

RISK FACTORS

CAUTIONARY NOTES

An investment in the Membership Interests of Circle of Wealth Fund III LLC (“Company”) is considered speculative. There are no guarantees of distributions or returns and may lose all or part of their investment. There are various risks related to an investment in the Membership Interests which are described in the respective offering circular. These risks include, but are not limited to:

- The Membership Interests may not be suitable for certain investors.
- The Membership Interests will be highly illiquid, no trading market exists or will ever develop.
- The offering is a “Best Efforts” offerings, and if the Company is unable to raise substantial capital, the Company may be limited in the number and types of investments it is able to make, which could have a negative effect on diversification and investment results.
- The Company is recently formed with limited operating history and no assurance of success.
- Success is dependent on the performance of Secured Investment Corp., which is the Manager of the Company, as well as individuals that are employees of Secured Investment Corp.
- The Company depends on key personnel and its affiliates, the loss of any of whom could be detrimental to the Company’s business.
- The Company will pay fees and expenses to the Manager or its affiliates. These fees will increase Investors’ risk of loss.
- The Company will be subject to conflicts of interest arising out of relationships among Secured Investment Corp., the Manager, and their affiliates and employees.
- Real estate-related investments, including joint ventures, senior leverage and real estate-related securities, involve substantial risks.
- There are substantial risks associated with making loans secured by real estate, and real estate investments may involve additional risks.
- Economic, market and regulatory changes that impact the real estate market generally may decrease the value of the Company’s investments and weaken operating results.
- Properties that have vacancies could be difficult to sell, which could negatively impact investors.
- The Company will likely obtain debt financing, which may increase costs, and may limit the Company’s ability to pay interest and or principal to investors.

FORWARD LOOKING INFORMATION This Presentation contains certain statements that may be “forward-looking statements” or “forward-looking information” within the meaning of applicable U.S. securities law. Forward looking statements are statements that are not historical facts and are often, but not always, identified using words or phrases such as “expects”, “plans”, “anticipates”, “intends”, “estimates”, “estimated”, “projects”, “potential” and similar expressions, or stating that certain actions, events or conditions “will”, “would”, “may”, “might”, “could” or “should” occur or be achieved or other similar terminology. By their nature, forward-looking statements and information involve known and unknown opportunities, costs, risks and uncertainties that may cause actual results to differ materially from those anticipated. With respect to the forward-looking statements and information contained in this Presentation, Secured Investment Corp. (“Manager”) and Circle of Wealth Fund III, LLC (“Fund III”), has made assumptions regarding, among other things: the ability to complete the offering on the timelines described herein; timing of future liquidity; the timing and status of legalization and regulatory changes in the United States and elsewhere; construction and general and administrative costs; projected demand; and the required investment to complete Fund III business objectives. Although Manager and Fund III believes the expectations expressed in such forward-looking statements and information are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in forward looking statements. The forward-looking statements and information included in this Presentation are expressly qualified in their entirety by this cautionary statement. Manager and Fund III caution that the foregoing list of assumptions, risks and uncertainties is not exhaustive. The forward-looking statements and information contained in this presentation are made as of the date of this presentation, and Manager and Fund III do not undertake any obligation to update publicly or to revise any of the included forward-looking statements or information, whether as a result of new information, change in management’s estimates or opinions, future circumstances or events or otherwise, except as expressly required by applicable law. Any financial outlook or future oriented information in this document, as defined by applicable securities legislation, has been approved by management of Manager and Fund III as of May 28, 2020. Such financial outlook or future oriented information is provided for the purpose of providing information about management’s current expectations and management’s plans relating to the future. Readers are cautioned that reliance on such information may not be appropriate for other purposes.

The most recent offering circular of Fund III can be found at: <https://www.circleofwealthfund.com/sec>