



Item 1 – Introduction

Shining Rock Advisors LLC (“we”, “us” or “our”) is registered with the US Securities and Exchange Commission (“SEC”) as an investment advisor. Investment advisory services and compensation structures differ from that of a registered broker-dealer, and it is important that you, as a retail investor, understand the difference. Free and simple tools are available to research firms and financial professionals at www.investor.gov/CRS. The site also provides educational materials about broker-dealers, investment advisors, and investing.

Item 2 – Relationships and Services

What investment services and advice can you provide me?

We provide investment advisory services, including discretionary and non-discretionary investment management to individuals, trusts, and estates (our “retail investors”).

When a retail investor engages us to provide investment advisory services, we shall monitor, on a continuous basis, the investments in the accounts over which we have authority as part of our investment advisory service. Furthermore, when engaged on a discretionary basis, we shall have the authority, without prior consultation with you (unless you impose restrictions on our discretionary authority), to buy, sell, trade and allocate the investments within your account(s) consistent with your investment objectives. Our authority over your account(s) shall continue until our engagement is terminated. For retail investors who meet certain net worth or income requirements, we offer the opportunity to invest in certain Private Investments which are non-discretionary and would require your consent and approval.

We offer investment advisory services as part of our standard investment advisory engagement. We do not limit the scope of our investment adviser services to proprietary products or a limited group or type of investment. We do not require a minimum account size or investment amount for retail investors.

Additional Information: For more detailed information about our Advisory Business and the Types of Clients we generally service, please see Items 4 and 7, respectively in our ADV Part 2A.

Conversation Starters:

- *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?*

Item 3 – Fees, Costs, Conflicts, and Standard of Conduct

What fees will I pay?

We provide our investment advisory services on a fee-only basis. When engaged to provide investment advisory services, we shall charge a fee calculated as a percentage of your assets under our management (our “AUM Fee”). Private Investments will be billed quarterly at a flat rate of \$75 per \$10,000 of capital invested, with a minimum fee of \$75. Investments that distribute principal in the calendar year, will be charged based upon the remaining capital invested at the end of each quarter.

We typically deduct our AUM Fee from one or more of your accounts on a quarterly basis at the end of each quarter. Because our AUM Fee is calculated as a percentage of your assets under management, the more assets you have in the accounts we manage, the more you will pay us for our investment advisory services. Therefore, we have an incentive to encourage you to increase the assets maintained in accounts we manage.

Other Fees and Costs: Your investment assets will be held with a qualified custodian. Custodians generally charge brokerage commissions and/or transaction fees for effecting certain securities transactions. In addition, relative to all mutual fund and exchange traded fund purchases, certain charges will be imposed at the fund level (e.g. management fees and other fund expenses).

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.

Additional Information: For more detailed information about our fees and costs related to our management of your account, please see Item 5 in our ADV Part 2A.

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?*

What are your legal obligations to me when acting as my investment advisor?

When we act as your investment advisor, 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. As an example, the more assets there are in an investor's advisory account, the more an investor will pay in fees, and the firm may therefore have an incentive to encourage you to increase the assets in his or her account.

Conversation Starter:

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

Additional Information: For more detailed information about our conflicts of interest, please review our ADV Part 2A.

How do your financial professionals make money?

Our financial professionals are owners of the advisory company and are compensated based on the advisory company's annual income. You should discuss your financial professional's compensation directly with your financial professional.

Item 4 – Disciplinary History

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

No. We encourage you to visit www.investor.gov/CRS to research our firm and our financial professionals. Furthermore, we encourage you to ask your financial professional: As a financial professional, do you have any disciplinary history? If so, for what type of conduct?

Item 5 – Additional Information

For additional information regarding our firm's fees, services, and conflicts, please see our [Form ADV Part 2](#) or visit our website www.shiningrockadvisors.com. You may contact us by calling (828) 301-4322 to request a current copy of our ADV Part 2A or our relationship summary.

Conversation Starters:

- *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?*