

Rose Capital Advisors, LLC
March 28, 2024
FORM CRS - Client Relationship Summary

Rose 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. Brokerage and investment advisory services and fees differ and it is important for you, our client, to understand the differences. Additionally, 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. This document is a summary of the services and fees we offer to "retail" investors, which are natural persons who seek or receive services primarily for personal, family, or household purposes.

What investment services and advice can you provide me?

We offer the following investment advisory services to retail investors: **Sponsor and Manager of a Wrap Fee Program; Investment Management Services; Selection of Other Advisers; Financial Planning and Consulting Services; and Management Services to Private Pooled Investment Vehicles.**

Account Monitoring: If you open an investment account with our firm, as part of our standard service we will monitor your investments on an ongoing basis while regular account reviews are conducted at least annually.

Investment Authority: We manage investment accounts on a **discretionary** basis whereby **we will decide** which investments to buy or sell for your account. We have discretion to select, retain or replace third-party managers to manage your accounts. Although our typical practice is to discuss investments with you prior to executing a transaction, we do retain discretionary authority over your investments. You may limit our discretionary authority (for example, limiting the types of securities that can be purchased or sold for your account) by providing our firm with your restrictions and guidelines in writing.

Investment Offerings: We provide advice on various types of investments. Our services are not limited to a specific type of investment or product.

Account Minimums and Requirements: In general, we do not require a minimum dollar amount to open and maintain an advisory account; however, we have the right to terminate your account if it falls below a minimum size which, in our sole opinion, is too small to manage effectively. Investments in private funds are subject to minimum capital commitments and investor qualifications.

Detailed information regarding our services, fees and other disclosures can be found in our Form ADV Part 2A, Items 4, 7, 8 and 13, and Form ADV Part 2 Appendix 1 Brochures, Items 4, 5, 6 and 9, by clicking this link <https://adviserinfo.sec.gov/firm/brochure/173054>.

Key Questions to 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?**

What fees will I pay?

The following summarizes the principal fees and costs associated with engaging our firm for investment advisory services.

- **Wrap Program Fees** - Our fee schedule is a blended tiered fee, payable quarterly in advance, based upon the value of your assets on the last business day of the previous quarter. Since the fees we receive are asset-based (i.e. based on the value of your account), we have an incentive to encourage you to increase the assets in your account, which creates a conflict. Asset-based fees associated with a wrap fee program generally include most transaction costs and fees to a broker-dealer that has custody of the assets; therefore, the asset-based fees in a wrap fee program can be higher or lower than a non-wrap asset-based advisory fee account. Since our firm pays the transaction costs associated with securities transactions in your account, we have an incentive to minimize the trading in your account;
- **Other Advisors Fees** - If applicable, you will also pay advisory fees charged by third-party managers and/or sub-advisers, which are separate from our fees.
- **Fixed and Hourly Fees** - Payable as invoiced, if applicable;
- **Performance-based Fees** - Payable as disclosed in the offering documents. Performance-based fees create an incentive for our firm to make investments that are riskier or more speculative than would be the case absent a

performance-based fee arrangement. Since we manage both accounts that charge a performance-based fee and accounts that are charged another type of fee, we have an incentive to favor accounts for which we receive a performance-based fee;

- Examples of the most common fees and costs that may be applicable to our clients are:
 - Account maintenance, platform and certain custodian fees;
 - Margin interest and internal expense ratios charged by mutual funds and exchange-traded funds; 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. For detailed information, refer to our Form ADV Part 2A, Items 5 and 6 and Form ADV Part 2 Appendix 1, Item 4 Brochures by clicking this link <https://adviserinfo.sec.gov/firm/brochure/173054>.

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 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.

- **Third-Party Payments:** Persons providing advice on behalf of our firm are registered representatives with a broker-dealer or are licensed as independent insurance agents. These persons receive compensation in connection with the purchase and sale of securities, other investment products or selling insurance products, respectively. Compensation earned by these persons is charged separately from our advisory fees. This compensation is not part of the advisory fees you pay to our firm. 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.

- **Private Fund Affiliation:** We serve as the manager to 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 in the funds. This presents a conflict of interest because we have investments and/or are compensated by the private funds and have a financial incentive to recommend the funds to you.

Key Questions to Ask Your Financial Professional

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

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 <https://adviserinfo.sec.gov/firm/brochure/173054> to help you understand what conflicts exist.

How do your financial professionals make money?

The financial professionals servicing your account(s) are compensated by revenue from investment advisory services and commissions from private placements. Financial professionals' compensation is based on factors such as the amount of client assets they service, the time and complexity required to meet a client's needs, the products sold (i.e. differential compensation) and the revenue the firm earns from the person's services or recommendations.

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 by going to Investor.gov/CRS.

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 305-534-7673 or click the link provided <https://adviserinfo.sec.gov/firm/brochure/173054>.

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?**