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FORM ADV PART 2A
BROCHURE

This brochure provides information about the qualifications and business practices of Vizcaya Capital Partners LLC ("Vizcaya Capital Partners", the "Adviser"). If you have any questions about the contents of this brochure, contact us at 305-602-5725 or nadav.goshen@vizcayacapital.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Vizcaya Capital Partners LLC is available on the SEC's website at www.adviserinfo.sec.gov.

Vizcaya Capital Partners LLC is a registered investment adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Item 2 Summary of Material Changes

This Brochure is dated March 30, 2024 and updates the prior Brochure, dated December 22, 2023. This summary of material changes is designed to make clients aware of information that has changed since the Brochure's last update and that may be important to them. We believe there have been no material changes made with this update since the prior version. Certain non-material updates have been made to this Brochure to supplement existing disclosure regarding our advisory business.

This summary of material changes is qualified in its entirety by reference to the full discussion in this Brochure. Investors are encouraged to read the Brochure in detail and contact Vizcaya Capital Partners with any questions. The Brochure can be accessed via the SEC Website at www.adviserinfo.sec.gov or by requesting a copy by contacting the Adviser at the phone number or e-mail address listed on the cover page of this Brochure.

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Item 4 Advisory Business

Description of Firm

Vizcaya Capital Partners LLC is a registered investment adviser based in Miami, Florida. We are organized as a partnership under the laws of the State of Florida. We began conducting business in 2023 following the approval of our investment advisor registration by the Securities & Exchange Commission ("SEC"). We are owned by Nadav Goshen, Andy Gilon, and Jose Marcano De Vicenti.

The following paragraphs describe our services and fees. Refer to the description of each investment advisory service listed below for information on how we tailor our advisory services to your individual needs. As used in this brochure, the words "we," "our," and "us" refer to Vizcaya Capital Partners LLC and the words "you," "your," and "client" refer to you as either a client or prospective client of our firm.

We use the terms "we" and "our" throughout this disclosure brochure to refer to Vizcaya Capital Partners LLC. The use of these terms is not intended to imply that there is more than one individual associated with this firm.

We provide portfolio management and administrative services to the Funds, including investigating, analyzing, structuring and negotiating potential investments, monitoring portfolio companies and advising the Funds as to disposition opportunities. Investors and prospective investors should refer to the offering documents for the Fund for a complete description of the risks, investment objectives and strategies, fees and other relevant information pertaining to investments in the Fund.

Types of Investments

We primarily offer advice on real estate and agricultural investments. Refer to the *Methods of Analysis, Investment Strategies and Risk of Loss* below for additional disclosures on this topic.

Additionally, we may advise you on various types of investments based on your stated goals and objectives. We may also provide advice on any type of investment held in your portfolio at the inception of our advisory relationship.

Since our investment strategies and advice are based on each client's specific financial situation, the investment advice we provide to you may be different or conflict with the advice we give to other clients regarding the same security or investment.

Assets Under Management

As of December 31, 2023, we provide continuous management services for approximately \$87,880,239 in client assets managed on a discretionary basis.

Item 5 Fees and Compensation

Private Fund Management Fee

We charge an initial one-time implementation fee of 1.5% which is payable in advance. This fee is charged for the initial setup of the managed assets in the Funds.

We charge an annual fee of 1.0% of the client assets managed in the Funds and for ongoing Fund management services. The annual fee is billed and payable quarterly in arrears based on the value of your account on the last day of the quarter. These fees and expenses are described in each private fund's offering documents.

Our Investment Management Agreement may be terminated upon 30 days' written notice of termination. Fees will be prorated to the date of termination; any accrued portion of the unpaid

payments will be paid to us by the Fund; any unearned portion of prepaid guaranteed payments will be refunded by us.

Compensation for Real Estate Products

Andy Gilon is separately licensed as a real estate agent. In this capacity, he can effect transactions in real estate for clients and earn commissions for these activities. The fees you pay our firm for fund management services are separate and distinct from the commissions earned for real estate related activities. This presents a conflict of interest because our investment advisor representative may have an incentive to recommend real estate to you for the purpose of generating commissions rather than solely based on your needs. However, you are under no obligation, contractually or otherwise, to purchase real estate through any person affiliated with our firm.

Independent Insurance Agents

Persons providing investment advice on behalf of our firm are licensed as independent insurance agents. These persons will earn commission-based compensation for selling insurance products, including insurance products they sell to you. Insurance commissions earned by these persons are separate and in addition to our fund management fees. This practice presents a conflict of interest because persons providing investment advice on behalf of our firm who are insurance agents have an incentive to recommend insurance products to you for the purpose of generating commissions rather than solely based on your needs. You are under no obligation, contractually or otherwise, to purchase insurance products through any person affiliated with our firm.

Item 6 Performance-Based Fees and Side-By-Side Management

We charge performance-based fees to "qualified clients" having a net worth greater than \$2,200,000 or for whom we manage at least \$1,100,000 immediately after entering an agreement for our services. Performance-based fees are fees based on a share of capital gains or capital appreciation of a client's account.

The fixed portion of the fee will not exceed 1.0% per annum of current portfolio equity, payable annually. The performance fee is generally equal to a maximum of 20% above 7% of the annual gross profits. Fees will be adjusted for deposits and withdrawals made during the 12-month period. In the event the client makes a complete withdrawal from the account on a date other than year-end, fees will be due at the time of withdrawal. Refer to the *Fees and Compensation* section above for additional information on this topic.

Performance-based fees are generally billed on an annual basis, payable at the time the agreement is completed, or the client terminated services with written notice.

Performance-based fees create an incentive for our firm to make investments that are riskier or more speculative than would be the case absent a performance fee arrangement. In order to address this potential conflict of interest, a senior officer of our firm periodically reviews client accounts to ensure that investments are suitable and that the account is being managed according to the client's investment objectives and risk tolerance.

Performance-based fees may also create an incentive for our firm to overvalue investments which lack a market quotation. In order to address such conflict, we have adopted policies and procedures that require our firm to "fairly value" any investments, which do not have a readily ascertainable value.

Side-by-side management might provide an incentive for our firm to favor accounts for which we receive a performance-based fee. For example, we may have an incentive to allocate limited investment opportunities, such as initial public offerings, to clients who are charged performance-based fees over clients who are charged asset-based fees only. To address this conflict of interest, we have instituted policies and procedures that require our firm to allocate investment opportunities (if they

are suitable) in an effort to avoid favoritism among our clients, regardless of whether the client is charged performance fees.

Item 7 Types of Clients

We offer investment advisory services to pooled investment vehicles.

We have no minimum fund size requirement.

Item 8 Methods of Analysis, Investment Strategies and Risk of Loss

Private Funds

We tailor our advice to each private fund based on the investment objective and restrictions (if any) set forth in the applicable offering memorandum, organizational documents, investment management agreement, limited liability agreement, limited partnership agreement and/or subscription agreements. Please refer to the Fund's offering documents for further information regarding methods of analysis, investment strategies and risk of loss.

Cash Management

We do not manage client cash balances.

Risk of Loss

Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

Recommendation of Particular Types of Securities

We primarily recommend real estate and agricultural investments. However, we may advise on other types of investments as appropriate for you since each client has different needs and a different tolerance for risk. Each type of security has its own unique set of risks associated with it and it would not be possible to list here all of the specific risks of every type of investment. Even within the same type of investment, risks can vary widely. However, in very general terms, the higher the anticipated return of an investment, the higher the risk of loss associated with the investment.

Item 9 Disciplinary Information

We are required to disclose the facts of any legal or disciplinary events that are material to a client's evaluation of our advisory business or the integrity of our management. We do not have any required disclosures under this item.

Item 10 Other Financial Industry Activities and Affiliations

Glide Capital LLC serves as the investment adviser to the Glide Master Fund SPC Ltd ("Fund" or "Master Fund"), a master fund based in the British Virgin Islands consisting of multiple feeder funds. We are not affiliated with Glide Capital LLC and have no ownership interest in the Master Fund. The funds are offered to certain sophisticated investors, who meet certain requirements under applicable state and/or federal securities laws. Investors to whom the fund are offered will receive an offering memorandum, organizational documents, investment management agreement, and/or subscription agreements from Glide Capital LLC. You should refer to the offering documents for a

complete description of the fees, investment objectives, risks and other relevant information associated with investing in the fund.

Arrangements with Affiliated Entities

Holding Companies

We are affiliated with the following holding companies through common control and ownership: Gilon Holdings, Inc., a holding company for investments, owned by Andy Gilon; Hemuna Corp., a holding company for investments, owned by Nadav Goshen; and Vizcaya Capital Holdings, a holding company for investments, owned by Nadav Goshen and Gilon. Our advisory services are separate and distinct from the compensation paid to our affiliates for their services.

Common Ownership

We are also affiliated through common ownership with the following entities: Vizcaya Capital Holdings; Vizcaya Capital Private Lending LLC; Vizcaya Opportunity Holding I - IX; Vizcaya Capital Building LLC; Vizcaya Insurance Services; and Vizcaya Capital LLC.

Insurance Agency and Agents

We are affiliated with Vizcaya Insurance Services through common control and ownership. Therefore, persons providing investment advice on behalf of our firm are licensed as insurance agents. These persons will earn commission-based compensation for selling insurance products, including insurance products they sell to you. Insurance commissions earned by these persons are separate from our advisory fees. See the Fees and Compensation section in this brochure for more information on the compensation received by insurance agents who are affiliated with our firm. This affiliated firm is otherwise regulated by the professional organizations to which it belongs and must comply with the rules of those organizations. These rules can prohibit paying or receiving referral fees to or from investment advisers that are not members of the same organization.

Licensed Real Estate Agents

Andy Gilon is separately licensed as independent real estate agent. In this capacity, he can effect transactions in real estate for clients and earn commissions for these activities. The fees you pay our firm for advisory services are separate and distinct from the commissions earned for real estate related activities. This presents a conflict of interest because our investment advisor representative can have an incentive to recommend real estate to you for the purpose of generating commissions rather than solely based on your needs. However, you are under no obligation, contractually or otherwise, to purchase real estate through any person affiliated with our firm.

As a fiduciary, our firm and its associated persons will always act in our clients best interest.

Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Description of Our Code of Ethics

We strive to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics includes guidelines for professional standards of conduct for persons associated with our firm. Our goal is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing with you. All persons associated with our firm are expected to adhere strictly to these guidelines. Persons associated with our firm are also required to report any violations of our Code of Ethics. Additionally, we maintain and enforce written policies reasonably designed to prevent the misuse or dissemination of material, nonpublic information about you or your account holdings by persons associated with our firm.

A copy of our Code of Ethics is available by contacting us at the telephone number or email address on the cover page of this brochure.

Participation or Interest in Client Transactions

Neither our firm nor any persons associated with our firm has any material financial interest in client transactions beyond offering portfolio management and administrative services to the Funds, as disclosed in this brochure.

Item 12 Brokerage Practices

Investments made by individual investors in the Funds will be held on deposit with a qualified custodian such as a bank, trust company, or other qualified financial institution.

Research and Other Soft Dollar Benefits

We provide portfolio management and administrative services to the Funds; therefore, we do not have soft dollar arrangements.

Brokerage for Client Referrals

We do not receive client referrals from broker-dealers in exchange for cash or other compensation, such as brokerage services or research.

Directed Brokerage

We provide portfolio management and administrative services to the Funds; therefore, we do not offer direct brokerage.

Item 13 Review of Accounts

As the adviser to the Funds, we monitor the investments in the Funds on a quarterly basis to ensure they are consistent with the investment objectives of the funds. Additional reviews may be conducted based on various circumstances, including, but not limited to:

- year-end tax planning;
- market moving events; and/or
- security specific events.

Item 14 Client Referrals and Other Compensation

We provide portfolio management and administrative services to the Funds. We do not receive any compensation from any third party in connection with providing investment advice to the Funds, nor do we compensate any individual or firm for client referrals.

Item 15 Custody

We serve as the delegated investment adviser to certain private investment pools (collectively, the "Funds"), and their respective segregated portfolios. In our capacity as investment adviser to the Funds, we do not hold, directly or indirectly, the Funds' funds or securities, nor do we have any authority to obtain possession of them, in connection with the advisory services we provide to the Funds.

Item 16 Investment Discretion

We provide discretionary investment advisory services to Funds under our agreement with each Fund.

Item 17 Voting Client Securities

We will not vote proxies on behalf of advisory accounts.

Item 18 Financial Information

We are not required to provide a balance sheet or other financial information to our clients because we do not require the prepayment of fees in excess of \$1,200 and six months or more in advance; we do not take custody of client funds or securities; and, we do not have a financial condition that is reasonably likely to impair our ability to meet our commitments to you. Moreover, we have never been the subject of a bankruptcy petition.