

**Rialto Markets LLC**  
**Customer Relationship Summary (Form CRS)**  
**November 30<sup>th</sup>, 2024**

**Introduction**

**Rialto Markets LLC (“the Firm”)** is registered with the Securities and Exchange Commission as a broker-dealer and is a member of the Financial Industry Regulatory Authority (“FINRA”) and the Securities and Investor Protection Corporation. Brokerage and Investment Advisory fees differ, and it is important for you, the retail investor, to understand the differences. Free and simple tools are available to research firms and financial professionals at [www.investor.gov/CRS](http://www.investor.gov/CRS) which also provides educational materials about broker-dealers, investment advisers and investing.

**Relationships and Services**

***What investment services and advice can you provide me?***

**Rialto Markets LLC** acts as a Broker-Dealer. Our business focuses on private placement of securities, or a public offering investment opportunity. The Issuer’s offerings fall under SEC Reg D, Reg A and Reg CF. Private Placements are exempt from registration with the SEC and the Firm acts in the capacity of agent, which is contracted by the Issuer to assist with capital raising and is the “Broker of Record” on the transaction. We also are engaged by the Issuer to aid in obtaining information from you for suitability and “Know Your Customer” purposes and aiding the Issuer through the settlement process. The issuer (client) has sole discretion over whether to accept a proposed commitment by you, the retail investor. **We do not offer** any other type of products, services, or investments to retail Investors. We do not offer recommendations on investments. You can view any potential investment on the Issuer’s website. Should you, the retail investor, request information about a private placement of securities, either our Firm or the Issuer will provide you with a Private Placement Memorandum. **There is a minimum** commitment on your part that is required to participate in a private placement of securities, which are determined by the Issuer and vary by Issuer. **We do not monitor your investment.**

**You, the investor, make the ultimate decision regarding the purchase or sale of investments.**

**Additional Information:** To learn more about the brokerage services that Rialto Markets LLC offers, please speak directly with one of our Financial Professionals or visit our website at: [rialtomarkets.com](http://rialtomarkets.com).

*CONVERSATION STARTERS: 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?*

**Fees, Costs, Conflicts, and Standard of Conduct**

***What fees will I pay?***

In a private placement of securities, the investor does not pay any fees directly to our Firm. Our revenue stream is derived from “success fees” paid by an Issuer to the Firm, either on a “notional” basis with regard to Reg CF and Reg A transactions, or on a set fee per investor on Reg D offerings. The “success fees” are conditional and we are only paid upon the deal’s success. The fees paid to the Firm vary by Issuer and also differ between each Issue (capital raise) being offered. The fees are set forth in a written agreement (Engagement Letter) between the Firm and the issuer. Rialto Markets LLC may work with multiple Issuers at one time. There is a potential conflict of interest in which we make money is that the more successful the Issuer is in raising funds, the more fees the Firm will be paid.

**Additional Information:** 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. Please speak with your Registered Representative for additional information.

*CONVERSATION STARTER: 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 providing recommendations? How else does your firm make money and what conflicts of interest do you have?***

We do not provide recommendations to retail clients. Our website provides you with information about the various Regulation A+ offerings available and the Issuer with which we have an Agreements in effect. However, the way we make money creates some conflicts with your interests. You should understand and ask about these conflicts because they can affect the services we provide to you. Here is an example to help you understand what this means:

The amount of “success fees” will be determined by each Issuer in our Engagement with them. Therefore, acting as a Placement Agent, a conflict of interest exists because we are incentivized by successful offerings and the fees paid to the Firm on each offering will vary. The more investments made, the more “success fees” we will make under Reg CF and Reg A offerings.

We will provide you with the most current version of the offering materials as provided to us by an Issuer or direct you to an Issuer to obtain the material available for a potential investment directly from them.

**Additional Information:** Please feel free to discuss any questions that you have about conflicts of interest with your Registered Representative.

*CONVERSATION STARTER: How might your conflicts of interest affect me and how will you address them?*

***How do your financial professionals make money?***

Our financial professionals receive an annual salary. Currently there are no additional bonuses paid at any time to our financial professionals.

**Disciplinary History**

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

No. Please visit the following link for a free and simple search tool to research our firm and its financial professionals: [www.investor.gov/CRS](http://www.investor.gov/CRS).

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

**Additional Information:** You can find additional information about our brokerage services please speak with one of our Registered Representatives, visit our website [rialtomarkets.com](http://rialtomarkets.com).

You can find a free copy of Form CRS on our website. You can request up-to-date information and a hard copy of our Customer Relationship Summary (CRS) by emailing us at: [support@rialtomarkets.com](mailto:support@rialtomarkets.com) or phone us at 877-774-2586.

*CONVERSATION STARTER: 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?*