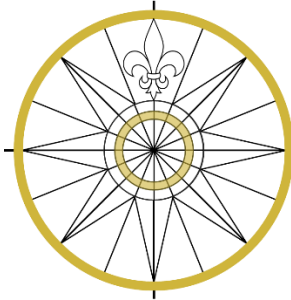


PORTOLAN FINANCIAL PLANNING, LLC

2116 Summit St
Durham, NC 27707
203-482-8004

www.portolanfinancial.com



PORTOLAN

Financial Planning

Firm Brochure (Form ADV Part 2A)

Dated: January 30, 2024

This brochure provides information about the qualifications and business practices of Portolan Financial Planning, LLC (“Portolan Financial”). If you have any questions about the contents of this brochure, please contact us at (203) 482-8004 or by email at tom@portolanfinancial.com. Portolan Financial is a Registered Investment Advisor with the State of Louisiana. Registration of an investment advisor does not imply any specific level of skill or training. This brochure provides information about Portolan Financial to assist you in determining whether to retain the Advisor. The information in this brochure has not been approved or verified by the U.S. Securities and Exchange Commission (SEC) or by any state securities authority.

Additional information about Portolan Financial and its advisory persons are available on the SEC’s website at www.adviserinfo.sec.gov.

Material Changes (Item 2)

A. Material Changes since the Last Update

List of material changes to the Brochure since the last update:

- The total Assets Under Management (Item 4.E) was updated from last year's annual brochure submission.

B. Full Brochure Available

Whenever you would like to receive a complete copy of the brochure for Portolan Financial Planning, LLC ("the Registrant"), please contact us by telephone at (203) 482-8004 or by email at tom@portolanfinancial.com.

Table of Contents

(Item 3)

Material Changes (Item 2)	ii
Advisory Business (Item 4)	2
Fees and Compensation (Item 5)	3
Performance-Based Fees and Side-by-Side Management (Item 6)	4
Types of Clients (Item 7)	4
Methods of Analysis, Investment Strategies and Risk of Loss (Item 8)	5
Disciplinary Information (Item 9)	6
Other Financial Industry Activities and Affiliations (Item 10)	6
Code of Ethics, Participation or Interest in Client Transactions and Personal Trading (Item 11)	7
Brokerage Practices (Item 12)	7
Review of Accounts (Item 13)	8
Client Referrals and Other Compensation (Item 14)	8
Custody (Item 15)	9
Investment Discretion (Item 16)	9
Voting Client Securities (Item 17)	10
Financial Information (Item 18)	10
Requirements for State Registered Advisors (Item 19)	10

Advisory Business (Item 4)

A. About Our Business

Portolan Financial Planning, LLC (hereinafter “Portolan Financial”, “the Registrant”, “We”, or “Our”) is a Louisiana Limited Liability Company (LLC) founded in 2017 and initially registered in 2018, with an office in the state of Louisiana. Mr. Thomas Figgatt is the founder and President of the firm, and is also the firm’s investment advisor representative. Mr. Figgatt also serves as the Chief Compliance Officer (CCO).

B. Types of Advisory Services

Portolan Financial offers its Clients personalized investment advisory services, financial planning and consulting services, and tax preparation services. Before engaging Portolan Financial to provide investment advisory services, Clients may be required to enter into an advisory contract with the Registrant setting forth the terms and conditions of the engagement (including termination), describing scope of services to be provided, and fees associated with the engagement.

Portolan Financial generally engages in ongoing relationships with Clients to provide comprehensive financial management services, which include: personalized financial planning and consulting services, investment management services, and tax preparation services. All services are included in the annual fee paid by Clients, but the Client may decide to forego one or more services, as agreed upon in the advisory contract. Clients may also engage Portolan Financial on an hourly (or otherwise limited) basis to provide advice on a specific topic or topics. These limited, or non-annual, engagements may be for tax advice or other specific financial advice, however tax preparation services are not offered on a stand-alone basis.

Comprehensive services include regular meetings as well as reasonable availability of an advisor for financial consulting on investment or other financial matters by phone or personally, with the overall intention of offering Clients advice and assistance in all areas where finances play a role. Examples of services included in each category include:

- (i) Financial planning: Reviewing the Client’s goals and objectives, assessing their current financial situation, developing a formal financial plan and assisting in its implementation, and ongoing monitoring and revisions of the Client’s plan. Can include providing advice on all areas of a client’s life where finances exert an influence.
- (ii) Investment management: Continuous monitoring of the investment portfolio, developing and revising an investment management strategy, recommendations of investments, and assisting with implementation of the strategy. Clients may choose to grant discretionary trading authority for some, all, or zero accounts, as set forth in the advisory contract.
- (iii) Tax preparation: Includes filing of individual federal and applicable state tax returns.

Portolan Financial also provides retirement plan consulting services to small businesses and other clients. These services may include advice on selection of plan managers and third party administrators, providing ongoing consulting to the company’s fiduciaries, assistance for employees with enrollment in the plan, and answering questions related to the available investments.

Note: If requested by the Client, Registrant may recommend the services of other professionals for implementation purposes in their individual licensed capacities. Client is under no obligation to engage the services of any recommended professional. Client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from the Registrant.

C. Tailored Services

Our advice and services are based on the individual needs of Clients, after analyzing and thoroughly evaluating their financial situation, goals, objectives, investment horizon, risk tolerance, tax considerations, liquidity needs, and any other issues important to the Client’s state of affairs. Clients may impose restrictions on investing in certain asset classes by advising their investment advisor representative of such restrictions in writing.

D. Wrap Fee Programs

Portolan Financial is not a sponsor of, or participant in, any wrap fee program(s).

E. Assets Under Management

As of January 1, 2024 Portolan Financial has \$6,885,074 in non-discretionary Assets Under Management.

Fees and Compensation (Item 5)

A. Advisory Fees

When computing fees, assets under management (AUM) is used. AUM includes the value of all investment accounts for which the client receives continuous monitoring, development and revision of the investment management strategy, recommendations of investments, and assistance with implementation of the strategy. This includes custodial accounts as well as any held-away assets for which the client wishes to receive ongoing recommendations and monitoring, since they are part of the value being delivered. All investment accounts agreed upon in the advisory agreement are included in AUM for the purpose of computing fees.

The annual fee is computed based on the total assets at the time the contract is signed (or the average value of the assets over the previous month, whichever is more advantageous to the client), and is generally constant for that year. If significant amounts are deposited/withdrawn from the account, then the annual fee may be revisited with the client, possibly resulting in an adjustment up or down to reflect the new amount being managed.

For Clients below \$250,000 of AUM: The annual fee is based on an estimated number of hours required to service their needs. The number of hours required will vary based on the services the client requests, as well as the complexity of their situation. The fee is then calculated using a billing rate of \$150/hour. The same hourly rate applies for client engagements on an hourly basis.

For Clients with over \$250,000 of AUM: The annual fee is based on a percentage of assets being managed. AUM fees are 1% of the amount up to \$500,000, plus 0.25% of any amount in excess of \$500,000.

Below are examples of client fee calculations:

- (iv) Clients with under \$250,000 in AUM: If it is estimated that it will take 16 hours of work per year to provide the services a client requested, their annual fee would be set at \$2,400 (16 hours x \$150/hour).
- (v) Clients with between \$250,001 and \$500,000 in AUM: A client with a total AUM of \$300,000 would pay \$3,000 per year (1% x \$300,000).
- (vi) Clients with over \$500,000 in AUM: For a client with a total AUM of \$800,000, the fee is 1% of the first \$500,000 (\$5,000) plus 0.25% for the \$300,000 in excess of \$500,000 (\$750). Thus, the client's annual fee is \$5,750.

The Registrant, in its sole discretion, may charge a lesser investment management fee and/or reduce or waive its annual minimum fee or asset level based upon certain criteria (i.e., anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, negotiations with Client, etc.).

Note: Fee Differentials. The Registrant shall price its services based upon various objective and subjective factors. As a result, the Registrant's Clients could pay diverse fees based upon the market value of their assets, the complexity of the engagement, and the level and scope of the overall financial planning and/or consulting services to be rendered. The services to be provided by the Registrant to any particular Client could be available from other advisers at lower fees. All Clients and prospective clients should be guided accordingly.

B. Billing Procedures

Portolan Financial's annual fees are generally paid quarterly in arrears, but may be paid monthly, as determined by the Client and set forth the advisory contract. Fees for the first billing period are prorated. The Registrant may bill Clients directly, in which case payment is due upon receipt of the Registrant's invoice. Alternatively, Clients may elect to have the Registrant's fees deducted from their custodial account. Both the Registrant's advisory contract and the custodial/clearing agreement may authorize the custodian to debit the account for the amount of the Registrant's investment advisory fee and to directly remit that management fee to the Registrant in compliance with regulatory procedures.

C. Other Fees & Expenses

Clients will incur additional fees and expenses related to management of investments and advisory service provisions. These fees may include, but are not limited to no-load mutual fund ticket charges, brokerage transaction costs, deferred sales charges on previously purchased mutual funds, IRA maintenance fees and other legal or transfer fees. The broker-dealers, mutual fund companies, and other custodians who provide account services charge these fees ("third-party fees") and Clients are responsible for payment of all third-party fees and expenses. It is important to note that the advisory fees paid to Portolan Financial are separate and distinct from the maintenance fees and transaction expenses charged by these third parties. Please refer to Item 12, Brokerage Practices for more information regarding account custodians.

D. Refund Policy

Clients who do not receive this Brochure at least 48 hours in advance of signing our advisory contract are afforded the right to terminate their agreement within five (5) days, without penalty. Upon expiration of the five (5) day period, the advisory contract between the Registrant and the Client will continue in effect until terminated by either party by written notice in accordance with the terms of the advisory contract. Upon termination, the Client will be billed a prorated portion of the advisory fee based upon the number of days that services were provided during the billing period, as applicable.

E. Other Compensation

Neither Portolan Financial nor any supervised person accept any compensation for the sale of securities or other investment products, including asset-based sales charges or services fees from the sale of mutual funds.

Performance-Based Fees and Side-by-Side Management (Item 6)

Portolan Financial does not charge performance-based fees and does not conduct side-by-side investment product management.

Types of Clients (Item 7)

The Registrant's Clients shall generally include individuals, high net worth individuals, trusts, estates, pensions, profit-sharing plans, charitable organizations and small businesses. Portolan Financial generally does not impose a minimum account size or minimum annual investment advisory fee for establishing a relationship.

Methods of Analysis, Investment Strategies and Risk of Loss (Item 8)

A. Methods of Analysis

Portolan Financial may use either of two methods of analysis, fundamental or technical, in developing investment strategies, but will primarily employ technical analysis methods. The two methods are defined as:

- (i) **Fundamental Analysis:** Security analysis grounded in basic factors such as company earnings, balance sheet variables, management quality and current vs. historical market valuations, which are used to predict the future value of an investment. Information such as interest rates, GDP, inflation and unemployment may be used to predict the direction of the economy and therefore the stock market.
- (ii) **Technical Analysis:** The practice of using statistics to determine trends in security prices and make or recommend investment decisions based on those trends. Technical analysis focuses on matters such as trade volume, demand, and volatility to help determine the market forces at work on a certain security or on the securities market as a whole.

B. Investment Strategies

Subject to our Clients' financial goals and suitability requirements, Portolan Financial generally advises the long-term purchase of mutual funds to our Clients. Long-term purchases are typically defined as the purchase of securities held for at least one year. At times, Portolan Financial may also buy and sell positions that are more short-term in nature (securities held less than one year) for the purpose of rebalancing a portfolio, meeting the cash needs or other goals of Clients, and/or the fundamentals of the security, sector or asset class. Clients may place reasonable restrictions on the strategies to be employed in their portfolio and the types of investments to be held in their portfolio.

Portolan Financial may employ either strategic asset allocation (passive, long-term proportions of investments in a portfolio with occasional rebalancing) or tactical asset allocation (short-term adjustments to proportions of investments in consideration of current market conditions), but will typically recommend and employ a strategic asset allocation to best meet our Clients' investment goals. This strategic approach is employed utilizing the following principles:

- (i) **Asset Allocation:** Apportioning a portfolio's assets to different asset classes, each of which has different levels of risk and return, with the goal of diversifying the portfolio. This is often done by setting target ratios for each asset class in the portfolio.
- (ii) **Rebalancing:** Buying or selling positions to reallocate a portfolio to its target asset ratios.
- (iii) **Cost minimization:** Portolan Financial generally recommends and employs no-load mutual funds with small expense ratios in order to reduce the total costs of investing, which can have a significant impact on returns.
- (iv) **Tax management:** We utilize several strategies to minimize taxes on investments. These strategies, among others, may include allocating investments with high taxable incomes to tax-deferred accounts, using tax-exempt investments, realizing taxable losses, and utilizing funds with low turnover rates and low capital gains distributions. We also attempt to limit the turnover of investments in client portfolios to minimize the realization of taxable capital gains.

C. Risk of Loss

Investing in securities involves risk of loss that clients should be prepared to bear. Different types of investments involve varying degrees of risk, **which may extend up to and including all of a Client's principal investment**. It should not be assumed that future performance of any specific investment or investment strategy (including the investments and/or investment strategies recommended or undertaken by the Registrant) will be profitable or equal any specific performance level(s). Without limitation, investors generally face the following risks:

- (vii) **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- (viii) **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk may be caused by external factors independent of the fund's specific investments as well as due to the fund's specific investments. Additionally,

each security's price will fluctuate based on market movement and emotion, which may, or may not be due to the security's operations or changes in its true value. For example, political, economic and social conditions may trigger market events which are temporarily negative, or temporarily positive.

- (ix) **Inflation Risk**: When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- (x) **Reinvestment Risk**: This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- (xi) **Political and Regulatory Risk**: The risk that the value of an investment may change with the introduction of new laws or regulations.
- (xii) **Liquidity Risk**: Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- (xiii) **Financial Risk**: Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Disciplinary Information (Item 9)

Neither Portolan Financial nor its management has been involved in legal or disciplinary events related to advisory business.

Other Financial Industry Activities and Affiliations (Item 10)

A. Financial Industry Activities

Portolan Financial is not a registered broker-dealer and does not have an application pending for registration as a broker-dealer. Additionally, neither a member of the Registrant's management nor its investment advisor representatives are registered as, or have applications pending to register as, registered representatives (i.e., securities salesperson).

B. Financial Industry Affiliations

Neither Portolan Financial's management nor investment advisor representatives are registered as a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor nor has an application pending to register as the foregoing or associated persons thereof.

C. Other Affiliations

Portolan Financial does not have arrangements with a related person that is a broker dealer, municipal securities dealer, government securities dealer or broker, investment company or other pooled investment vehicle (including mutual fund, closed-end investment company, unit investment trust, private investment company, or "hedge fund," and offshore fund), other investment advisor or financial planner, futures commission merchant, commodity pool operator, or commodity trading advisor, banking or thrift institution, accountant or accounting firm, lawyer or law firm, pension consultant, real estate broker or dealer, sponsor or syndicator of limited partnerships not already disclosed herein.

D. Other Investment Advisers

The Registrant does not select and recommend other investment advisors for our clients.

Code of Ethics, Participation or Interest in Client Transactions and Personal Trading (Item 11)

A. Code of Ethics

Portolan Financial has implemented a Code of Ethics that defines our fiduciary commitment and obligations to each Client. The Code of Ethics, which applies to the Registrant's management and all supervised persons, serves to establish a standard of business conduct that is based upon fundamental principles of transparency, honesty and good faith towards each Client. The Code of Ethics covers a range of topics that may include: general ethical principles, standards of business conduct, reporting and review of personal securities trading, reportable securities, initial public offerings and private placements, reporting ethical violations, distribution of the Code of Ethics, review and enforcement processes, and supervisory procedures. A copy of the Code of Ethics is available upon request.

B. Participation or Interest in Client Transactions

Neither the Registrant nor any related person of Registrant recommends, buys, or sells for client accounts, securities in which the Registrant or any related person of Registrant has a material financial interest.

C. Personal Trading

At times, Portolan Financial and/or its associated persons *may* take positions in the same securities as clients, and *may* do so at or around the same time as those securities are recommended to clients. This may create a situation where the Registrant and/or its associated persons has a potential conflict of interest with Clients, which the Registrant must disclose to Clients and must mitigate through policies and procedures. In accordance with its fiduciary responsibilities to its clients, the Registrant and/or its associated persons will generally be "last in" and "last out" for any trading that may occur in securities that are not exempt from federal reporting – e.g. mutual funds and direct obligations of the U.S. Government. The Registrant has also, in accordance with Section 204A of the Investment Advisers Act of 1940, adopted written policies reasonably designed to prevent the misuse of material non-public information, which are maintained and enforced in order to detect scalping, front-running, and other potentially abusive practices by the Registrant and/or its associated persons

Brokerage Practices (Item 12)

A. Recommended Broker-Dealer

In the event that the client requests that the Registrant recommend a broker-dealer/custodian for execution and/or custodial services (exclusive of those clients that may direct the Registrant to use a specific broker-dealer/custodian), Registrant may recommend that investment management accounts be maintained with Charles Schwab. Advisor is not affiliated with the brokerage firm. Broker does not supervise the advisor, its agents or activities. Portolan Financial does not receive any compensation from the commissions charged by any recommended broker-dealer/custodian, nor does the Registrant receive any soft dollar benefits from them. Portolan Financial uses Charles Schwab because they provide custodial needs without compensation in either direction, and their fees and commissions charged to clients are either zero or extremely minimal. The Registrant does not prohibit our clients from using other broker-dealers to execute transactions and settle them with a separate custodian; however, additional charges may apply that would make doing so more costly.

B. Directed brokerage

The Registrant does not generally accept directed brokerage arrangements (when a client requires that account transactions be effected through a specific broker-dealer). In such client directed arrangements, the client will negotiate terms and arrangements for their account with that broker-dealer, and Registrant will not seek better execution services or prices from other broker-dealers or be able to "batch" the client's transactions for execution through other broker-dealers with orders for

other accounts managed by Registrant. As a result, client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case.

C. Contracts

Prior to engaging Registrant to provide investment management services, the client will be required to enter into a formal advisory contract with Registrant setting forth the terms and conditions under which Registrant shall manage the client's assets, and a separate custodial/clearing agreement with each designated broker-dealer/custodian.

D. Bunching orders

Portolan Financial may aggregate the client orders with those of other clients in a bunched trade or trades when securities are purchased or sold. For each account that Portolan Financial includes in the bunched trade, Portolan Financial must reasonably believe that the bunched order is consistent with its duty to seek best execution and may benefit the client and each client participating in the aggregated order. The average price per share of each bunched trade is allocated to each account that participates in the bunched trade. Accounts that participate in the same bunched trade are charged transaction costs, if applicable, in accordance with their advisory contracts. If a bunched order cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent with the initial pre-allocation. Partial fills will be allocated in a way that does not consistently advantage or disadvantage particular client accounts and are generally filled pro-rata among participating accounts.

Review of Accounts (Item 13)

A. Frequency of Reviews

Accounts are monitored on a regular and continuous basis by Portolan Financial. Reviews are conducted by the Registrant's President and CCO, Mr. Figgatt. Formal reviews are conducted at least annually, or more frequently depending on the needs of the Client.

B. Causes for Reviews

In addition to the ongoing investment monitoring noted in Item 13.A., accounts may be reviewed as a result of major changes in economic conditions, material market or political events, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account. All investment supervisory clients are advised that it remains their responsibility to advise the Registrant of any changes in their investment objectives and/or financial situation. All clients (in person or via telephone) are encouraged to review financial planning issues, investment objectives and account performance with the Registrant on an annual basis.

C. Review Reports

The Client will receive brokerage statements no less than quarterly from the trustee or custodian. These brokerage statements are sent directly from the custodian to the Client. The Client may also establish electronic access to the custodian's website so that the Client may view these reports and their account activity. Client brokerage statements will include all positions, transactions and fees relating to the Client's account(s). Portolan Financial may also provide Clients with periodic reports regarding their holdings, allocations, and performance.

Client Referrals and Other Compensation (Item 14)

A. Economic Benefits Received by Portolan Financial

Portolan Financial is a fee-only advisor, who, in all circumstances, is compensated solely by the

Client. We do not receive commissions or other compensation from broker dealers or any unrelated third party. Portolan Financial may refer Clients to various third parties to provide certain financial services necessary to meet the goals of its Clients. Likewise, we may receive referrals of new Clients from a third party.

B. Compensation for Client Referrals

Portolan Financial does not engage paid solicitors for Client referrals, and we do not compensate any person or entity for client referrals.

Custody (Item 15)

A. Custody of Securities

Portolan Financial does not accept or maintain custody of any Client accounts or securities. All Clients must place their assets with a qualified custodian. Advisor is not affiliated with the custodian. The custodian does not supervise the advisor, its agents or activities. Clients are required to select their own custodian to retain their funds and securities and coordinate with Portolan Financial to utilize that custodian for the Client's security transactions. The Registrant has indirect custody of client funds and securities because of the authorization and ability to deduct advisory fees directly from Clients' accounts; nonetheless, the Registrant has implemented the safeguard requirements of state regulations by requiring safekeeping of Clients' funds and securities by a qualified custodian. Additionally, Portolan Financial will send itemized advisory fee invoices for the covered billing period to Clients. The itemized invoice will include details regarding the amount of the advisory fee to be withdrawn, the value of the assets on which the fee is based, and the formula used to calculate the advisory fee.

B. Account Statements

Client account statements are mailed or sent electronically by the account custodian. Clients are advised to review account statements carefully, comparing asset values, holdings, and advisory fees on current statements to that in previously received confirmations and statements. Clients should note that the account custodian does not verify the accuracy of the Registrant's advisory fee calculation.

Investment Discretion (Item 16)

A. Discretionary and Non-Discretionary Authority

The Client can determine to engage the Registrant to provide investment advisory services on either a discretionary basis or non-discretionary basis. In a non-discretionary account, the client makes all trading decisions, so Portolan Financial will only purchase or sell securities which have been approved by clients in advance. In a discretionary account, Portolan Financial has full authority to buy, sell, or otherwise effect investment transactions involving the assets in the client's name found in the discretionary account, but all investment decisions are made in accordance with the Client's stated investment. Clients may, at any time, advise Portolan Financial in writing of any limitations on the Registrant's discretionary authority. Clients may impose limitations on: the types or amounts of specific securities purchased for the account; exclude the ability to purchase securities with an inverse relationship to the market; dollar amounts or percentage of investments in specific asset classes; etc.

B. Assumption of Discretionary Authority

Prior to the Registrant providing investment advisory services, the Client shall be required to execute an advisory contract, which shall specify any account(s) over which the Registrant will assume discretionary authority. (For further detail about advisory contract, please reference Item 5.A.)

Voting Client Securities (Item 17)

Portolan Financial does not accept proxy-voting responsibility for any Client. Clients are exclusively responsible for casting proxy votes. Clients are also responsible for directing shareholder action items relative to mergers, acquisitions, tender offers, bankruptcy proceedings and other type events pertaining to the securities held in accounts managed by the Registrant. Clients will receive proxy solicitation directly from their custodian.

Financial Information (Item 18)

A. Financial Condition

Portolan Financial is unaware of any financial condition that is reasonably likely to impair its ability to meet its contractual commitments relating to its discretionary authority over certain client accounts.

B. Balance Sheet Requirement

Portolan Financial does not require or solicit prepayment of more than \$500 in advisory fees per client, six (6) months or more in advance. Moreover, the Registrant does not meet any custody requirement that would require submitting its balance sheet.

C. Bankruptcy Petition Filings

Portolan Financial has not been the subject of a bankruptcy petition.

Requirements for State Registered Advisors (Item 19)

A. Firm Management

The founder and President of Portolan Financial is Thomas Figgatt. Specific information regarding Mr. Figgatt's educational and business background is outlined in his attached Brochure Supplement.

B. Other Business Activities

Neither Portolan Financial nor its management conduct any other business activities.

C. Performance-Based Fees

Portolan Financial does not assess performance-based fees. No employees of the Registrant receive performance-based compensation from advisory clients.

D. Disciplinary Disclosure Reporting

There are no legal, civil or disciplinary events to disclose regarding Portolan Financial or Mr. Figgatt. Neither Portolan Financial nor Mr. Figgatt has ever been involved in any regulatory, civil or criminal action. There are no arbitration claims, civil litigation, Self-Regulatory Organization proceedings, or administrative actions either pending or expected against Portolan Financial or Mr. Figgatt.

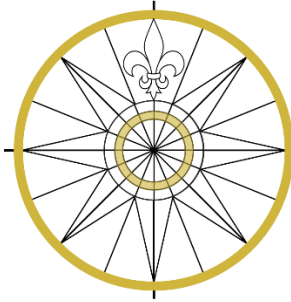
E. Relationships or Arrangements with Securities Issuers

Neither Portolan Financial nor its management has additional relationships or arrangements with any issuers of securities.

PORTOLAN FINANCIAL PLANNING, LLC

2116 Summit St
Durham, NC 27707
203-482-8004

www.portolanfinancial.com



PORTOLAN

Financial Planning

Brochure Supplement

(Form ADV Part 2B)

for

Thomas Figgatt, Jr.

Dated: January 30, 2024

This Brochure supplement provides information about Thomas Figgatt Jr., CRD No. 6887506, that supplements the firm brochure of Portolan Financial Planning, LLC, IARD No. 291370. You should have received a copy of that brochure. Please contact Mr. Figgatt at (203) 482-8004 or by email at tom@portolanfinancial.com if you did not receive the Portolan Financial brochure, or if you have any questions about the contents of this supplement. The information in this brochure supplement has not been approved or verified by the U.S. Securities and Exchange Commission (SEC) or by any state securities authority.

Additional information about Mr. Figgatt can be found on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov. This website can be searched by using the investment advisor representative's CRD number (shown above).

Educational Background and Business Experience (Item 2)

Investment Advisor Representative's information for Mr. Thomas Figgatt, Jr:

- (i) Year of birth: 1986
- (ii) Educational Background:
 - Masters in Financial Planning, Kansas State University, 2020
 - Master of Business Administration, University of South Carolina, 2014
 - Bachelor of Science in Economics, Duke University, 2008
- (iii) Business Background:
 - Founder and President, Portolan Financial, 2017-Present
 - Assistant Vice President, Bank of America, 2015-2017
 - Captain, United States Marine Corps, 2008-2015
- (iv) Professional Designations:
 - CFP® professional since 2020
 - Registered as an Enrolled Agent with the Internal Revenue Service since 2019

Disciplinary Information (Item 3)

There are no legal, civil or disciplinary events to disclose regarding Mr. Figgatt. You may independently view the background of Mr. Figgatt on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov, using his Individual CRD number of 6887506.

Other Business Activities (Item 4)

Mr. Figgatt is not involved in any other investment or non-investment related activity.

Additional Compensation (Item 5)

Mr. Figgatt does not receive any additional compensation or economic benefit from third parties.

Supervision (Item 6)

Mr. Figgatt serves as the President and Chief Compliance Officer (CCO) of Portolan Financial, and he can be reached at (203) 482-8004 or by email at tom@portolanfinancial.com. Portolan Financial has instituted a Code of Ethics and Privacy Policy, and administers supervision through the application of its written supervisory policies and procedures. Clients can request copies of the Code of Ethics or Privacy Policy at any time, or view them on the Registrant's website at www.portolanfinancial.com.

Requirements for State-Registered Advisers (Item 7)

This disclosure is required by Louisiana securities authorities and is provided for your use in evaluating this investment advisor representative's suitability.

A. Mr. Figgatt has NOT been involved in any of the events listed below:

1. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following: (i) an investment or an investment-related business or activity; (ii) fraud, false statement(s), or omissions; (iii) theft, embezzlement, or other wrongful taking of property; (iv) bribery, forgery, counterfeiting, or extortion; or (v) dishonest, unfair, or unethical practices.
2. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following: (i) an investment or an investment-related business or activity; (ii) fraud, false statement(s), or omissions; (iii) theft, embezzlement, or other wrongful taking

of property; (iv) bribery, forgery, counterfeiting, or extortion; or (v) dishonest, unfair, or unethical practices.

B. Mr. Figgatt has NOT been the subject of a bankruptcy petition in the past ten years.