

# LYON CAPITAL MANAGEMENT, LLC

## Form CRS Client Relationship Summary

### February 19, 2024

Lyon Capital Management, LLC (referred to herein as “we”, “us”, or “our”) is registered with the Securities and Exchange Commission as an investment advisor. Brokerage and investment advisory services and fees differ and it is important for you to understand these differences. Free and simple tools are available for you to use 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 advisors, and investing.

#### WHAT INVESTMENT SERVICES AND ADVICE CAN YOU PROVIDE ME?

Our investment advisory firm offers portfolio management services to individuals and small business owners. Our firm requires a portfolio minimum of \$500,000 to engage us for advisory services. We tailor our investment advisory services to meet your individual needs. To determine your needs, we evaluate your financial goals, objectives, tolerance for risk, current assets, investment time horizon, cash flow needs, and tax considerations, among other factors. After you sign a contract with our firm to provide portfolio management services, we use financial data collected to develop an investment plan and asset allocation for your investment portfolio.

Our firm only provides portfolio management services under discretionary authority. The contract you sign gives our firm discretionary authority to make decisions (initial and ongoing) about your investment portfolio without your prior approval. Although investment decisions do not require your approval, we use our analysis of your financial circumstances to formulate and implement the agreed-upon investment plan and asset allocation strategy. Client portfolios are generally invested using our Value Contrarian Investment Strategy, which utilizes common stocks, preferred stocks, municipal bonds, corporate bonds, publicly-traded real estate investment trusts, U.S. Treasury securities, U.S. Agency securities, mutual funds, exchange-traded funds (ETFs), certificates of deposits, index-linked securities, and cash equivalents. We may also recommend that a portion of your portfolio be allocated to the Style Rotation ETF Strategy, which seeks to rotate into style-based exchanged-traded funds (ETFs) when a style is performing well and out when it is performing poorly. Even though we have discretionary authority, you may impose reasonable restrictions on our authority. Typical limits might include avoiding investments in specific industries or companies.

We monitor your investment portfolio continuously during our advisory relationship. We use our discretionary authority to make adjustments to the investments in your portfolio as a result of changes in economic or market conditions or other relevant factors, such as a change in your financial needs and circumstances.

For additional information, please use the hyperlinks here to review [Item 4 - Investment Management Services](#), [Item 7 - Types of Clients](#), and [Item 16 - Investment Discretion](#) in our Firm Brochure.

#### ***Ask your financial professional these questions about our relationships and services:***

- **Given my 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?

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.

Our firm charges an annual asset-based investment advisory fee. The fee is based on a percent of the value of the investments in the portfolio we manage for you. Our investment management fee schedule is negotiable.

We bill you quarterly in advance for our portfolio management services. The fee calculation is based on the value of the investment assets in your portfolio(s), including accrued interest, on the last business day of the previous quarter. For advisory fee calculation and billing purposes, we group accounts held by members of the same household.

In addition to the advisory fees you pay us, there are additional fees and costs associated with investing. These include transaction costs, internal mutual fund expenses, exchange-traded fund expenses, wire transfer and electronic fund transfer fees, mailing fees, insufficient funds fees, and regulatory fees for securities sold, among others. Please feel free to inquire about additional fees and costs that impact your investments. We will provide you with a detailed listing of fees and expenses upon your request.

For additional information, please use the hyperlink here to review [Item 5 - Fees and Compensation](#) in our Firm Brochure

#### ***Ask your financial professional this question about the impact of fees and costs on investments:***

- **Help me understand how these fees and costs might affect my investments. If I give you \$10,000, 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 ADVISOR? HOW ELSE DOES YOUR FIRM MAKE MONEY AND WHAT CONFLICTS DO YOU HAVE?

When we act as your investment advisor, we have a duty to act in your best interest and not put our interests 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.

Our legal obligation to you requires us to act with a substantial duty of care and to operate pursuant to a commitment of loyalty which means that we are required to provide advice and recommendations that are in your best interest.

In adhering to our duty of care mandate, we must endeavor to obtain detailed information regarding your financial circumstances. Also, we must ensure our recommendations align with those financial circumstances. We are also required to conduct due diligence regarding the investments we recommend to you and monitor our recommendations continually over the advisory relationship.

Our duty of loyalty to you requires our firm to provide advice that is free from self-interest and to always place your interests before our own. We must make full and fair disclosure of all material facts related to our advisory services. We are also required to avoid or disclose circumstances where our interests actually conflict, could potentially conflict, or have an appearance of conflict with your interests.

The way our firm makes money conflicts with your interests. We make money by charging you an asset-based investment advisory fee. The prospect of additional fee revenue incentivizes us to encourage you to invest more assets with us. We earn additional advisory fees as a result of managing more investment assets for you. The incentive to increase our assets under management and fee revenue creates an inherent conflict with your interests.

Please use the hyperlinks here to review **Item 11 - Code of Ethics**, **Item 12 - Brokerage Practices**, and **Item 17 - Voting Client Securities** in our Firm Brochure.

### ***Ask your financial professional this question about our conflicts of interest:***

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

## HOW DO YOUR FINANCIAL PROFESSIONALS MAKE MONEY?

Our financial professionals are paid a salary by our firm. Some financial professionals are provided compensation based on sales incentives. Sales incentives create conflicts with your interests because this arrangement incentivizes our financial professionals to engage more clients or to encourage you to invest more assets with us.

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

NO; neither our firm nor our financial professionals have a legal or disciplinary history. Please visit [www.investor.gov/CRS](http://www.investor.gov/CRS) for a free and simple search tool to research our firm and financial professionals.

### ***Ask your financial professional these questions about legal or disciplinary history information:***

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

For additional information about our investment advisory services, visit our website [www.lyoncapital.com](http://www.lyoncapital.com) or review the full copy of our Firm Brochure, as attached. If you would like additional, up-to-date information or a copy of this relationship summary, please contact us at 585-248-9821 or email Kate Lyon, our Chief Compliance Officer, at [kate@lyoncapital.com](mailto:kate@lyoncapital.com).

### ***Ask your financial professional these questions to obtain more information regarding our firm and services:***

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



**SCAN THIS CODE  
TO SAVE OUR CONTACT INFO  
TO YOUR MOBILE DEVICE**

SUMMARY OF CHANGES  
LYON CAPITAL MANAGEMENT LLC  
FORM CRS - CLIENT RELATIONSHIP SUMMARY  
**February 19, 2024**

We have made a few changes to the language in the last version of our Form CRS dated February 19, 2024. Regulations require that we advise you of the changes and revisions to this disclosure document. Accordingly, our changes are outlined below:

Revision 1

Section: Relationships and Services

Header: What Investment Services and Advice Can You Provide Me?

Changes to: Entire Section

In this section, we revised the disclosures to include information regarding a new investment strategy that we have employed to manage investment portfolios.

Revision 2

We have revised some language and content in this document to ensure that our disclosures are clear and concise.

END OF FORM CRS CHANGE REPORT  
**(02.15.2023 vs. 02.19.2024)**