

Vienna Capital Partners LLC

Client Relationship Summary

July 2023

Vienna Capital Partners LLC (“VCP” or the “Firm”) is registered with the Financial Industry Regulatory Authority (“[FINRA](#)”) as well as the Securities and Exchange Commission (“[SEC](#)”) as a broker-dealer. Brokerage and investment advisory services and fees differ, and it is important for you to understand the differences. This Client Relationship Summary provides details about our brokerage services, fees, and other important information.

Free and simple tools are available for investors to research firms and financial professionals at [Investor.gov/CRS](https://www.investor.gov/CRS). Here, you can also find educational materials about broker-dealers, investment advisers, and investing.

What investment services and advice can you provide me?

Vienna Capital Partners LLC offers brokerage services to retail investors. Currently the Firm does not have a clearing relationship. The Firm is approved for the following business lines: Private Placement of Securities, Trading Securities for our own account, Underwriting and Merger & Acquisition Advisory Services. The Firm offers recommendations to its customers.

- VCP does not maintain customer accounts and as such does not monitor any of its customer investments. Representatives will discuss overall customer objectives and customers can ask representatives to discuss and explain any transaction they may engage in with VCP. Also, representatives discuss all recommendations to their clients on a per/transaction basis. Clients are NOT required to participate with every recommendation. Clients are permitted to decline any recommendation they do not to participate in.
- The client has the last word in the investment decisions.
- The Firm may sell proprietary products or offer proprietary products to its clients. Clients at the Firm make the decision which products they will purchase for themselves.
- The Firm may require a minimum investment amount and all investments are subject to the Firm’s suitability policy,

Conversation Starters. Ask your financial professional these questions to learn more:

- **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?**

For additional information, on products that the firm offers, please visit our website: www.viennacap.com

What fees will I pay?

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?**

Fees are paid to the Firm in several ways. Issuers pay Vienna a placement fee in direct relation to the amount of money that VCP raises for the issuer. The issuer may also pay stock, warrants or other compensation to VCP. Fees will differ per transaction. Placement Agent Fees will vary for each security offered and will be stated in the offering’s Private Placement Memorandum and or subscription documents.

Private Investment funds offered by Vienna may be managed by an affiliated or non-affiliated entity. These affiliated or non-affiliated companies may be entitled to:

- **Management Fee:** a stated percentage of the gross proceeds sold in an offering of a private investment fund.
- **Carried Interest:** affiliated companies may receive a percentage of any profit realized when a cash distribution takes place.
- **Distribution Fee:** a stated percentage of any distribution made in conjunction with a private fund investment.
- **Cost Reimbursement:** legal, banking, and accounting fees

Any fees related to an investment in a private investment fund will vary. Fee details are listed in the Private Placement Memorandum. Investors should carefully read these documents prior to making an investment. Fees paid are not contingent upon the financial performance of each company. Fees are due regardless of whether investors make or lose

money on their investments. Fees and expenses will result in a reduction of the amount of money one can make on investments over time. Investors must understand what fees and costs they are paying.

For more information, please contact your registered representative or our compliance department at: 347-247-9977.

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 must act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates inherent 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.

The Firm and its Registered Representatives earn by charging its clients commissions or by receiving fees directly from the issuers whose offerings the Firm may sell to you.

Additionally, the Firm may sell securities in Companies in which the Firm's owners have an interest, control and or manage those Companies. This creates an inherent conflict, and you should consider this before making an investment in an affiliated private placement which the Firm may offer. These and other risks will be disclosed in the respective offering documents and should be reviewed carefully prior to making any investment decisions.

Conversation Starter –

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

How do your financial professionals make money?

The firms Registered Representatives earn by charging commissions to their clients or receiving compensation from the issuer which the Firm has an engagement with to raise capital. This may cause a conflict of interest to in that the more transactions the Representatives solicit the more the Representatives can earn.

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

-Yes

You can visit [Investor.gov/CRS](https://www.investor.gov/crs) for a free and simple search tool to research our firm and financial professionals.

Conversation Starter –

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

For additional information about Vienna Capital Partners LLC, or to request a copy of this relationship summary please visit www.viennacap.com. You may also call 347-247-9977 to request up to date information or a copy of this relationship summary.

Conversation Starter –

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