

JANUARY 11, 2024

Praxess Securities, LLC (“we” or “us”) is registered with the Securities and Exchange Commission (SEC) as a broker-dealer and is a member of the Financial Industry Regulatory Authority (FINRA) and the Securities Investor Protection Corporation (SIPC). We are affiliated with Praxess Advisors, LLC, a Registered Investment Adviser in the State of Tennessee.

Brokerage and investment advisory services and fees differ, and it is important for a retail investor to understand the differences. The SEC offers free and simple tools to research firms and financial professionals at investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.

WHAT INVESTMENT SERVICES AND ADVICE CAN YOU PROVIDE ME?

We offer investors the opportunity to invest in one or more private investment vehicles. We offer services in connection with securities offerings available to eligible investors through our member-only online portal (the “Portal”). Our services are targeted to accredited investors and qualified purchasers with minimum investment requirements outlined in our private placement memorandum (“PPM”) or similar offering documents. All our activities are performed on a non-discretionary basis, which means that you make the ultimate decision regarding the purchase or sale of any investment. We do not monitor any of your specific investments.

Ask your financial professional the following questions:

- **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?**

WHAT FEES WILL I PAY?

We do not assess brokerage trading fees on our clients, but we do receive fees in connection with various roles that we fulfill in connection with products placed through us. The applicable fees vary by offering and are disclosed in the offering documentation for each product.

Please note that if you invest in a product through Praxess, you will pay fees and costs whether you make or lose money on the 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.

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 OUR LEGAL OBLIGATIONS TO YOU WHEN MAKING RECOMMENDATIONS? HOW ELSE DOES YOUR FIRM MAKE MONEY AND WHAT CONFLICTS OF INTEREST DO YOU HAVE?

When we provide a recommendation as a broker-dealer, we act in your best interest and do 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.

We do not monitor your portfolio or investments on an ongoing basis. When we provide recommendations or strategies, we must eliminate these conflicts or tell you about them and, in some cases, eliminate them. The more offerings in which you invest, the more compensation that we receive. This compensation creates an incentive for us to encourage you to invest in private placements. Transaction-based fees are based on a host of factors, including, but not limited to the type of offering participated in, size of your transaction and/or overall value of your investment, and frequency of your private placement investments. Our broker-dealer services and recommendations cover a limited selection of investments. Other firms could provide a wider range of choices, some of which may have lower costs.

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?

Our professionals are compensated through an annual salary and bonus structure. We do not compensate on a commission basis. We believe that this compensation method reduces any conflicting incentives for professionals to try to earn higher commissions by recommending certain products over others.

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

No, neither our firm nor our registered representatives have any legal or disciplinary history. Visit <https://www.investor.gov/> for a free and simple search tool to research our firm and all our financial professionals. **As a financial professional, “do you have a disciplinary history? If so, for what type of conduct?”**

WHO IS MY PRIMARY CONTACT PERSON? IS HE OR SHE A REPRESENTATIVE OF A BROKER/DEALER? WHO CAN I TALK TO IF I HAVE CONCERNS ABOUT HOW THIS PERSON IS TREATING ME?

You can find additional information about our services and request a copy of the relationship summary by emailing info@praxess.com or calling us at (615) 505-0394.