain is more appropriate because it offers greater privacy, governance controls, scalability, and efficiency. Such a blockchain also allows the Fund's sub-transfer agent greater control over compliance with federal securities laws.

**Management Risk.** The Fund is subject to management risk because it is an actively managed investment portfolio. The Adviser will apply investment techniques and risk analyses in making investment decisions for the Fund. Still, there can be no guarantee that these decisions will produce the desired results or expected returns, causing the Fund to fail to meet its investment objective or underperform its benchmark index or funds with similar investment objectives and strategies. Certain securities or instruments the Fund seeks to invest may not be available in the desired quantities. The Adviser may purchase other securities or instruments as substitutes in such circumstances. Such substitute securities or instruments may not perform as intended, which could result in losses to the Fund. Additionally, legislative, regulatory, or tax restrictions, policies, or developments may affect the investment techniques available to the Adviser in managing the Fund. They may also adversely affect the ability to achieve its investment objective.

**Interest Rate Risk.** Interest rate risk is the risk that the value of a debt security may fall when interest rates rise. In general, the market price of debt securities with longer maturities will go up or down more in response to changes in interest rates than the market price of shorter-term securities. Due to fluctuations in interest rates, the market value of such securities may vary during the period shareholders own shares of the Fund. Very low or negative interest rates may magnify interest rate risk. During periods of very low or negative interest rates, the Fund may be unable to maintain positive returns or pay dividends to Fund shareholders. There is a risk that interest rates will continue to grow, likely driving down the prices of bonds and other fixed-income securities. Changing interest rates may have unpredictable effects on markets, result in heightened market volatility, and detract from the Fund's ability to achieve its investment objective.

**Redemption Risk.** The Fund may experience periods of heavy redemptions that could cause the Fund to liquidate its assets at inopportune times or a loss or depressed value, particularly during periods of declining or illiquid markets. Redemptions by a few large investors in the Fund may significantly affect the Fund's ability to maintain a stable \$1.00 share price. If any money market fund fails to maintain a stable net asset value, other money market funds, including the Fund, could face a market-wide risk of increased redemption pressures, potentially jeopardizing the stability of their \$1.00 share prices.

**Money Market Regulatory Risk.** Changes in government regulations may adversely affect the value of a security held by the Fund. These changes may result in reduced yields for money market funds, including the Fund, which may invest in other money market funds. The SEC or other regulators may adopt additional money market fund reforms, impacting the Fund's structure, operation, or performance.

**Other Investment Companies - Money Market Funds Risk.** A money market fund may only invest in other investment companies that qualify as government money market funds under Rule 2a-7 of the 1940 Act. The risk of investing in such money market funds is that such money market funds may not comply with Rule 2a-7. You will pay a proportionate share of the expenses of those other investment companies (including



management fees, administration fees, and custodial fees) in addition to the costs of the Fund. The investment policies of the other investment companies may not be the same as those of the Fund; as a result, an investment in the other investment companies may be subject to additional or different risks than those to which the Fund is typically subject.

**Blockchain Networks Risk.** The suitability of the blockchain networks (and their underlying blockchain ledgers) on which the shares will rely could decline due to various causes, adversely affecting the functionality of the shares and an investment in the Fund. Blockchain networks are based on software protocols that govern the peer-to-peer interactions between computers connected to these networks. The blockchain networks' ledgers are available to the public and will store the complete transaction history from issuing the shares. The Fund's blockchain networks' ledgers are private and will keep the entire transaction history from issuing the shares. However, if data security breaches result in the theft of the information necessary to link personal identity with the shares, the stolen information could be used to determine a shareholder's identity and complete investing history in the Fund. Concerns over these privacy issues may limit the adoption of public-ledger blockchain technology, reducing the potential market acceptance for the shares and the size of the Fund.

Shares that are issued using blockchain technology would be subject to the following risks (among others):

1. a rapidly evolving regulatory landscape in the United States and other countries, which might result in security, privacy, or other regulatory concerns that could require changes to the way transactions in the shares are recorded;
2. the possibility of undiscovered technical flaws in the sub-transfer agent's blockchain-integrated system or underlying technology, including in the process by which transactions are recorded to a blockchain or by which the validity of a copy of such blockchain can be proven;
3. the possibility that cryptographic or other security measures that authenticate prior transactions for a blockchain could be compromised or "hacked," which could allow an attacker to alter the blockchain and thereby disrupt the ability to corroborate definitive transactions recorded on the blockchain;
4. the possibility that new technologies or services inhibit access to a blockchain;
5. the possibility that a breach to one blockchain could cause investors, and the public generally, to lose trust in blockchain technology and increase reluctance to issue and invest in assets recorded on blockchains; and
6. because of the differences between the way that shares are issued and recorded as compared to the shares in a traditional mutual fund, there is a risk that issues, that might quickly be resolved by existing law if conventional methods were used, may not be resolved promptly for the Fund's shares. The occurrence of any related problem or dispute could have a material adverse effect on the Fund's current or future business or the shares.

**Risks related to the Hyperledger Fabric Network.** As a private, permissioned network, the Hyperledger Fabric network does not have all the same risks as a public, permissionless network, but there are still related risks. The network uses smart contracts that can be vulnerable to bugs or security breaches. Any identity verification and access control issues could compromise the network's security. During upgrades to smart contracts, the network may experience disruptions or other unintended consequences. There is also the risk of data leakage if private and confidential information is not handled correctly by the network or the MSPs.

From a technical perspective, other potential risks include network congestion or compatibility issues when the Hyperledger Fabric network is integrated with legacy systems. The network also uses the Byzantine Fault Tolerance as its consensus mechanism. This allows the network to continue functioning as long as two-thirds of the network agree or reach a consensus. This mechanism could fail if malicious actors cause over one-third of the network nodes to fail or act maliciously.

**Blockchain Regulation Risk for Shareholders.** Regulation of digital assets, blockchain technologies, and digital asset platforms is currently developing and likely to evolve rapidly, varies significantly among international, federal, state, and local jurisdictions, and is subject to significant uncertainty. Various legislative and executive bodies in the United States and other countries are currently considering, or may in the future, laws, regulations, guidance, or other actions that may severely impact the Funds and, thus, the Funds' shareholders. Failure by the Funds or any Fund service provider to comply with any laws, rules, or regulations, some of which may not exist yet or are subject to interpretation and may be subject to change, could result in a variety of adverse consequences to the Funds (and thus to the Funds' shareholders), including civil penalties and fines.

New or changing laws and regulations or interpretations of existing laws and regulations may adversely impact the Fund's ability to issue and redeem shares or otherwise make distributions on shares held by shareholders, any secondary market liquidity, and the market price of shares (should such secondary market liquidity be available in the future), shareholders' ability to access or otherwise utilize an exchange or platform for trading of the shares (should such a platform or exchange exist in the future and such activity be permitted by the Fund), and the structure, rights and transferability of the shares (should shareholders be allowed to transfer or exchange shares in the future). Therefore, there can be no assurance that new or continuing regulatory scrutiny or initiatives will not harm the shares or impede the Funds' current or future activities.

In addition, because of the differences between the way the shares are issued and recorded compared to shares in a traditional mutual fund, there is a risk that issues that might quickly be resolved by existing law if conventional methods were involved may not be resolved promptly for the shares. The occurrence of any related problem or dispute could have a material adverse effect on the Funds' current or future business or the shares.

The regulatory landscape for blockchain technology is currently evolving. Developments in regulating public, permissionless blockchains may have consequences that extend to private, permissioned distributed ledger technology (“DLT”) platforms, including those like Hyperledger Fabric employed by the Fund. Blockchain networks face an uncertain regulatory landscape in the United States and many foreign jurisdictions, such as the European Union and China. Soon, foreign jurisdictions may adopt laws, regulations, or directives that affect the DLT networks and their users, developers, and service providers that fall within such jurisdictions’ regulatory scope. Such laws, regulations, or directives may conflict with those of the United States or may directly and negatively impact a Fund and its service providers. The effect of any future regulatory change is impossible to predict, but such a change could be substantial and adverse to the shareholders, the Fund, and its service providers.

Regulatory actions focused on public blockchains such as Bitcoin or Ethereum can influence the perception and acceptance of blockchain technologies, including private permission blockchains like Hyperledger Fabric. This is primarily due to the shared fundamental principles underlying all blockchain variants, whether public and permissionless or private and permissioned. Any regulatory changes targeting the public blockchain domain could thus generate concern amongst entities contemplating the adoption of DLT, including private and permissioned variants. Such concerns may revolve around the potential for regulatory spillover that could introduce compliance complexities or liabilities irrespective of the specific blockchain architecture in use.

Moreover, regulatory uncertainty concerning public blockchains could adversely affect capital flows into the broader blockchain industry. Investors and venture capitalists typically seek clarity and stability in regulatory frameworks before committing funds. A hesitant investment climate, wrought by ambiguity in regulatory stances, can reduce the financial resources available for research, development, and scalability efforts within the private DLT ecosystem. Slow innovation and growth in the private sector could, in turn, affect service providers like CERES, who relies on the continued advancement and reliability of these technologies.

Furthermore, the absence of clear regulations makes it challenging for businesses to navigate compliance confidently when integrating blockchain into their operations. This uncertainty may exacerbate blockchain implementation’s already complex nature and lead to reluctance in adopting these systems. Additionally, the lack of regulatory clarity could impede the establishment of industry standards, which are vital for interoperability, governance, and the broader integration of DLT into the existing financial infrastructure.

**Peer-to-Peer Transaction Risks in Heavily Regulated Industries.** The Fund’s shares may be used in peer-to-peer transactions by shareholders, including in industries that are heavily regulated or subject to significant legal scrutiny. While the Fund does not control how shareholders use its shares, such transactions may expose the Fund to indirect risks. In particular, if shareholders use their shares to engage in activities

within industries subject to complex regulatory frameworks, the Fund may face operational, legal, and reputational risks. This could include situations where regulatory authorities take enforcement actions, impacting the Fund's service providers, operational capacity, and overall sustainability. One such industry where this risk is heightened is the cannabis industry, due to its unique regulatory status at the state and federal levels in the United States.

**Risks Related to Federal Cannabis Laws -** While the Fund does not directly invest in or engage with cannabis-related businesses, there is a risk that shareholders may use their Fund shares in connection with cannabis-related activities, including as part of a payment system. This indirect exposure to the cannabis industry poses significant risks due to the conflict between state and federal cannabis laws. Under the Controlled Substances Act ("CSA"), cannabis remains illegal at the federal level, and federal authorities may take enforcement actions against those involved in activities related to cannabis, even if such activities are legal under state law. Consequently, any shareholder transaction involving proceeds from marijuana-related activities could expose the Fund to federal enforcement actions. The Fund must maintain robust oversight to mitigate these risks and fully comply with the Financial Crimes Enforcement Network ("FinCEN") reporting obligations, particularly when using service providers.

Failure to comply with these requirements, even indirectly through shareholders' activities, could expose the Fund to significant financial and legal penalties. As such, the Fund's AML program will continuously monitor for any suspicious or irregular shareholder activities that could be linked to marijuana-related businesses, even if the Fund does not directly engage in such business.

Should the federal government choose to enforce existing laws more strictly, the Fund may face the following risks:

- **Reduction in Demand for Fund Shares:** Increased federal enforcement of cannabis laws may reduce demand for Fund shares, particularly if investors perceive a heightened risk of regulatory scrutiny or legal action. This could affect the Fund's ability to gather sufficient assets to remain viable, which may negatively impact the Fund's performance or lead to liquidation.
- **Loss of Service Providers:** The Fund could lose critical service providers, such as custodians, transfer agents, and financial intermediaries if they refuse to support the Fund due to concerns about indirect exposure to the cannabis industry. Such losses could materially impair the Fund's operations.
- **Controlled Substances Risk:** Although the Fund does not directly participate in the cannabis industry, the peer-to-peer transferability of Fund shares could result in shareholders using them to facilitate cannabis-related transactions. This could expose the Fund to allegations of indirectly participating in illegal activities under the CSA, thereby subjecting the Fund and its shareholders to potential federal enforcement actions, including asset forfeiture and criminal or civil penalties.

- **AML Law Violations:** The Fund could be indirectly exposed to AML law violations if shareholders use Fund shares to conduct financial transactions related to cannabis. Under AML regulations, conducting financial transactions with the proceeds of activities prohibited by federal law, such as cannabis-related businesses, may be viewed as promoting illegal activity. This could subject the Fund to federal enforcement actions, potentially resulting in significant financial and legal consequences.
- **FinCEN and Regulatory Guidance.** Under the Bank Secrecy Act, the Fund must ensure compliance with AML regulations, including those issued by FinCEN. This obligation exists even if the Fund hires third-party service providers, such as CERES or M3Sixty, to assist with compliance. The Fund remains responsible for ensuring that all reporting requirements are met, particularly when dealing with activities that could involve proceeds from illegal activities, such as cannabis-related businesses.

Although the Fund does not engage directly with cannabis-related businesses, it is important to note that indirect exposure may still occur. For example, shareholders might use Fund shares in connection with cannabis-related activities, which are federally illegal under the CSA. As such, federal law mandates that any financial institution—including the Fund—that becomes aware of financial transactions potentially involving the proceeds of marijuana-related activities must file a Suspicious Activity Report (“SAR”).

- **Types of SARs and Currency Transaction Reporting:**
  - **Marijuana Limited SAR:** Under current FinCEN guidance, if the Fund or a service provider identifies a transaction involving a marijuana-related business that does not appear to implicate any priorities under the Department of Justice’s memorandum regarding guidance on federal prosecution of marijuana enforcement under the CSA (the “Cole Memo”), it must file a “Marijuana Limited” SAR. This report will include identifying details of the business but will indicate that no suspicious activity beyond the marijuana connection has been identified.
  - **Marijuana Priority SAR:** If the Fund or its service providers suspect that a shareholder’s transaction may violate one of the Cole Memo priorities—such as marijuana sales to minors, diversion of marijuana to states where it is illegal, or involvement with criminal enterprises—the Fund is required to file a “Marijuana Priority” SAR, providing comprehensive details about the suspicious transaction.
  - **Marijuana Termination SAR:** If the Fund decides to terminate a shareholder relationship due to concerns over marijuana-related activities and its potential risk to compliance with AML regulations, a “Marijuana Termination” SAR must be filed. This report will detail the reasons for the termination and may involve information sharing with other financial institutions under FinCEN’s Section 314(b) provisions.

- **Currency Transaction Reports ("CTRs"):** In addition to SARs, any cash transactions exceeding \$10,000 involving a marijuana-related business, even if indirect, must be reported to FinCEN through a CTR. The Fund must ensure that its service providers handle such transactions in compliance with FinCEN's reporting thresholds.
- **Cybersecurity Risk.** In connection with the increased use of technologies such as the Internet and the dependence on computer systems to perform necessary business functions, the Fund may be susceptible to operational, information security, and related risks due to the possibility of cyber-attacks or other incidents. Cyber incidents may result from deliberate attacks or unintentional events. Cyber-attacks include but are not limited to infection by computer viruses or other malicious software code, gaining unauthorized access to systems, networks, or devices that are used to service the Fund's operations through hacking or other means for misappropriating assets or sensitive information, corrupting data or causing operational disruption. Cyber-attacks may also be carried out in a manner that does not require gaining unauthorized access, such as causing denial-of-service attacks (which can make a website unavailable) on the Fund's website. In addition, authorized persons could inadvertently or intentionally release confidential or proprietary information stored on the Fund's systems.
- **Denial-of-Service Risk.** Of particular concern is the risk of denial-of-service attacks. These attacks are designed to make a network, service, or website unavailable to its intended users, significantly interrupting the Fund's operations. Even without gaining unauthorized access or breaching firewalls, such attacks can cripple the ability of the Fund's shareholders to transact business and the Fund to process transactions and calculate its net asset values. The prominence of denial-of-service as a cyber threat can cause significant disruption independent of traditional cybersecurity breaches.
- **Third-Party Risks.** Cybersecurity failures or breaches by the Fund's service providers (including, but not limited to, the Adviser, distributor, custodian, transfer agents, and financial intermediaries) may cause disruptions and impact the service providers' and the Fund's business operations, potentially resulting in financial losses, the inability of the Fund's shareholders to transact business and the Fund to process transactions, failure to calculate the Fund's net asset values, violations of applicable privacy and other laws, regulatory fines, penalties, reputational damage, reimbursement or other compensation costs and additional compliance costs. The Fund and its shareholders could be negatively impacted by successful cyber-attacks against or security breakdowns of, the Fund or its service providers.

The Fund may incur substantial costs to prevent or address cyber incidents in the future. In addition, there is a possibility that certain risks have not been adequately identified or prepared for. Furthermore, the Fund cannot directly control any cybersecurity plans and systems put in place by third-party service providers. Cybersecurity risks are also present for issuers of securities the Fund invests in. This

could result in material adverse consequences for such issuers and may cause the Fund's investment in such securities to lose value.

### Temporary Defensive Positions

The Fund may occasionally take temporary defensive positions that are inconsistent with the Fund's principal investment strategies to respond to adverse market, economic, political, or other conditions. The Fund may hold up to 100% of its portfolio in cash or equivalent positions during such unusual circumstances. When the Fund takes a temporary defensive position, it may not be able to achieve its investment objective.

### Other Risks

The Fund may invest in other types of securities and use various investment techniques and strategies not described in this prospectus. These securities and techniques may subject the Fund to additional risks. Please review the SAI for more information about the types of securities the Fund may invest in and their associated risks.

- **Natural Disaster/Epidemic Risk** – Natural or environmental disasters, such as earthquakes, fires, floods, hurricanes, tsunamis, and other severe weather-related phenomena generally, and widespread disease, including pandemics and epidemics (for example, the novel coronavirus COVID-19), have been and can be highly disruptive to economies and markets and have recently led, and may continue to lead, to increased market volatility and significant market losses. Such natural disaster and health crises could exacerbate political, social, and economic risks and result in substantial breakdowns, delays, shutdowns, social isolation, and other disruptions to significant global, local, and regional supply chains affected, with potential corresponding results on the operating performance of the Fund and its investments. A climate of uncertainty and panic, including the contagion of infectious viruses or diseases, may adversely affect global, regional, and local economies, reduce the availability of potential investment opportunities, and increase the difficulty of performing due diligence and modeling market conditions, potentially reducing the accuracy of financial projections. Under these circumstances, the Fund may have difficulty achieving its investment objectives, adversely impacting Fund performance. Further, such events can be highly disruptive to economies and markets and significantly disrupt the operations of individual companies (including, but not limited to, the Fund's Adviser, third-party service providers, and counterparties), sectors, industries, markets, securities and commodity exchanges, currencies, interest and inflation rates, credit ratings, investor sentiment, and other factors affecting the value of the Fund's investments. These factors can cause substantial market volatility, exchange trading suspensions and closures, changes in the availability of and the margin requirements for specific instruments, and can impact the ability of the Fund to complete redemptions and otherwise affect Fund performance and trading in the secondary market. A widespread crisis would also affect the global economy in ways that cannot

necessarily be foreseen. How long such events will last and whether they will continue or recur cannot be predicted. These could significantly impact the Fund's performance, resulting in losses to your investment.

- **Operational Risk** – The Fund and its service providers and financial intermediaries are subject to operational risks arising from, among other things, human error, systems and technology errors and disruptions, failed or inadequate controls, and fraud. These errors may adversely affect the Fund's operations, including its ability to promptly execute its investment process, calculate or disseminate its NAV or intraday indicative value, and process creations or redemptions. While the Fund seeks to minimize such events through controls and oversight, there may still be failures, and the Fund may be unable to recover any damages associated with such losses. These failures may have a material adverse effect on the Fund's returns. The Fund relies on order information provided by financial intermediaries to determine the net inflows and outflows. As a result, the Fund is subject to operational risks associated with reliance on those financial intermediaries and their data sources. Errors in the order information may result in the purchase or sale of the instruments in which the Fund invests in a manner that may be disadvantageous to the Fund.

**Additional Information Regarding Use of Blockchain by Shareholders.** CERES maintains record of share ownership via a proprietary blockchain-integrated system that utilizes features of traditional book-entry form and a private, permissioned blockchain network. Blockchain technology for mutual funds is relatively new and still evolving. CERES will reconcile these records with the official record of share ownership maintained by the M3Sixty Administration, the transfer agent. Like traditional fund recordkeeping systems, all Fund and shareholder records in the blockchain-integrated system are under the control of the Fund's transfer agent who remains responsible for the accuracy of the share ownership. If a shareholder obtains or losses shares due to errors or unauthorized transaction on the blockchain, it would have no legal claim to such shares unless such transactions were recorded in the transfer agent's official records. The Fund's investment manager and transfer agent expect that the blockchain-integrated recordkeeping system will provide operational efficiencies without negatively impacting the quality of the transfer agency services. **The shares are not currently traded on any exchanges.**

Generally, a blockchain is an immutable transaction ledger maintained within a distributed network of *peer nodes*. These nodes each keep a copy of the ledger by applying transactions validated by a *consensus protocol*, grouped into blocks that include a hash that binds each block to the preceding block. Many blockchains, such as Bitcoin and Ethereum, are classified as *permissionless public blockchain technology* because they are *public networks* open to anyone, where participants interact anonymously. However, many enterprise use cases require performance characteristics that permissionless blockchain technologies cannot deliver currently. In addition, it is hard to identify the participants in a public but anonymous blockchain. Since such identity is necessary for financial transactions where KYC and AML regulations must be followed, the Fund uses a private permissioned blockchain.



*Private permissioned blockchains* allow known and identified users to interact in a trusted environment. Permissioned blockchains operate a blockchain amongst a set of known, identified, and often vetted participants operating under a governance model that yields a certain degree of trust. A permissioned blockchain provides a way to secure the interactions among a group of entities with a common goal but which may not fully trust each other. CERES built its proprietary blockchain-integrated system on the Linux Foundations Hyperledger Fabric protocol, a blockchain platform designed for enterprise use from the outset. The following sections describe critical aspects of the Hyperledger Fabric protocol. Hyperledger Fabric uses smart contracts and is a system by which participants manage their transactions. The private protocol is permissioned, requiring users to enroll through a trusted Membership Service Provider ("MSP"). Each MSP maintains a network of networks that is separate and private from other networks. This allows MSPs to create unique communities of users with enhanced privacy features. This setup enables the MSP to maintain transaction privacy while sharing hashes as transaction evidence on the ledger. The sub-transfer agent CERES is the MSP for the Fund's shareholders, and their private data will be available only to CERES.

On the Hyperledger Fabric platform, unlike with a public permissionless network, the participants are known to the MSP, in this case, CERES, and therefore entirely untrusted by it. This means that while the participants may not fully trust one another (they may, for example, be competitors in the same industry), a network can be operated under a governance model that is built off of what trust does exist between participants and the MSP, such as a legal agreement or framework for handling disputes. Upon the creation of an account through the App or the Fund's Web Portal (the "Web Portal"), CERES will create an account for each investor, and they will be able to track the balance of any Fund shares in their account through the App or the Web Portal. Investors can access all data related to their transactions on the blockchain, but cannot access data related to other investors and their transactions. CERES maintains controls to correct errors or unauthorized transactions on the blockchain using its proprietary blockchain-integrated system. If such a correction were warranted, the sub-transfer agent would fix it by adding an appropriate instruction to another subsequent block on the applicable blockchain (i.e., the prior activity on the blockchain would not be deleted, although the blockchain would be appended with the correct transactional history). CERES would then reconcile such changes with the transfer agent's official records.

An investor must open an account through the App or Web Portal. CERES maintains controls to correct errors or unauthorized transactions on any blockchain utilized by its proprietary blockchain-integrated system. Recording Fund shares on the blockchain will not affect the Fund's investments. The Fund intends to operate as a government money market fund. The Fund will not invest in any crypto assets (referred to as, among other things, virtual currencies). Although the blockchain is an integral part of the Fund's operations and will store the transaction history from issuing the Fund's shares, the transfer agent is responsible for the accuracy of share ownership. The personal identifying information necessary to associate a given share with the record owner of that share will be maintained by the Fund's transfer agent in

a separate, traditional database that is not available to the public. However, if data security breaches result in the theft of the information necessary to link personal identity with the shares, the stolen information could be used to determine a shareholder's identity and complete investing history in the Fund.

As noted above, CERES will create an account for each investor through the App or Web Portal. Each investor will have their account on the App or Web Portal, and they will be able to track the balance of any Fund shares in their account after CERES reconciles the account information and any shareholder activity with the transfer agent. CERES employs a proprietary blockchain-integrated system to create each account during the account-opening process. Only accounts created and approved by the sub-transfer agent are authorized to purchase, redeem, and hold shares of the Fund. The Fund currently uses the CERES network as the primary permissioned blockchain built on Hyperledger Fabric, and Fund investors will have their accounts on the CERES block-chain-integrated network. The Hyperledger Fabric used by the Fund uses smart contracts to issue shares on the blockchain. The Fund's App and Web Portal are the only interfaces through which investors interact with the blockchain-based system. Every App/Web Portal user will have a unique identity (in the form of an identification number) in the blockchain and a wallet to access the blockchain network. Each identity will have defined smart contract execution permissions. Smart contracts define important properties of the shares, including how they can be purchased and redeemed. The smart contract initiates the issuance of new shares upon the receipt of valid subscription requests and payment. Each issued share is uniquely identified and recorded on the blockchain. Similarly, smart contracts initiate the redemption of existing shares. The smart contract outlines essential properties of the shares, such as their unique identifiers, ownership details, purchase and redemption amounts, and transaction history. This ensures that all shares are issued in a standardized and transparent manner. Smart contracts are created by a third-party service provider engaged by CERES. As a network member and MSP, Ceres will have sole permission to approve all smart contract changes.

Complex information technology and communications systems, such as blockchain networks, are subject to several different threats or risks that could adversely affect the Fund, despite the efforts of the Fund and its service providers to adopt technologies, processes, and practices to mitigate these risks. If such an event occurs, the Fund may incur substantial costs. Any such event could expose the Fund to civil liability, regulatory inquiry, or action. In addition, market events may also trigger a volume of transactions that overload current information technology and communication systems and processes, impacting the ability to conduct the Fund's operations.

Although the transfer agent has substantial experience managing traditional book-entry recordkeeping systems, it has limited experience in the blockchain technology industry. CERES, on the other hand, has limited experience managing traditional book-entry recordkeeping systems but has substantial experience in the blockchain technology industry. Because of the risks noted above, the Fund may never achieve market acceptance, be unable to attract sizable assets or achieve scale, and

discontinue using the sub-transfer agent's blockchain-integrated recordkeeping system. Under these circumstances, the investment manager and the Board may take actions, including restructuring or liquidating the Fund.

In the future, Fund shares may be available for purchase, sale, or transfer in a secondary trading market. The Fund has no current agreement to make its shares open for trading in a secondary market but may enter into such an agreement. These features are not currently, and may never be, available to investors. These features would be subject to then-existing regulations and regulatory interpretations.

The occurrence of any related issue or dispute could have a material adverse effect on the Fund's current or future business or the shares. More detailed information about blockchain technology and the networks used by the Fund's transfer agent, including the regulatory, operational, and technological risks associated with distributed ledger technology and these networks, as well as detailed information about the Fund and its policies and risks, can be found in the Fund's Statement of Additional Information ("SAI").

**Portfolio Holdings Disclosure.** A description of the Fund's policies regarding the release of portfolio holdings information is available in the Fund's SAI. Information concerning the Fund's portfolio holdings as well as its dollar-weighted average portfolio maturity as of the last business day or any subsequent calendar day of the preceding month will be posted on its website, [www.m3sixtyfunds.com](http://www.m3sixtyfunds.com), no later than five business days after the end of the month and remain posted on the website for six months thereafter. In addition, the Fund files monthly with the SEC portfolio holdings and other information about the Fund and its portfolio as of the last business day of the preceding month (or any subsequent calendar day of such month) within five business days of the end of each month. This information is made public upon filing. Shareholders may request publicly available portfolio holdings schedules at no charge by calling (877) 244-6235.

MANAGEMENT

M3Sixty Onchain U.S. Government Money Market Fund

**Investment Adviser.** M3Sixty Capital, LLC (the “Adviser”), subject to the authority of the Board, is responsible for the overall management and administration of the Fund’s business affairs. The Adviser is registered with the Securities and Exchange Commission (“SEC”) as an investment adviser and is an affiliate of the Fund’s administrator, transfer agent, and distributor. The Adviser manages the Fund’s portfolio according to its investment objective, policies, and restrictions. The Adviser has \$6.6 million in assets under management as of June 30, 2024. The Adviser’s principal address is 4300 Shawnee Mission Parkway, Suite 100, Fairway, KS 66205.

The Adviser has entered into an Investment Advisory Agreement with the Fund (the “Advisory Agreement”) under which the Adviser directs the management of the investments for the Fund, subject to the oversight of the Trust’s Board. Under the Advisory Agreement, the Adviser is to receive a fee from the Fund calculated at the annual rate below as a percentage of the average daily net assets of the Fund.

Fund	Management Fee
M3Sixty Onchain U.S. Government Money Market Fund	0.50%

A discussion regarding the basis for the Trustees’ approval of the Advisory Agreement will be available in the Fund’s initial semi-annual shareholder report.

To prevent a negative yield, management (i.e., the Adviser and certain of its affiliates) has voluntarily agreed to waive or limit its fees, assume as its own expense certain expenses otherwise payable by the Fund, and if necessary, make a capital infusion into the Fund. These waivers, expense reimbursements, and capital infusions are voluntary and may be modified or discontinued by management at any time and without further notice. These voluntary waivers are not subject to recoupment. There is no guarantee that the Fund will be able to avoid a negative yield.

The Adviser has entered into an Expense Limitation Agreement with the Fund under which it has agreed to waive or reduce its fees and to assume other expenses (exclusive of interest, borrowing expenses, distribution fees pursuant to Rule 12b-1 Plans, taxes, acquired fund fees and expenses, brokerage fees and commissions, dividend expenses on short sales, sub-transfer agency fees and other shareholder service fees, litigation expenses, expenditures which are capitalized in accordance with generally accepted accounting principles and, other extraordinary expenses not incurred in the ordinary course of the Fund’s business) of the Fund in an amount that limits “Total Annual Fund Operating Expenses” to not more than 0.78% for its share class through at least December 31, 2025. Subject to approval by the Fund’s Board, any waiver under the Expense Limitation Agreement is subject to repayment by the Fund for three years after such fee waiver or expense reimbursements were incurred, provided that the repayments do not cause Total Annual Fund Operating Expenses (after the repayment is taken into account) to exceed (i) the expense limitation then in effect, if any, and (ii) the expense limitation in effect at the time the expenses to be

repaid were incurred. Before December 31, 2025, this agreement may not be modified or terminated without the approval of the Board. This agreement will terminate automatically if the Advisory Agreement is terminated.

**Certain Expenses.** In addition to the investment advisory fees, the Fund pays all its expenses not assumed by the Adviser, which may include, without limitation, the fees and expenses of its independent accountants and its legal counsel; the costs of printing and mailing to shareholders annual and semi-annual reports, proxy statements, prospectuses, statements of additional information and supplements to it; the costs of printing registration statements; bank transaction charges and custodian's fees; any proxy solicitors' fees and expenses; filing fees; any federal, state or local income or other taxes; any interest; any membership fees of the Investment Company Institute and similar organizations; fidelity bond and Trustees' liability insurance premiums; and any extraordinary expenses, such as indemnification payments or damages awarded in litigation or settlements made.

**Board of Trustees.** 360 Funds is an open-end management investment company organized as a Delaware statutory trust on February 24, 2005. The Board supervises the operations of the Fund according to applicable state and federal law and is responsible for the overall management of the Fund's business affairs.

## CUSTODIAN, ADMINISTRATOR AND TRANSFER AGENTS

M3Sixty Onchain U.S. Government Money Market Fund

**Custodian.** Huntington National Bank (the “Custodian”) is the Fund’s custodian.

**Fund Administrator and Transfer Agent.** M3Sixty Administration, LLC (“M3Sixty”, the “Administrator” or the “Transfer Agent”) serves as the Fund’s administrator, providing the Fund with administrative, accounting, and compliance services. In addition, M3Sixty serves as the Fund’s Transfer Agent and dividend-disbursing agent and oversees the Sub-Transfer Agent activities. M3Sixty will handle your orders to purchase and redeem shares of the Fund and disburse dividends the Fund pays.

**Sub-Transfer Agent.** CERES Coin TA LLC serves as the sub-transfer agent for the Fund’s shareholders, subject to the oversight of M3Sixty.

**Distribution of Shares.** Matrix 360 Distributors, LLC (the “Distributor”) is the Fund’s principal underwriter. The Distributor may sell the Fund’s shares to or through qualified securities dealers or other approved entities.

**Certain Expenses.** In addition to the investment advisory fees, the Fund pays all its expenses not assumed by the Adviser, which may include, without limitation, the fees and expenses of its independent accountants and its legal counsel; the costs of printing and mailing to shareholders annual and semi-annual reports, proxy statements, prospectuses, statements of additional information and supplements to it; the costs of printing registration statements; bank transaction charges and custodian’s fees; any proxy solicitors’ fees and expenses; filing fees; any federal, state or local income or other taxes; any interest; any membership fees of the Investment Company Institute and similar organizations; fidelity bond and Trustees’ liability insurance premiums; and any extraordinary expenses, such as indemnification payments or damages awarded in litigation or settlements made.

The Fund's shares are sold and redeemed at net asset value. Shares may only be purchased through the Fund's Web Portal or App and cannot be purchased through financial intermediaries or other means. The minimum investment for the Fund is \$100.

**Payments to Financial Intermediaries and Other Arrangements.** The Adviser and its affiliates may pay for distribution and shareholder servicing activities from their resources. The Adviser may also pay financial intermediaries for marketing, promotional, or related expenses. The Adviser determines the amount of these payments, which may be substantial.

**Networking, Sub-Accounting, and Administrative Fees.** Certain financial intermediaries may contract with the Fund or its designees to perform specific networking, recordkeeping, sub-accounting, and administrative services for shareholders of the Fund. In consideration for providing these services, the financial intermediaries will receive compensation, which the Fund typically pays.

## PRICING OF SHARES

M3Sixty Onchain U.S. Government Money Market Fund

When you buy shares, you pay the NAV per share. When you sell shares, you receive the NAV.

The Fund calculates the NAV per share each business day as of 4 p.m. Eastern time or the regularly scheduled New York Stock Exchange close, whichever is earlier. The Fund does not calculate the NAV on days the NYSE is closed for trading, which include New Year's Day, Martin Luther King Jr. Day, President's Day, Good Friday, Memorial Day, Juneteenth National Independence Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day. If the NYSE has a scheduled early close, the Fund's share price would be determined as of the time of the close of the NYSE. If, due to weather or other unique or unexpected circumstances, the NYSE has an unscheduled early close on a day that it has opened for business, the Fund reserves the right to consider that day as a regular business day and accept purchase and redemption orders and calculate its share price as of the customarily scheduled close of regular trading on the NYSE. The Fund's NAV per share is readily available through the App or Web Portal and online at [www.m3sixtyfunds.com](http://www.m3sixtyfunds.com).

The Fund's assets are generally valued at their amortized cost.

Requests to buy and sell shares are processed at the next NAV calculated after we receive your request in proper form through the App or Web Portal.



Fund shares are offered without a sales charge. The minimum initial investment is \$100.

Please note that you generally may only buy shares of a fund eligible for sale in your state or jurisdiction. The Fund is intended for sale to residents of the United States and, with minimal exceptions, is not registered or otherwise offered for sale in other jurisdictions. The Fund's shares are available to individuals through the App or Web Portal (as applicable). The Fund does not permit investments by financial intermediaries, including futures commission merchants or derivatives clearing organizations for their futures customers or by broker-dealers or other intermediaries on behalf of their customers. Such intermediaries may not hold Fund shares on behalf of their customers. Furthermore, the Fund does not permit investments by employer-sponsored retirement plans, SIMPLE-IRAs, SEP-IRAs, SARSEPs or 403(b) plan accounts, IRAs, IRA Rollovers, Coverdale Education Savings Plans, or Roth IRAs.

The Fund does not permit investments by institutional investors or employer-sponsored retirement plans, SIMPLE-IRAs, SEP-IRAs, SARSEPs or 403(b) plan accounts, IRAs, IRA Rollovers, Coverdale Education Savings Plans, or Roth IRAs.

In particular, the Fund is not registered in any provincial or territorial jurisdiction in Canada, and shares of the Fund have not been qualified for sale in any Canadian jurisdiction. The shares offered by this prospectus may not be directly or indirectly offered or sold in any provincial or territorial jurisdiction in Canada or to or for the benefit of residents thereof. Prospective investors may be required to declare that they are not Canadian residents and are not acquiring shares on behalf of any Canadian residents. Similarly, the Fund is not registered, and shares of the Fund have not been qualified for distribution in any member country of the European Union ("EU") or European Economic Area ("EEA"). They may not be directly or indirectly offered or distributed in any such country. If an investor becomes an EU or EEA resident after purchasing shares of the Fund, the investor will not be able to buy any additional shares of the Fund (other than reinvestment of dividends and capital gains).

### Account Application

Investors may open a new account using the Fund's Web Portal or App, a mobile application available through the Apple App Store and Google Play. The App will provide step-by-step instructions to open and fund a new account. The application process for investors is completed entirely through the App. The App is free to download and use. To save time, you can sign up now for services you may want on your account by completing the appropriate sections of the application (see "Investor Services"). To open an account, you must link one of your bank accounts to your App account so that you may transfer electronic funds to and from your bank account to buy and sell shares. The App will keep your bank information on file for future purchases and redemptions. The App does not accept cash, credit card convenience checks, prepaid debit cards, non-bank money orders, traveler's checks, or checks drawn on foreign banks as forms of payment to purchase shares.

For more information about our Web Portal, please contact us at (877) 244-6235.

**Buying Shares.** All Fund transactions must be conducted via the App or the Web Portal. The App is available through the Apple App Store or Google Play. Access to the App or the Portal will be provided to an investor during an initial onboarding. Whether purchases are made via the App or the Web Portal, investors will use a submitter/approver process to authorize transactions.

Opening an account	Blockchain Suitability	Adding to an account
<p>Investors may open a new account using the Fund’s Web Portal or the Fund’s App, a mobile application available through the Apple App Store and Google Play. The App is free to download and use.</p> <p>To open an account, you must link one of your bank accounts to your App account so that you may transfer electronic funds to and from your bank account to buy and sell shares.</p>	<p>All new accounts will initially be set up using the CERES network, and you will hold your account on the network. CERES will reconcile any blockchain records with the transfer agent’s official records daily.</p>	<p>Once you have linked your bank account, you may buy additional shares of the Fund anytime.</p> <p>To make a same-day investment, we must receive and accept your order via the App or Web Portal before 4 p.m. Eastern time or the close of the New York Stock Exchange, whichever is earlier.</p> <p>Fed Wires must be received before 7:00 p.m. Eastern time to receive the same-day trade date.</p>

**Privileges via the App or Web Portal.** You will be able to obtain or view your account information and conduct all transactions via the App or Web Portal, including buying or selling Fund shares; using electronic funds transfer to buy or sell Fund shares; changing your address; and adding or changing account services (including requesting paper copies of your shareholder documents). Any transactions will not become part of the transfer agent’s official records until CERES reconciles the blockchain activity with that record.

When registering through the App or Web Portal, you will be asked to accept the terms of an online agreement(s), create a user profile, and establish a password for online services. By registering through the App or Web Portal, you consent to the electronic delivery of your shareholder documents. This will allow you to receive electronic delivery (through the App or Web Portal) of the Fund’s prospectuses, annual/semiannual reports to shareholders, proxy statements, and your account(s) statements and trade confirmations. Shareholders may request paper copies of shareholder documents through the App or Web Portal. Using the App or Web Portal means you consent to sending and receiving personal financial information over the Internet, so you should be sure you are comfortable with the risks. For a discussion of risks associated with using a blockchain ledger, see “Use of Blockchain” in the Fund Details section of this prospectus. The Fund may modify, suspend, or terminate privileges via the App or Web Portal anytime.

As long as we and our agents follow reasonable security procedures and act on instructions we reasonably believe are genuine, we will not be responsible for any losses that may occur from unauthorized requests. We have the right (but have no obligation) to request passwords or other information and may record calls.

We will refuse a telephone request if the caller cannot provide the requested information or if we reasonably believe the caller is not an individual authorized to act on the account. To help safeguard your account, keep your password confidential and verify the accuracy of your confirmation statements immediately after you receive them. Contact us directly if you believe someone has obtained unauthorized access to your account or password. Specific methods of contacting us (such as by phone or via the App or Web Portal) may be unavailable or delayed during periods of unusual market activity.

**Note:** Digital communication channels are not necessarily secure. If you do choose to send confidential or sensitive information to us via digital communication channels (e.g., email, chat, text messaging, fax), you are accepting the associated risks related to a potential lack of security, such as the possibility that your confidential or sensitive information may be intercepted/accessed by a third party and subsequently used or sold.

#### Other Purchase Information

**Automatic Investment Plan.** Shareholders who have met the Fund's minimum investment criteria may participate in the Fund's automatic investment plans. The automated investment plan enables shareholders to make regular monthly or quarterly investments in shares through automatic charges to shareholders' checking accounts. With shareholder authorization and bank approval, the Fund will automatically charge the shareholder's checking account for the amount specified, which will automatically be invested in the shares that the shareholder holds in their account at the public offering price. The shareholder may change the investment amount or discontinue the plan by notifying the Fund in writing.

**Important Information about Procedures for Opening a New Account.** Under the Uniting and Strengthening America by Providing Appropriate Tools Required to Intercept and Obstruct Terrorism Act of 2001 (USA Patriot Act of 2001), the Fund is required to obtain, verify, and record information to enable the Fund to form a reasonable belief as to the identity of each customer who opens an account. Consequently, when an investor opens an account, the Fund will ask for, among other things, the investor's name, street address, date of birth (for an individual), social security or different tax identification number (or proof that the investor has filed for such a number), and other information that will allow the Fund to identify the investor. The Fund may also request the investor's driver's license or other identifying documents. An investor's account application will not be considered "complete"; therefore, an account will not be opened, and the investor's money will not be invested until the Fund receives this information. In addition, if after opening the investor's account, the Fund is unable to verify the investor's identity after reasonable

efforts, as determined by the Fund in its sole discretion, the Fund may (i) restrict redemptions and further investments until the investor's identity is verified; and (ii) close the investor's account without notice and return the investor's redemption proceeds to the investor. If the Fund closes an investor's account because the Fund was unable to verify the investor's identity, the Fund will value the account by its next net asset value calculated after the investor's account is closed. In that case, the investor's redemption proceeds may be worth more or less than the investor's original investment. The Fund will not be responsible for any losses incurred due to its inability to verify the identity of any investor opening an account.

**Other Information.** In connection with all purchases of Fund shares, we observe the following policies and procedures:

We price purchases based on the public offering price (net asset value) computed after receiving your order. Purchase orders received by the Transfer Agent or Sub-Transfer Agent by the close of the regular session of the NYSE (generally 4:00 p.m., Eastern time) are confirmed at that day's public offering price. Purchase orders received by dealers before the close of the regular session of the NYSE on any business day and transmitted to the Transfer Agent or Sub-Transfer Agent on that day are confirmed at the public offering price determined as of the close of the regular session of trading on the NYSE on that day.

- We do not accept third-party checks for any investments.
- We may open accounts for less than the minimum investment or change minimum investment requirements anytime.
- We may refuse to accept any purchase request for any reason or no reason.
- We send you confirmations of all your purchases or redemptions of Fund shares through the App or Web Portal.
- Certificates representing shares are not issued.
- Buying shares does not create a checking or other bank account relationship with the Fund or any bank.
- The Fund may stop offering shares entirely or only on a limited basis, for some time, or permanently.

The Fund does not consider the U.S. Postal Service or other independent delivery services to be its agent. Therefore, deposit in the mail or with such services, or receipt at the Fund's post office box, of purchase orders or redemption requests does not constitute receipt by the Fund.

**Verification of Shareholder Transaction Statements.** You must contact the Fund in writing regarding any errors or discrepancies within 60 days after the date of the statement confirming a transaction. The Fund may deny your ability to refute a trade if it does not hear from you within 60 days after the confirmation statement date.

**Non-Receipt of Purchase Wire/Insufficient Funds Policy.** The Fund reserves the right to cancel a purchase if the check or electronic funds transfer does not clear your bank or if a wire is not received by the settlement date. The Fund may charge a fee for insufficient funds, and you may be responsible for any fees imposed by your bank and any losses that the Fund may incur because of the canceled purchase.

## EXCHANGING SHARES

M3Sixty Onchain U.S. Government Money Market Fund

Fund Shares are not eligible to be exchanged for shares of other funds managed by the Adviser.

Fund shares may be transferred in peer-to-peer transactions from one shareholder account to another (or potential shareholder account) within the CERES network. Shares of the Fund may be transferred using the App or the Web Portal. A complete record of these transactions is viewable on the blockchain due to being recorded by the sub-transfer agent's blockchain-integrated recordkeeping system. Before transferring Fund shares, you (as the transferor) and the potential transferee must each have an active, permissioned (i.e., "whitelisted") account on the CERES network. You may use the App or the Web Portal to transfer your shares to a transferee that you identify using the name of the transferee. There is no minimum number of shares required to process a transfer.

The sub-transfer agent ensures that the potential transferee in a peer-to-peer transaction has an account on the CERES network. Although you may provide instructions to transfer Fund shares at any time, transfers are processed at the Fund's next NAV calculation time after we receive your transfer request in proper form through the App or Web Portal. Although the Fund processes peer-to-peer transfers after the next calculated NAV following receiving a transfer request in proper form, the Fund does not require that peer-to-peer transfers occur at NAV. A whitelisted investor must be aware of other whitelisted investors who can enter into peer-to-peer transfers, and none of the Fund,, the transfer agent, or sub-transfer agent will play any role in connecting transferors and transferees.

Peer-to-peer transfers do not constitute a public trading market. Fund shares will not be listed for trading on any such market, including a national securities exchange or an alternative trading system operating by a registered broker subject to Regulation ATS. To the extent investors engage in peer-to-peer transfers at a price other than NAV, such transfers may, in certain circumstances, have legal implications for those investors under federal securities laws or otherwise. The transfer agent and sub-transfer agent cannot ensure the reliability of any transfer of other assets negotiated in connection with peer-to-peer transfers other than transfers of Fund shares that a shareholder instructs the sub-transfer agent to make.

You should consult your tax advisor about any federal, state, local, and foreign tax consequences concerning the transfer of Fund shares.

## REDEEMING SHARES

M3Sixty Onchain U.S. Government Money Market Fund

Shareholders can redeem their shares anytime through the App or Web Portal. However, redemptions of Fund shares will only be processed during regular business hours on business days.

**Selling Shares.** All Fund transactions must be conducted via the App or the Web Portal. If the App or Web Portal is unavailable, investors may contact CERES via email at [support@cerescoin.io](mailto:support@cerescoin.io) or via phone at (331) 223-9281.

If your transaction is for \$250,000 or less, you can sell your shares via the App or the Web Portal without a signature guarantee. Whether redemption transactions are made via the App or the Web Portal, investors will use a submitter/approver process to authorize transactions.

Redemption proceeds will be sent by electronic funds transfer (ACH or Fed Wire) from your App Web Portal account or financial intermediary account to your bank account within seven days after we receive your request in proper form.

Before requesting redemption proceeds sent to a bank account, please ensure we have your current bank account information on file.

If the bank account was added or changed within the last 15 days, you may be required to provide written instructions signed by all Fund account owners, with a signature guarantee for each Fund account owner.

If we receive your request in the proper form before 4 p.m. Eastern time or the regularly scheduled close of the New York Stock Exchange, whichever is earlier, proceeds sent by ACH will be available within two to three business days.

Visit us online 24 hours a day, seven days a week at [www.m3sixtyfunds.com](http://www.m3sixtyfunds.com).

**Large Redemptions.** Requests to sell \$250,000 or less can be made via the App or Web Portal. Sometimes, however, to protect you and the Fund, we may request written instructions signed by all registered owners, with a signature guarantee for each owner, if:

- you are selling more than \$250,000 worth of shares.
- you want your proceeds paid to someone who is not a registered owner.
- you want to send your proceeds somewhere other than the address of record or preauthorized bank or brokerage account.

We also may require a signature guarantee when we receive instructions from an agent, not the registered owners; you want to send your proceeds to a bank account that was added or changed on your account without a signature guarantee within the last 15 days; you want to send proceeds to your address that was changed without a signature guarantee within the previous 15 days; or we believe it would protect the Fund against potential claims based on the instructions received. The Fund may occasionally change the signature guarantee requirements without prior notice to shareholders.



A signature guarantee helps protect your account against fraud. You can obtain a signature guarantee at most banks. A notary public CANNOT provide a signature guarantee.

**Selling Recently Purchased Shares.** If you sell shares recently purchased, we may delay sending you the proceeds until your electronic funds transfer has cleared, which may take seven business days.

**Redemption Proceeds.** Redemption proceeds will be sent by electronic funds transfer from your App account to your bank account within seven days after we receive your request in proper form. We cannot accept or pay out cash in currency or by check.

#### Other Redemption Information for All Shareholders

**Minimum Account Size.** Due to the relatively high cost of maintaining small accounts, the Fund reserves the right to liquidate a shareholder's account if, because of redemptions or transfers, the account's balance falls below the minimum initial investment required for your type of account (see "Minimum Initial Investment" above). The Fund will notify you if your account falls below the minimum amount necessary. If your account is not increased to the level needed after a 30-day cure period, then the Fund may, at its discretion, liquidate the account.

Before such a redemption, shareholders will be given written notice to make an additional purchase. However, no such redemption would be required by the Fund if the cause of the low account balance was a reduced net asset value of shares.

**Redemptions In Kind.** In addition to paying redemption proceeds in cash, the Fund reserves the right to pay for a redemption in securities rather than cash, known as a "redemption in kind." While the Fund does not intend, under normal circumstances, to redeem its shares by payment in kind, conditions may arise in the future that would, in the opinion of the Trustees, make it undesirable for the Fund to pay for all redemptions in cash. In such a case, the Trustees may authorize payment to be made in readily marketable portfolio securities of the Fund. Securities delivered in payment of redemptions would be valued at the same value assigned to them in computing the Fund's net asset value per share. Shareholders receiving them may incur brokerage costs when these securities are sold and will be subject to market risk until such securities are sold. An irrevocable election has been filed under Rule 18f-1 of the 1940 Act, wherein the Fund must pay redemptions in cash, rather than in kind, to any shareholder of record of the Fund who redeems during any 90 days, the lesser of (a) \$250,000 or (b) 1% of the Fund's net asset value at the beginning of such period. Redemption requests over this limit may be satisfied in cash or kind at the Fund's election.

**Redemption Fees.** The Fund will redeem your shares at the NAV next determined after your redemption request is received in proper form. The Fund charges no redemption fee. The Fund reserves the right to impose or change redemption fees. If redemption fees are imposed in the future, the Fund reserves the right to waive such redemption fees.

**Redemptions by Large Shareholders.** At times, the Fund may experience adverse effects when certain large shareholders redeem large amounts of shares of the Fund. Large redemptions may cause the Fund to sell portfolio securities at times when it would not otherwise do so. In addition, these transactions may also accelerate the realization of taxable income to shareholders if such sales of investments result in gains and may also increase transaction costs and the Fund's expense ratio. When experiencing a redemption by a significant shareholder, the Fund may delay payment of the redemption request up to seven days to provide the investment manager with time to determine if the Fund can redeem the request in-kind or to consider other alternatives to lessen the harm to remaining shareholders. Under certain circumstances, however, the Fund may be unable to delay a redemption request, which could result in the automatic processing of a large redemption that is detrimental to the Fund and its remaining shareholders.

**Suspension of Redemptions.** The Fund has the right to suspend or postpone redemptions of shares for any period (i) during which the NYSE or exchange is closed, other than customary weekend and holiday closings; (ii) during which trading on the NYSE or exchange is restricted; or (iii) during which (as determined by the SEC or other regulatory authority by rule or regulation) an emergency exists as a result of which disposal or valuation of portfolio securities is not reasonably practicable, or as otherwise permitted by the SEC or other regulatory authority.

**Liquidity Fees.** Under Rule 2a-7 under the 1940 Act, the Board is permitted to impose a liquidity fee on redemptions from the Fund (up to 2%) if the Board determines that the fee is in the best interests of the Fund. Liquidity fees would reduce the amount you receive upon redemption of your shares. A government money market fund is not required to consider the imposition of discretionary liquidity fees under Rule 2a-7; it may choose to rely on the ability to impose discretionary liquidity fees provided that it: (i) complies with the requirements of Rule 2a-7; (ii) discloses the potential imposition of discretionary liquidity fees in its summary prospectus; and (iii) provides investors with prior notice. Liquidity fees are most likely to be imposed during times of extraordinary market stress and will generally be set by the Board to restore the Fund's market-based NAV per share. Additionally, the Board generally expects that a liquidity fee would be imposed, if at all, after the Fund has notified financial intermediaries and shareholders that a liquidity fee will be charged (generally, as of the beginning of the next business day following the announcement that the fund will impose a liquidity fee). At its discretion, the Board may terminate a liquidity fee at any time if it determines that setting a liquidity fee is no longer in the best interest of the Fund and its shareholders.

## DISTRIBUTION OF SHARES

M3Sixty Onchain U.S. Government Money Market Fund

Matrix 360 Distributors, LLC (the “Distributor”) is the Fund’s principal underwriter. Shares of the Fund are sold without any front-end sales charges, and the Fund has no 12b-1 Plan to pay for marketing and distribution expenses.

**Distributions, Dividends, and Taxes.** The following information is meant as a general summary for U.S. taxpayers. Additional tax information appears in the SAI. Shareholders should rely on their tax advisors for advice about federal, state, and local tax consequences of investing in the Fund.

The Fund intends to declare income dividends from its net investment income each day that its net asset value is calculated and reinvest them monthly. Capital gain distributions, if any, will be paid annually. The Fund may distribute income dividends and capital gains more frequently, if necessary or appropriate, at the Board's discretion. The amount of any distribution will vary, and there is no guarantee the Fund will pay either income dividends or capital gain distributions. Absent instructions to pay distributions in cash, distributions will be reinvested automatically in additional shares (or fractions thereof) of the Fund. Although the Fund will not be taxed on amounts they distribute, shareholders will generally be taxed on distributions, regardless of whether distributions are paid by the Fund in cash or are reinvested in additional Fund shares.

A particular dividend distribution generally will be taxable as qualified dividend income, long-term capital gain, or ordinary income. Qualified dividend income includes dividends paid by U.S. corporations and certain qualifying foreign corporations provided the foreign corporation is not a passive foreign investment company. Any distribution resulting from such qualified dividend income received by the Fund will be designated as qualified dividend income. If the Fund designates a dividend distribution as qualified dividend income, it generally will be taxable to individual shareholders at the long-term capital gains tax rate provided specific holding period requirements are met. If the Fund designates a dividend distribution as a capital gains distribution, it generally will be taxable to shareholders as long-term capital gain, regardless of how long the shareholders have held their Fund shares. Short-term capital gains may be realized, and any distribution resulting from such gains will be considered ordinary income for federal tax purposes. All taxable dividends the Fund pays other than those designated as qualified dividend income or capital gain distributions will be taxable as ordinary income to shareholders.

Taxable distributions paid by the Fund to corporate shareholders will be taxed at corporate tax rates. Corporate shareholders may be entitled to a dividends received deduction ("DRD") for a portion of the dividends paid and designated by the Fund as qualifying for the DRD.

If the Fund declares a dividend in October, November, or December but pays it in January, it will be taxable to shareholders as if the dividend had been received in the year it was declared. Every year, each shareholder will receive a statement detailing the tax status of any Fund distributions for that year. Distributions may be subject to state and local taxes, as well as federal taxes.

Generally, a shareholder who sells or redeems shares will realize a capital gain or loss, which will be long-term or short-term, depending upon the shareholder's holding period for the Fund shares. An exchange of shares may be treated as a sale and may be subject to tax.

As with all mutual funds, the Fund may be required to withhold U.S. federal income tax at the fourth lowest rate for taxpayers filing as unmarried individuals (presently 24%) for all taxable distributions payable to shareholders who fail to provide the Fund with their correct taxpayer identification numbers or to make required certifications, or who have been notified by the IRS that they are subject to backup withholding. Backup withholding is not an additional tax; instead, it is a way in which the IRS ensures it will collect taxes otherwise due. Any amounts withheld may be credited against a shareholder's U.S. federal income tax liability.

Shareholders should consult with their tax advisors to ensure that distributions and sale of Fund shares are treated appropriately on their income tax returns.

**Cost Basis Reporting.** Federal law requires that mutual fund companies report their shareholders' cost basis, gain/loss, and holding period to the Internal Revenue Service on the Fund's shareholders' Consolidated Form 1099s when "covered" securities are sold. Covered securities are any regulated investment company or dividend reinvestment plan shares acquired on or after January 1, 2012. The Fund has chosen Average Cost as its default tax lot identification method for all shareholders. A tax lot identification method is how the Fund will determine which specific shares are deemed to be sold when there are multiple purchases on different dates at differing net asset values, and the entire position is not sold at one time. The Fund's standing tax lot identification method covers shares that will be reported on your Consolidated Form 1099 if you do not select a specific identification method. You may choose a method different than the Fund's standing method and will be able to do so at the time of your purchase or upon the sale of covered shares. Please refer to the appropriate Internal Revenue Service regulations or consult your tax advisor regarding your circumstances.

For those securities defined as "covered" under current Internal Revenue Service cost basis tax reporting regulations, the Fund is responsible for maintaining accurate cost basis and tax lot information for tax reporting purposes. The Fund is not responsible for the reliability or accuracy of the information for those securities that are not "covered." The Fund and its service providers do not provide tax advice. You should consult independent sources, including a tax professional, concerning any decisions you may make regarding choosing a tax lot identification method.

**Statements, Reports, and Prospectuses.** You will receive monthly and quarterly account statements electronically through the App or Web Portal that shows all your account transactions for the period. You also will receive, or receive notice of the availability of, the Fund's financial reports every six months. In addition, you will receive an annual updated summary prospectus electronically through the App or Web Portal (prospectus available upon request). You may view current financial reports through the App, the Web Portal, or online at [www.m3sixtyfunds.com](http://www.m3sixtyfunds.com). You may also print paper copies of the Fund's financial statements and current prospectus/summary prospectus through the App or online at [www.m3sixtyfunds.com](http://www.m3sixtyfunds.com).

Financial highlights are not provided because the Fund did not commence operations before the date of this Prospectus.

FACTS

WHAT DOES 360 FUNDS DO WITH YOUR PERSONAL INFORMATION?

Why?

Financial companies choose how they share your personal information. Federal law gives consumers the right to limit some but not all sharing. Federal law also requires us to tell you how we collect, share, and protect your personal information. Please read this notice carefully to understand what we do.

What?

The types of personal information we collect and share depend on the product or service you have with us. This information can include:

- Social Security number
- Assets
- Retirement Assets
- Transaction History
- Checking Account Information
- Purchase History
- Account Balances
- Account Transactions
- Wire Transfer Instructions

When you are *no longer* our customer, we continue to share your information as described in this notice.

How?

All financial companies must share your personal information to run their everyday business. In the section below, we list the reasons financial companies can share their customers’ personal information, the reasons 360 Funds chooses to share, and whether you can limit this sharing.

Reasons we can share your personal information	Does 360 Funds share?	Can you limit this sharing?
For our everyday business purposes - Such as processing your transactions, maintaining your account(s), responding to court orders and legal investigations, or reporting to credit bureaus.	Yes	No



For our marketing purposes - to offer our products and services to you	No	We don't share
For joint marketing with other financial companies	No	We don't share
For our affiliates' everyday business purposes - information about your transactions and experiences	No	We don't share
For our affiliates' everyday business purposes - information about your creditworthiness	No	We don't share
For nonaffiliates to market to you	No	We don't share

**Questions?**

Call (877) 244-6235

**Who we are**

Who is providing this notice?      360 Funds  
M3Sixty Administration, LLC (Administrator)  
Matrix 360 Distributors, LLC (Distributor)

**What we do**

**How does 360 Funds protect my personal information?**

We use security measures that comply with federal law to protect your personal information from unauthorized access and use. These measures include computer safeguards and secured files and buildings.

Our service providers are held accountable for adhering to strict policies and procedures to prevent misuse of your nonpublic personal information.

**How does 360 Funds collect my personal information?**

We collect your personal information, for example, when you

- Open an account.
- Provide account information.
- Give us your contact information.
- Make deposits or withdrawals from your account
- Make a wire transfer.
- Tell us where to send the money.
- Tell us who receives the money.
- Show your government-issued ID.
- Show your driver's license.

We also collect your personal information from other companies.

**Why can't I limit all sharing?**

Federal law gives you the right to limit only

- Sharing for affiliates' everyday business purposes - information about your creditworthiness
- Affiliates from using your information to market to you
- Sharing for nonaffiliates to market to you

State laws and individual companies may give you additional rights to limit sharing.

## Definitions

### Affiliates

Companies related by common ownership or control. They can be financial and nonfinancial companies.

- *M3Sixty Administration, LLC and Matrix 360 Distributors, LLC could be deemed affiliates.*

### Nonaffiliates

Companies not related by common ownership or control. They can be financial and nonfinancial companies.

- *360 Funds does not share with nonaffiliates so that they can market to you.*

### Joint marketing

A formal agreement between nonaffiliated financial companies that market your financial products or services to you.

- *360 Funds does not jointly market.*

Adviser	<b>M3Sixty Capital, LLC</b> 4300 Shawnee Mission Parkway, Fairway, Kansas 66205
Distributor	<b>Matrix 360 Distributors, LLC</b> 4300 Shawnee Mission Parkway, Fairway, Kansas 66205
Transfer Agent	<b>M3Sixty Administration, LLC</b> 4300 Shawnee Mission Parkway, Fairway, Kansas 66205
Sub-Transfer Agent	<b>Ceres Coin TA, LLC</b> 39W 462 Baert Ln. St. Charles, IL 60175
Legal Counsel	<b>FinTech Law, LLC</b> 6224 Turpin Hills Dr. Cincinnati, Ohio 45244
Custodian	<b>Huntington National Bank</b> 7 Easton Oval Columbus, OH 43219
Independent Registered Public Accounting Firm	<b>Tait, Weller &amp; Baker LLP</b> 50 South 16th Street, Suite 2900 Philadelphia, PA 19102

[This page intentionally left blank]

[This page intentionally left blank]



## M3SIXTY ONCHAIN U.S. GOVERNMENT MONEY MARKET FUND

Additional information about the Fund's investments will be available in its annual and semi-annual reports to shareholders when issued. The Fund sends only one report to a household if more than one account has the same address. Contact the Transfer Agent if you do not want this policy to apply to you.

A SAI about the Fund has been filed with the SEC. The SAI (incorporated by reference in this Prospectus) contains additional information about the Fund.

To request a free copy of the SAI, the Fund's annual and semi-annual reports, and other information about the Fund, or to make inquiries about the Fund, write the Fund at M3Sixty Onchain U.S. Government Money Market Fund, c/o M3Sixty Administration, LLC, 4300 Shawnee Mission Parkway, Suite 100, Fairway, Kansas 66205, or call the Fund at (877) 244-6235. The SAI is also available on the Fund's website at [www.m3sixtyfunds.com](http://www.m3sixtyfunds.com).

Reports and other information about the Fund are available on the EDGAR Database on the SEC's Internet site at <http://www.sec.gov>. Copies of this information may be obtained after paying a duplicating fee by electronic request at the following e-mail address: [publicinfo@sec.gov](mailto:publicinfo@sec.gov).

Investment Company Act File Number: 811-21726

---

# PROSPECTUS

October 19, 2024