

**Washburn Capital Management Inc.**  
**February 15, 2024**

**FORM CRS**

Washburn Capital Management Inc. 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: Portfolio Management Services.

- **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 and will conduct account reviews at least annually. We will provide you with additional or regular written reports in conjunction with the annual account reviews.
- **Investment Authority:** We manage investment accounts on a *discretionary* basis whereby *we will decide* which investments to buy or sell for your account. 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 offer advice on equity securities, corporate debt securities, municipal securities, United States government securities, options contracts, derivatives, money markets, mutual funds, and exchange traded funds ("ETFs"). Additionally, we may advise you on various types of investments based on your stated goals and objectives.*
- **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.

Detailed information regarding our services, fees and other disclosures can be found in our Form ADV Part 2A Brochure, Items 4, 7, and 8 by clicking this [link](#).

**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.

- **Asset Based Fees:** Our asset-based fees for portfolio management is based on a percentage of your assets we manage. Our annual portfolio management fee is billed and payable at the end of each calendar quarter based on the market value of the portfolio of the previous quarter. Our advisory fee is negotiable, depending on individual client circumstances and at our discretion. This presents a conflict of interest as we are financially incentivized to encourage you to place more assets in your advisory account as you will pay more in advisory fees.
- **Other Fees and Costs:** In addition to our advisory fee, you will also be responsible for third party manager and/or platform fees, custody fees, account administrative and maintenance fees, fees and expenses related to mutual funds and exchange traded funds, applicable securities transaction fees, and other product-level fees associated with your investments.
- **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.

For detailed information, refer to our Form ADV Part 2A Brochure, Items 5 and 6 by clicking this [link](#).

***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.

- Because our revenue is derived from asset-based fees, we have an incentive to grow your account as much as possible. This could cause us to take overly aggressive positions in conflict with your interests in an attempt to grow your account, or could incentivize us to inflate the valuations of illiquid investments held in your account.

***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 Brochure by clicking this [link](#) to help you understand what conflicts exist.

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

Our financial professionals are compensated by receiving a salary.

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

No, our firm and our financial professionals currently do not have any legal or disciplinary history to disclose. Visit [Investor.gov/CRS](https://www.investor.gov/CRS) for a free and simple research tool.

***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 772-564-7291 or clicking this [link](#).

***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?**

**Washburn Capital Management Inc.**  
**February 15, 2024**

**Exhibit to Form CRS**

Washburn Capital Management Inc. is required to update its Form CRS when information in the Form CRS becomes materially inaccurate. This Exhibit summarizes the following material changes to the firm's Form CRS.

- The Services and Advice section has been updated to include: Account Monitoring, Investment Authority, Investment Offerings, and Account Minimums and Requirements.
- The Fees section has been updated to include: Asset-Based Fees, Other Fees and Costs, and Additional Information.
- The Legal Obligations section has been updated to include the conflict of interest
- The way our Financial Professionals are compensated has been updated.