## **CPG Vintage Access Fund VII, LLC**



**Prospectus Summary Fund Structure:** Tender Offer The Fund does not have a fixed term. The underlying private investment funds in which the Fund will invest, however, generally will have fixed terms. Investors reasonably can expect to receive distributions from the Fund periodically after the Fund receives distributions from the underlying Term: funds and when the underlying funds terminate, which the Fund anticipates will occur approximately 10 to 12 years after the final closing for subscriptions for the Fund's Units. The Fund will be wound up and dissolved after its final distribution to investors. The Fund may be dissolved prior thereto in accordance with its LLC Agreement. The Fund plans to have an initial closing and subsequently may offer units at one or more Offering closings, which are anticipated to occur over a period of up to approximately ten months following the initial closing (the last closing being referred to as the "Final Closing"). **Suitability Minimum: Accredited Investors Initial N-2 Filing Date:** 2/2/2024 Yes 1940 Act Registered: 1933 Act Registered: No Adviser: Central Park Advisers, LLC **New Entrant:** No **Predecessor Fund/Seed** None Capital: **Asset Class:** Venture / Private Equity Objective: Seek long-term attractive risk-adjusted returns The Fund will seek to achieve its investment objective principally by making primary investments (each, a "Primary Investment") in a portfolio of institutional private equity, venture and private debt investment funds managed or sponsored by various asset management firms unaffiliated with the Adviser ("Private Capital Funds") that are represented on the Morgan Stanley Smith Barney LLC platform (the "Morgan Stanley Platform") between [] and a date to be determined by the Adviser but in no event later than [] (the "Vintage Period"). Morgan Stanley is not a Strategy: sponsor, promoter, adviser or affiliate of the Fund. While the Fund principally will make Primary Investments in Private Capital Funds represented on the Morgan Stanley Platform during the Vintage Period, the Fund also may, to a lesser extent, make "secondary investments" in Private Capital Funds (each, a "Secondary Investment") and/or invest in continuation funds of Private Capital Funds (each, a "Continuation Fund") and invest in institutional "funds-of-funds" (together with Private Capital Funds, "Investment Funds"). **Fund of Funds:** Yes **Invest-up Period:** 3-months Redemptions: No right of redemption **NAV Frequency:** Quarterly **Minimum Investment:** \$50,000 minimum commitment (i) 0.25% of total commitments for the first 12 months following the initial closing, (ii) 0.65% of total commitments from the one-year anniversary of the initial closing until the six-year **Management Fee:** anniversary of the final closing; (iii) 0.65% of the fund's net invested capital from the six-year anniversary of the final closing until the eight-year anniversary of the final closing and (iv) 0.30% of the fund's net invested capital thereafter for the remaining life of the fund. Acquired Fund Fees and Yes **Expenses:** Income Incentive/ None **Performance Fee:** Fee Waiver: None Delaware Distributors, L.P. **Distributor: Fund Counsel:** Proskauer Rose LLP **Fund Administration: TBD Custodian:** UMB Bank, N.A.