

March 28, 2024

Las Olas Capital
Form CRS Relationship Summary
Las Olas Capital Advisors LLC & Las Olas Capital Partners LLC

Las Olas Capital operates through various affiliated entities, including [Las Olas Capital Advisors LLC](#) and Las Olas Capital Partners LLC. Las Olas Capital Advisors, LLC is registered with the Securities and Exchange Commission as an investment adviser and, as such, we provide advisory services rather than brokerage services. Las Olas Capital Partners, LLC is registered with the Securities and Exchange Commission as a broker-dealer and is also a member of FINRA and SIPC.

Brokerage and investment advisory services and fees differ. It is important for you to understand these differences and the terms and conditions of the relationship you have established with us. Free and simple tools are available to research firms and financial professionals at www.Investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.

What investment services and advice can you provide me?

Clients of Las Olas Capital Advisors, LLC receive the following investment advisory services to retail investors: **Sponsor and Manager of a Wrap Fee Program including Selection of Other Advisers; Portfolio Management Services; Financial Planning Services; Non-Transactional Advice and Consulting Services; Private Fund Offerings.** Detailed information regarding our services, fees and other disclosures can be found in our Form ADV Part 2A, Items 4, 7, 8, 13 and 16, and Form ADV Part 2 Appendix 1, Items 4, 5, 6 and 9, by clicking this link [Las Olas IAPD](#).

Clients of Las Olas Capital Partners, LLC receive brokerage services to *retail investors* that are limited to **private placements of securities**. We do not offer any other types of securities or traditional brokerage services, nor do we custody assets. If you conduct a transaction with our firm, as part of our standard service we will not monitor your investments on a regular basis. For parameters of the services, accounts and investments listed above, please refer to disclosures in the private placement memorandum for a specific offering.

Overview

Brokerage Services

Clients of Las Olas Capital Partners, LLC receive brokerage services to retail investors that are limited to private placements of securities. We do not offer any other types of securities or traditional brokerage services.

Investment Advisory Services

We offer the following investment advisory services to retail investors: Sponsor and Manager of Wrap Fee Program including Selection of Other Advisers; Portfolio Management Services; Financial Planning Services; Non-Transactional Advice and Consulting Services; Private Fund Offerings.

Monitoring

If you open an investment account with our firm, as part of our standard service we will not monitor your investments on a regular basis.

If you open an investment account with our firm, as part of our standard service we will monitor your investments on a continuous basis.

Investment Authority

When you receive a brokerage recommendation, you make the ultimate decision whether to buy, sell, or hold the security.

Through our Wrap Fee Program, we manage investment accounts on a discretionary basis whereby we will decide which investments to buy or sell for your account. You may limit our discretionary authority by providing our firm with your restrictions and guidelines in writing. We also offer non-discretionary investment management services whereby we will provide advice, but you will ultimately decide which investments to buy and sell for your account. You have an unrestricted right to decline to implement any advice on a non-discretionary basis.

Limited

Our clients are limited to participation in private

We provide advice on various types of

March 28, 2024

Investment Offerings	placements of securities. We do not offer any other type of securities or traditional broker services.	investments. Our services are not limited to a specific type of investment product. In general, we require a minimum portfolio value of \$1,000,000 to open and maintain an advisory account, which may be waived at our discretion. However, in the event our minimum portfolio value is not met, we may impose a minimum annual fee of \$10,000
Account Minimums and Other Requirements	We do not have any minimums or other requirements, other than what is stated within a private security private placement memorandum.	

For additional information about brokerage services, our Client Relationship Summary that may be found at [Form CRS](#). Additional information about advisory services can be found in our Form ADV Part 2A, Items 4, 7, 8, 13 and 16, and Form ADV Part 2 Appendix 1, Items 4, 5, 6 and 9, by clicking this link <https://adviserinfo.sec.gov/firm/brochure/175077>.

<p>Key Questions to Ask Your Financial Professional</p> <ul style="list-style-type: none"> ✓ 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?
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What fees will I pay?

The fees you pay depend on whether you choose brokerage services, advisory services, or both.

Brokerage Fees and Costs	Advisory Fees and Costs
<p>Las Olas Capital Partners, LLC may charge a commission fee to its retail customers as described in the Investor agreement. Additionally, each private placement offering may involve a variety of fees and expenses associated with investments you make which are described in the private placement memorandum's use of proceeds. If we do not charge a commission through an Investor Agreement, we may be paid a placement agent fee from the issuer based on the assets we place with the issuer of the offering. In either scenario, we have an incentive to increase the amount of funds you invest in an offering which creates a conflict of interest.</p> <p>We may also receive part of the management fee and carried interest pursuant to our agreement with the issuer as disclosed in the private placement memorandum.</p> <p>In addition to the issuer's principal fees and costs and the commissions charged under the Investor Agreement, there are no other fees allocated to you related to our brokerage services.</p>	<p>The following summarizes the principal fees and costs associated with engaging our firm for investment advisory services. For detailed information, refer to our Form ADV Part 2A and Part 2A Appendix 1 Brochures by clicking this link Las Olas IAPD. Refer to item 5 and item 4, respectively.</p> <ul style="list-style-type: none"> • Wrap Program Fees – Payable monthly in advance. Since the fees we receive are asset-based (i.e., based on the value of your account), we have an incentive to increase your account value which creates a conflict. Asset based fees associated with a wrap fee program generally include most transaction costs and fees to a broker-dealer or bank that has custody of the assets; therefore, the asset-based fee is higher than a typical asset-based advisory fee. Since our firm pays the transaction costs associated with securities transactions in your account, we have an incentive to minimize trading in your account. • Proprietary Private Fund Fees – Fees and conflicts of interest are outlined in the subscription agreement or offering documents. • Examples of the most common fees and costs applicable to our clients are fees related to mutual funds and exchange-traded funds, margin interest, trade-away and prime brokerage related fees, certain custodial fees and other product-level fees associated with your investments.

You will pay fees and 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.

March 28, 2024

For detailed information regarding our placement agent fees or commissions, refer to the *investor agreement* and disclosures in their respective *private placement memorandum*.

Key Questions to Ask Your Financial Professional

- ✓ **Help me understand how these fees and costs might 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 acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

When we act as your investment adviser, we must 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 with your interests. You should understand and ask us about these conflicts because they can affect the investment advice, we provide you. Here are some examples to help you understand what this means.

- **Private Fund Affiliation and Proprietary Products:** We or one of our affiliates serve as the general partner or are affiliated with one or more private funds (private pooled investment vehicles) in which you may be solicited to invest. Our Company, certain members of its management, and other knowledgeable employees may acquire, directly or indirectly, investment interests in our fund or have other financial interests (e.g., General Partner, Officers, Board Members, etc.) in the funds. This presents a conflict of interest because we have investments and/or are compensated by the private funds.
- **Broker-Dealer Affiliation:** We are affiliated with Las Olas Capital Partners, LLC ("LOCP"). LOCP may act as a placement agent for proprietary private funds. Please click the following link <https://lasolascap.com/> to access LOCP's Form CRS.
- **Third-Party Payments:** Persons providing advice on behalf of our firm are registered representatives with Las Olas Capital Partners, LLC, an affiliated broker-dealer. These persons receive compensation in connection with the purchase and sale of securities or other investment products. In certain instances, these same individuals will receive part of the management fees and carried interest associated with the investments that they recommend or sell to you. Compensation earned by these persons is separate and in addition to our advisory fees. This practice presents a conflict of interest because they have an incentive to recommend investment products based on the compensation received rather than solely based on your needs.

Refer to our Form ADV Part 2A, Items 5, 10, 12 and 14, and Form ADV Part 2 Appendix 1, Items 4 and 9, Brochures by clicking this link [Las Olas IAPD](#) to help you understand what conflicts exist.

Key Questions to Ask Your Financial Professional

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

How do your financial professionals make money?

Financial professional servicing your account(s) are compensated based on the percentage of revenues generated from your account(s) which is based on the following factors: the amount of client assets they service, the time and complexity required to meet a client's needs, and the revenue the firm earns from the person's services or recommendations. They may also receive non-cash compensation in the form of equity in the issuer.

Do you or your financial professionals have legal or disciplinary history?

Yes, our firm or our financial professionals currently have legal or disciplinary history to disclose. These events are disclosed in either our Form ADV or the specific individual's Form U4. These documents can be found at [Investor.gov/CRS](https://www.investor.gov/crs).

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

When we provide you with a recommendation, we must 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 with 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.

- **Proprietary Products:** We or one of our affiliates serve as the general partner, manager or member or are affiliated with one or more private funds (private pooled investment vehicles) in which you may be solicited to invest. Our Company,

March 28, 2024

certain members of its management, and other knowledgeable employees may acquire, directly or indirectly, investment interests in our fund or have other financial interests (e.g. General Partner, Officers, Board Members, etc.) in the funds. This presents a conflict of interest because we have investments and/or are compensated by the private funds.

- *Investment Adviser Affiliation:* We are affiliated with Las Olas Capital Advisors, LLC ("LOCA"). LOCA may act as investment manager for proprietary private funds. Please click the following link [Form CRS](#) to access LOCA's Form CRS.
- *Third-Party Payments:* Our financial professionals will earn compensation in their separate capacities as registered representatives and investment advisory representatives at our SEC registered affiliate, Las Olas Capital Advisors, LLC in connection with investment recommendations made to you.

For additional information on our conflicts of interest, please see the disclosures in Las Olas Capital Advisors, LLC, our SEC Investment Advisory affiliate's Form [ADV Part 2A Brochure as well as 2A Appendix 1](#).

Key Question to Ask Your Financial Professional

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

How do our financial professionals make money?

The financial professional servicing your account(s) are compensated based on salary and commissions earned on assets raised in private offerings. They may also receive non-cash compensation in the form of equity in the issuer. They may also receive cash or non-cash compensation for referrals to LOCA and its affiliates. This practice may present a conflict of interest as it gives employees an incentive to recommend LOCA.

Do you or your financial professionals have legal or disciplinary history?

Yes, our firm or our financial professionals currently have legal or disciplinary history to disclose. These events are disclosed in either our Form ADV, Form BD, and/or the specific individual's Form U4. These documents can be found by going to [ADV Part 2A Brochure as well as 2A Appendix 1](#).

Key Questions to Ask Your Financial Professional

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

You can find additional information about your investment advisory services and request a copy of the relationship summary at (954) 289-4690 or click the link provided [Form CRS](#)

Key Questions to Ask Your Financial Professional

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

March 28, 2024

**EXHIBIT TO AMENDED FORM CRS
FOR LAS OLAS CAPITAL ADVISORS AND LAS OLAS CAPITAL PARTNERS
SUMMARY OF MATERIAL CHANGES**

March 28, 2024

Form CRS has been amended from the Firm's Form CRS filing in March 2023 to combine the relationship summary for Las Olas Capital Advisors LLC and Las Olas Capital Partners LLC. No other material changes have been made to the brochure since the previous Form CRS filing.