

HARPETH SECURITIES

MEMBER: FINRA, SIPC

LLC

Customer Relationship Summary Revised Effective June 4, 2024

Harpeth Securities, LLC (herein referred to as “Harpeth,” “us,” “our” or “we”) is a broker-dealer registered with the United States Securities and Exchange Commission (SEC) and is a member of the Financial Industry Regulatory Authority (FINRA) and the Securities Investor Protection Corporation (SIPC). Brokerage and investment advisory services, and the fees associated, differ and it is important that you understand the differences. Free and simple tools are available to research firms and financial professionals at Investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisors, and investing.

What investment services and advice can you provide me?

Harpeth offers private placement transactions where shares of or other investments are purchased directly from the company (“issuer”). We encourage you to ask your Investment Professional if any investment limitations or account requirements apply to you. We do not exercise discretion, meaning we typically provide recommendations to you on specific investments, but you make the final investment decision for your account.

Harpeth does require you to open or maintain an account (nor do we provide such services), nor do we monitor your brokerage account investments. There may be restrictions on the purchase of the private placements such as a minimum purchase amount and minimum income and/or net worth requirements as determined by the issuer.

For additional information, please visit our website <http://www.harpethcapital.com>.

Conversation Starters. Ask your Investment Professional –

- ***Given my financial situation, should I choose a brokerage service? Why or why not?***
- ***How will you choose investments to recommend to me?***
- ***What is your relevant experience, including your licenses, education, and other qualifications? What do these qualifications mean?***

What fees will I pay?

Investors do not pay any compensation to Harpeth. The commission or success fee is paid to us directly from our client, the issuer. As a result, the full principal amount of your investment is invested in the securities offering. Because we are compensated by the issuer, this creates a conflict of interest. For a full description of your individual securities offering, please refer to the offering memorandum, private placement memorandum, or other type of disclosure document provided at the time of purchase.

There are no additional fees associated with the purchase of private placements such as custodial fees or account maintenance fees.

You will pay fees and incur costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.

For additional information, please visit our website <http://www.harpethcapital.com>.

Conversation Starters. Ask your Investment Professional –

- *Help me understand how these fees and costs may affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?*

What are your legal obligations to me when providing recommendations? How else does your firm make money and what conflicts of interest do you have?

When we provide you with a recommendation, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts between your interests. You should understand and ask us about these conflicts because they can affect the recommendations we provide you. Here are some examples to help you understand what this means.

- Investment recommendations are limited to only products with which Harpeth has contracts or selling agreements. Comparable products at another firm may have lower costs or fees.
- Your Investment Professional may offer a product to you that may cost more and, therefore, you will be charged more.
- More transactions in your brokerage account equates to more commissions generated and paid by you.

Conversation Starters. Ask your Investment Professional –

- *How might your conflicts of interest affect me, and how will you address them?*

For additional information, please visit our website <http://www.harpethcapital.com>.

How do your Investment Professionals make money?

The majority of the compensation Harpeth receives is passed along to your Investment Professional. Our Investment Professionals are compensated based on the products they sell and therefore can earn higher commissions by recommending certain products. Investment Professionals may also be issued warrants on certain private placements.

Do you or your Investment Professionals have legal or disciplinary history?

Yes. Visit <https://www.investor.gov/CRS> for a free and simple tool to research Harpeth and our Investment Professionals.

Conversation Starters. Ask your Investment Professional –

- *As an investment professional, do you have any disciplinary history? For what type of conduct?*

Additional Information

You can find additional information about our services and request a copy of the current relationship summary by visiting <http://www.harpethcapital.com> or by calling us at 615-296-9840.

Conversation Starters. Ask your Investment Professional –

- *Who is my primary contact person? Is he or she a representative of an investment advisor or broker-dealer?*
- *Who can I talk to if I have concerns about how this person is treating me?*