

## **JUNE 30, 2020: FORM CRS (CUSTOMER RELATIONSHIP SUMMARY) A SUMMARY OF YOUR ADVISORY RELATIONSHIP WITH CASTLE HILL CAPITAL PARTNERS, INC.**

Castle Hill Capital Partners, Inc. (“Castle Hill”) is registered with Securities and Exchange Commission (SEC) as a Broker Dealer, a member of the Financial Industry Regulatory Authority (FINRA), and a member of the Securities Investor Protection Corporation (“SIPC”). We are not a Registered Investment Advisor. Brokerage and an investment adviser’s fees differ, and it is important for you to understand these differences and how they apply to you. Free and simple tools are available to research firms and our financial professionals at [Investor.gov/CRS](https://www.investor.gov/CRS), which also provides educational materials about broker-dealers, investment advisers, and investing.

### **ITEM 2 – RELATIONSHIPS AND SERVICES**

#### **WHAT INVESTMENT SERVICES AND ADVICE CAN YOU PROVIDE ME?**

Castle Hill acts as a broker and offers private placement of securities to qualified investors. Our clients are private issuers who are seeking to raise capital through private securities transactions with investors who are qualified to purchase their respective offering. Castle Hill does not hold customer accounts, accept customer funds or securities, and we do not maintain any clearing arrangements with clearing firms. Castle Hill will introduce our private issuer clients to institutional and other qualified investors, who will independently consider every investment opportunity presented. Our clients will engage directly with you in completing any transaction, and the sole decision to accept an investment will be with the private issuer. As the investor, you will make the ultimate decision regarding participation in any introduced investment. It is your responsibility to independently determine the suitability of any investment opportunity we present with respect to your investment goals and risk tolerance. We do not have access to your portfolio or account and will not monitor its performance. Although Castle Hill does not have a stated minimum initial investment amount, all of our investment introductions are intended for accredited investors, institutions, family offices, etc. Any investment that you may choose to purchase may have their own minimum investment amounts.

Our registered representatives are required to maintain certain securities licenses (such as a Series 7, or Series 82) that allow them to engage in the regulated activity of selling of private securities. Some of our registered representatives also hold industry designations such as Chartered Alternative Investment Analyst (CAIA) or Chartered Financial Analyst (CFA). It is important to understand that these licenses and designations merely demonstrate that the financial professional met the testing standards of the sponsor, and does not demonstrate expertise of the financial professional in any of the securities or products offered.

#### **QUESTIONS TO ASK YOUR FINANCIAL PROFESSIONAL:**

- Given my financial situation, should I choose 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?

### **ITEM 3 – FEES, COSTS, CONFLICTS, AND STANDARD OF CONDUCT**

#### **WHAT FEES WILL I PAY?**

Within your brokerage relationship at Castle Hill you will pay fees or commissions on each investment transaction you choose to invest in. Depending on the type of investment offered, fees will be structured and assessed differently. The detail of fees will be discussed with you by your financial professional and the private issuer and reviewed with you prior to the funding of any investment. Fees may be assessed in one of the following ways: 1) A private investment into a Fund will charge you management and performance fees. Castle Hill will be paid by the fund manager or sponsor, a percentage of those fees charged to your investment. 2) In a direct private investment, Castle Hill will charge a commission as a percent of the total investment amount. The buyer or the seller will pay this commission, and in some cases, shared between the buyer and seller. Sometimes we will receive equity in the form of warrants or stock as payment. This fee may reduce the amount of your investment. All commissions will be disclosed to you in the issuers disclosure documents or in our disclosure letter for each transaction or investment you choose to make. You may also incur other transaction fees for services directly from the issuer, which will be disclosed to you in the issuer’s subscription documents. Other firms could provide advice on a broader range of choices, some of which might have lower costs. 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 that you understand what commissions and fees you will be paying.

---

**QUESTIONS TO ASK YOUR FINANCIAL PROFESSIONAL:**

- Help me understand how these fees and costs might affect my investments?
- If I invest \$10,000, 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 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: 1) Castle Hill acts as a third party placement agent raising capital on behalf of our private issuer clients. We only make money if you complete a transaction in an investment we have recommended and introduced to you. 2) Transaction-based charges create an incentive for us to recommend more frequent investments than non-transaction based charges. 3) Our financial professionals sometimes invest in the same securities as you; therefore, they may have an incentive to favor their interests over yours. 4) Certain products may pay our Firm or our financial professionals more than other products. Please ask your financial professional to detail the commission to be received from the recommended investment against the other investments that may impose a lower commission. We are happy to discuss how these fees can affect the recommendations we provide you.*

---

**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?**

Your financial professional while at Castle Hill receives commissions generated from selling private placement securities to qualified investors. Your financial professional is not paid a salary based on assets under management, and will only receive commissions if you make an investment with one of our private issuer clients. This creates a conflict of interest you should be aware of. Additionally, we are paid a commission whether your investment makes or loses money. We have an incentive to provide investments where the investment manager shares the revenue they earn with us. You are welcome to ask your broker-dealer representative, or Castle Hill compliance, any questions concerning the commission they earn on each trade and how it affects their recommendations. Some of our Firm's registered representatives are engaged in outside business activities. These activities may pose an additional conflict to your investment. Our Firm supervises the business activities of our financial professionals through our compliance program. Outside business activities can be found on FINRA's Broker Check, [brokercheck.finra.org](http://brokercheck.finra.org).

---

**ITEM 4 – DISCIPLINARY HISTORY**

---

**DO YOU OR YOUR FINANCIAL PROFESSIONALS HAVE LEGAL OR DISCIPLINARY HISTORY?**

Yes, some do. Visit [Investor.gov/CRS](http://Investor.gov/CRS) for a free and simple search tool to research our financial professionals and us.

---

**QUESTIONS TO ASK YOUR FINANCIAL PROFESSIONAL:**

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

**FOR ADDITIONAL INFORMATION ABOUT OUR SERVICES OR AN UP TO DATE COPY OF THIS  
CUSTOMER RELATIONSHIP SUMMARY, PLEASE CONTACT:**

CASTLE HILL CAPITAL PARTNERS, INC.  
216 EAST 45<sup>TH</sup> STREET, SUITE 1301  
NEW YORK, NY 10017  
PHONE: (212) 784-6104  
EMAIL: [COMPLIANCE@CASTLEHILL.COM](mailto:COMPLIANCE@CASTLEHILL.COM)  
[WWW.CASTLEHILLCAP.COM](http://WWW.CASTLEHILLCAP.COM)

---

**QUESTIONS TO ASK YOUR FINANCIAL PROFESSIONAL:**

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