

ACP Capital Management, LLC

Form CRS Customer Relationship Summary – December 2023

1: INTRODUCTION

ACP Securities, LLC, “ACPS” or the “Firm” is ACP Capital Management, LLC, “ACPCM” or the “Adviser” is an investment adviser registered with the SEC. **Brokerage and investment advisory services and fees differ and it is important for you to understand these differences.** Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://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?

Our **advisory** services include discretionary (as part of our digital and non-digital advisor) and non-discretionary mandates. For non-discretionary portfolios, the investor makes the ultimate decision regarding the purchase and/or sale of investments. ACPCM also offers discretionary mandates with the following material limitations: our digital platform only provides advice on model portfolios with ETF's. Our digital advisory offering is described in our ADV Part 2 Wrap Fee Brochure and consists of an automated advisory service called ACP Investor. The Firm targets account minimums of \$250,000 with the exception of Structured Fixed Income Portfolios, where the minimum is \$1,000,000, and the digital advisor where the minimum is \$20,000, however we may grant exceptions. As part of our standard services, ACPCM generally monitors its accounts as necessary for the non-digital advisor and electronically for the digital advisor.

For additional information, please see the Firm's Form ADV Part 2A [brochure](#) (Items 4, 7, and 13) and Wrap addendum.

Conversation Starters. Ask your financial professional –

- Given my financial situation, should I choose an investment advisory 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 STANDARDS OF CONDUCT

What fees will I pay?

The advisory fee schedule on our advisory agreement is based on a percentage of assets under management and in the case of our Structured Products and Emerging Markets Fixed Income Portfolios a performance fee as well. The more assets you have under our management, the lower your fee rate. If you invest in our digital advisor that uses our Wrap program the asset-based fees associated with the wrap fee program will include most transaction costs and fees to the broker-dealer that has custody of these assets, and therefore are higher than a typical asset-based advisory fee. As the market value of your advisory accounts increase, the fees you pay us also increase, and thus we have an incentive to encourage you to increase the assets in your account. You pay our fees even if you do not have any transactions. Some investments, such as mutual funds and other investments managed by third parties, may impose additional fees (e.g., internal product-level fees) and the custodian may charge additional fees such as transaction costs when we buy or sell an investment for your account. As a fiduciary to you, we work to reduce these fees and 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 you understand what fees and costs you are paying.

For additional information, please see the Firm's Form ADV Part 2A brochure (Items 4,5,6,7 and 8) and Wrap addendum Please ask us for more information.

Conversation Starters. 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 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 investment advice we provide you. Here are some examples to help you understand what this means.

Examples of Ways We Make Money and Conflicts of Interest:

- **Financial Affiliations:** Adviser utilizes the affiliated Firm ACP Securities, LLC, “ACPS” as an introducing broker-dealer for certain securities transactions of advisory clients. In such case, the Firm and/or associated persons will receive compensation for brokerage transactions affected in these advisory accounts, and for the purchase of investment products recommended.
- **Performance-based Fees:** When performance fees are charged for your account based on our agreement with you, those fees can potentially incentivize us to make more speculative investments than would be the case in the absence of such performance fee arrangement.
- **Rebates and/or Trailer Fees:** Certain Investment Adviser Representatives (IAR) who are dually associated with the Firm receive additional compensation related to advisory assets in the form of referrals fees and rebates/trailer (i.e. 12b-1 fees), from mutual funds companies in which the IARs invest your money. These trailer fees are received by the Firm and shared with IARs of the Adviser. The receipt of trailer fees creates a conflict of interest and material incentive for your IAR to recommend purchases of mutual funds with rebate arrangements with the Adviser and its affiliates.
- **Referral Fees/Third Party Payments:** We may compensate individuals and/or entities for referring clients to us. There is a conflict of interest in utilizing a solicitor, or similar, as there is an incentive for us to select a particular individual / entity over another. There is also an incentive for us to manage more assets and receive higher compensation, while we share part of such compensation with the referring individual/entity.
- **Client Transactions and Personal Trading:** Our employees and their family members may recommend or invest in securities in which our related persons or affiliate, directly or indirectly, has a position or material financial interest. Similarly, we and our related persons may also buy or sell for ourselves securities that we also recommend to you. Such transactions can include trading in securities in a manner that may be inconsistent with the advice given to you. In certain instances, the results of the investment activities of our associated or related persons for their accounts can differ from the results achieved by or for the account we manage for you.
- **Proprietary products:** ACPS and or ACPCM might decide to develop investment products created internally within the group. These products may be offered to existing clients of both ACPS and ACPCM. Depending on the product, ACPS or ACPCM may charge investors different types of fees that may include but may not be limited to placement fees, management fees and performance fees. The Firm will share a portion of these fees with the financial representatives of both ACPS and ACPCM that introduced the investors.
- **Revenue Sharing/Placement Fees/Distribution Fees:** The Firm may recommend investment products (i.e. Hedge funds, private investment funds, direct deals, etc.) that offer these types of revenues to ACP. The Firm may in turn share these fees with investment representatives that solicited the products to investors.

Any conflicts of interest related to recommendations of other professionals will be disclosed to you in the event they should occur. We have policies and procedures to monitor the potential conflicts disclosed above. We render only disinterested and impartial advice to clients, and we are responsible for recommending investments based on your financial profile and objectives.

Conversation Starters. 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?

The Adviser’s Investment Adviser Representatives are compensated by a percentage of the assets under management they manage. The Firm has the discretion to compensate the financial professionals with a discretionary bonus based on performance be it of total assets under management or supervision or based on total revenues generated for a certain period of time. Our representatives can get increased compensation based on higher production. This represents a conflict of interest since the more commissions they generate, the more they earn. Certain products pay ongoing compensation (trailers), therefore our financial professionals (some of which may be dually registered) may be incentivized to recommend products that have higher fees and/or ongoing payments.

For additional information, please see the Firm’s Form ADV Part 2A brochure (Items 10 and 11) and Wrap addendum. Please ask us for more information.

ITEM 4: DISCIPLINARY HISTORY

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

Yes. Our financial professionals do have legal or disciplinary history. Please visit Investor.gov/CRS for a free and simple search tool to research us and our financial professionals.

Conversation Starters. Ask your financial professional –

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

ITEM 5: ADDITIONAL INFORMATION

For additional information about our investment advisory services or to request a copy of the relationship summary, please contact us at ffrazao@acpcapitalmanagement.com. If you would like additional, up-to-date information or a copy of this disclosure, please call 305- 670-4180.

Conversation Starters. 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?



ACP Capital Management, LLC **Exhibit to Form CRS –December 2023**

ACP Capital Management, LLC “ACPCM,” is required to update Form CRS when information in the Form CRS becomes materially inaccurate. This Exhibit summarizes the following material changes to ACP Capital Management’s Form CRS, since our last update on October 2023.

- Form was updated to split ACP Capital Management and ACP Securities into separate CRS forms. While most of the information is substantially similar, please read the updated document in its entirety.