

**Berman Capital, LLC (“BC”)
Business Continuity Plan (BCP)**

I. Emergency Contact Persons

BC’s two emergency contact persons are: Marc L. Berman (415) 706-4819, marc@bermancap.com, and Casey Berman (415) 613-7934, casey@bermancap.com. These names will be updated in the event of a material change, and our Executive Representative will review them within 17 business days of the end of each quarter.

II. Firm Policy

BC’s policy is to respond to a Significant Business Disruption (SBD) by safeguarding employees’ lives and firm property, making a financial and operational assessment, quickly recovering and resuming operations, protecting all of the firm’s books and records, and allowing our customers to transact business. In the event that we determine we are unable to continue our business, we will assure customers prompt access to their funds and securities.

A. Significant Business Disruptions (SBDs)

Our plan anticipates two kinds of SBDs, internal and external. Internal SBDs affect only BC’s ability to communicate and do business, such as a fire in our building. External SBDs prevent the operation of the securities markets or a number of firms, such as a terrorist attack, a city flood, or a wide-scale, regional disruption. Our response to an external SBD relies more heavily on other organizations and systems.

B. Approval and Execution Authority

Marc L. Berman, the Member is responsible for approving the plan and for conducting the required annual review. Marc L. Berman has the authority to execute this BCP.

C. Plan Location and Access

BC will maintain copies of its BCP, annual reviews, and the changes that have been made to it for inspection. The BCP will be posted on the BC website.

III. Business Description

BC conducts investment banking and private placement advisory activity. BC does not perform any type of clearing function for itself or others. Furthermore, we do not ever hold customer funds or securities.

IV. Office Locations

BC maintains one office located at 435 Hill Street, San Francisco, CA 94114. Its main telephone number is (415) 345-1480.

V. Alternative Physical Location(s) of Employees

If the firm is unable to conduct business from its normal office location, the firm has arranged to have its personnel and operations relocated to a designated off-site backup facility (“alternate location”). In a disruption to only the firm or a building housing the firm, personnel and operations will be transferred to a local site when needed. In a disruption affecting the firm’s

business district, city, or region, personnel and operations will be transferred to a site outside of the affected areas.

If the firm is unable to conduct business from its normal office location, the staff will move to Marc Berman's residence.

VI. Customers' Access to Funds and Securities

BC does not ever maintain custody of customers' funds or securities. In the event of an internal or external SBD, if telephone service is available, our registered persons will take customer instructions. If Web access is available, BC will post on our Web site that customers may access their client information by contacting Marc L. Berman.

If SIPC determines that we are unable to meet our obligations to our customers or if our liabilities exceed our assets in violation of Securities Exchange Act Rule 15c3-1, SIPC may seek to appoint a trustee to disburse our assets to customers. We will assist SIPC and the trustee by providing our books and records identifying customer accounts subject to SIPC regulation.

VII. Data Back-Up and Recovery (Hard Copy and Electronic)

BC maintains its primary hard copy books and records and its electronic records at the office at 435 Hill Street, San Francisco, CA 94114. Marc L. Berman is responsible for the maintenance of these books and records.

BC backs up its electronic information in the cloud with SugarSync and PC computer. The electronic data is at 435 Hill Street, San Francisco, CA 94114. These records are a PC hard drive (electronic). Marc L. Berman is responsible for the maintenance of these back up electronic. Records are backed up daily. All email is recorded by an offsite 3rd party Global Relay.

In the event of an internal or external SBD that causes the loss of our paper records, or which interrupts our access to the records, the physical/electronic recovery plan will be put into place. This will require that we access the copies from the firm's back-up site, noted above. Operations will be conducted from the home of Marc Berman until such time as our primary site and records can be accessed and normal operations resume.

VIII. Financial and Operational Assessments

Berman Capital, LLC has one bank account and does not receive any customer funds. If there were to be an SBD the funds on hand or from the principal's capital would be used to fund the operations.

A. Operational Risk

In the event of an SBD, we will immediately identify what means will permit us to communicate with our customers, employees, critical business constituents, critical banks, critical counterparties, and regulators. Although the effects of an SBD will determine the means of alternative communication, the communications options we will employ will include our website, telephone voicemail, secure email. In addition, we will retrieve our key activity records as described in the

section above, Data Back-Up and Recovery (Hard Copy and Electronic). All email is recorded by an offsite 3rd party Global Relay.

B. Financial and Credit Risk

In the event of an SBD, we will determine the value and liquidity of our investments and other assets to evaluate our ability to continue to fund our operations and remain in capital compliance. We will contact critical banks, and investors to apprise them of our financial status. If we determine that we may be unable to meet our obligations to those counter-parties or otherwise continue to fund our operations, we will request additional financing from our bank or other credit sources to fulfill our obligations to our customers and clients. If we cannot remedy a capital deficiency, we will file appropriate notices with our regulators and immediately take appropriate steps.

IX. Mission Critical Systems

In order for BC to resume its operations following an unplanned interruption, it must have an understanding of its mission critical systems and its critical business constituents. BC must be prepared to implement steps to restore relationships, systems and contacts accordingly. The following table contains pertinent information regarding the firm's mission critical systems and business constituents.

Business	Contact	Phone	Service
Global Relay	Kristen McAdam	(866) 484-6630	Email archiving

X. Alternate Communications Between the Firm and Customers, Employees, and Regulators

A. Customers

BC communicates with its employees using the telephone, cellular phone, email, instant messaging, fax, internet and in person. In the event of a business disruption, BC will use the most efficient means of communication still available to communicate with the other party. Employees are given names, phone numbers and email addresses of individuals to contact in the event of a business disruption.

B. Employees

We now communicate with our employees using the telephone, e-mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. We will also employ a call tree so that senior management can reach all employees quickly during an SBD. The call tree includes all staff home and office phone numbers. We have identified persons, noted below, who live near each other and may reach each other in person:

The person to invoke use of the call tree is: Marc L. Berman

Caller	Call Recipients
Marc L. Berman	Casey Berman

C. Regulators

We are currently members of the following SROs: SEC, NASD and State of CA. We communicate with our regulators using telephone, e-mail, fax, U.S. mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party.

Name	Address	Phone
FINRA	One Montgomery Street, Suite 2100 San Francisco, CA	(415) 217-1100
SEC	44 Montgomery Street, Suite 2800, San Francisco, CA	(415) 705-2500
California Department of Corporations	One Sansome St., Suite 600, San Francisco, CA	(415) 972-8565

XI. Critical Business Constituents, Banks, and Counter-Parties

A. Business constituents

We have contacted our critical business constituents (businesses with which we have an ongoing commercial relationship in support of our operating activities, such as vendors providing us critical services), and determined the extent to which we can continue our business relationship with them in light of the internal or external SBD. We will quickly establish alternative arrangements if a business constituent can no longer provide the needed goods or services when we need them because of a SBD to them or BC.

B. Banks

We do not finance with anyone. The following bank maintains BC's operating account:

Institution	Telephone Number
Bank of the West	(800) 488-2265

C. Counter-Parties

We have no critical counter parties.

XII. Regulatory Reporting

BC is subject to regulation by: SEC, FINRA and the state of CA. We now file reports with our regulators using paper copies in the U.S. mail, and electronically using fax, e-mail, and the Internet. In the event of an SBD, we will check with the SEC, FINRA, and other regulators to determine which means of filing are still available to us, and use the means closest in speed and form (written or oral) to our previous filing method. In the event that we cannot contact our

regulators, we will continue to file required reports using the communication means available to us.

XIII. Disclosure of Business Continuity Plan

BC gives customers a written BCP disclosure statement at account opening and annually. A new disclosure will be provided in the event the plan is updated due to a material change to the firm's operations, structure, business or location. BC mails its BCP to customers upon request. A copy of the disclosure statement is maintained with the BCP.

XIV. Senior Manager Approval

I have approved this Business Continuity Plan as reasonably designed to enable BC to meet its obligations to customers in the event of an SBD.

Signed: _____

Title: Managing Member

Date: January 15, 2015