

# FORM CRS RELATIONSHIP SUMMARY FOR: MITTLEMAN VALUE PARTNERS LLC

March 30, 2024

## **Item I: INTRODUCTION**

The name of our firm is Mittleman Value Partners LLC (the “Firm”) and we are registered as an investment adviser with the U.S. Securities and Exchange Commission. It is important for you to understand that investment advisory fees and brokerage fees are different from one another. You may wish to avail yourself of free and simple tools that are available to you for the purposes of researching the Firm as well as other firms and financial professionals at [Investor.gov/CRS](https://Investor.gov/CRS), which also provides information about broker-dealers, investment advisers, and investing in general.

## **Item II: RELATIONSHIP AND SERVICES**

### *What investment services and advice can you provide me?*

We only offer discretionary investment advisory services to individual/retail and institutional clients typically through separately managed accounts. Investments are limited to publicly-traded securities, typically equity securities and cash equivalents. We employ a concentrated, long-term investment approach, through investments in what we deem to be significantly undervalued securities, typically holding between 10 and 20 positions. Investments are made globally and are unconstrained by market capitalization. We do not tailor our investment strategy to the individual requests of our clients, rather allocations of investment opportunities among our clients are based on a variety of considerations, including: potentially different or conflicting investment objectives and strategies, risk parameters, cash movements, investment timing and liquidity availability, as well as legal, tax, and regulatory considerations. We review accounts quarterly at minimum, as part of our standard services. We impose minimum investment amounts to access our services. Account minimums are negotiable.

The discretionary authority provided to us by our clients means that we make all of the investment decisions pertaining to their accounts. Please see our ADV Part 2A (“Brochure”) that contains greater details about the firm’s services, personnel, risks and policies at: <https://adviserinfo.sec.gov>.

We believe it is important for you to understand your account, its terms and limitations and our mutual relationship thoroughly. It is in this connection that we should have a conversation where we, at minimum, help you to understand the answers to the following questions:

*\*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 III: FEES, COSTS, CONFLICTS AND STANDARD OF CONDUCT**

### *What fees will I pay?*

For the investment advisory services we provide to our clients, we are compensated through asset-based fees generally charged quarterly in arrears based upon the prior quarter end value of a client’s account. Asset-based fees payable by our clients are described in your Investment Advisory (or Investment Management) Agreement. In addition to the management fee, certain qualified accounts also will be charged a periodic performance-based fee/incentive allocation based on a percentage of your account’s net income for the period. The performance-based fee/incentive allocation is agreed upon and memorialized in your Investment Management Agreement with us and is generally paid on an annual basis. In addition to the above fees, your account may incur management and/or incentive fees from underlying collective investment vehicles (to the extent invested in such vehicles), as well as brokerage fees and other transactional costs that are assessed by your account’s broker-dealer/custodian if applicable or incurred by the underlying collective investment vehicles for all account transactions. Such additional fees and costs are listed in offering documents and/or periodic reports you receive from the underlying collective investment vehicles you are invested in, or your account’s broker-dealer/custodian if applicable. ***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.* The main conflict that exists between our interests and yours is that the greater the assets in your account, the greater the management fee we will collect; we, therefore, have an incentive to encourage or facilitate the increase of assets in your account. Also, a conflict inherently exists between accounts that charge a performance fee and accounts that do not. We are incentivized to favor accounts that charge a performance fee over accounts that do not.

*\*Help me understand how these fees and costs might affect my investments. If I give you \$100,000 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?*

**Standard of Conduct** *When we act as your investment adviser*, we have to act in your best interest and not to 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. In addition, should you invest in any offering for which we and/or a related entity have provided professional services (including, without limitation: debt procurement, accounting, legal, property management, development management, or advisory related services), we or such affiliate may receive compensation for such services.

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

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

We make money based on our collection of the management fee and, if applicable, performance fee as described in **Item III** above. The management fee we assess to your account is either fixed or based on the amount of assets we advise on your behalf; the greater amount of assets, the greater the management fee we collect. The performance-based fee we assess to your account is based on the account's net income for the period. While we will typically collect the management fee whether your account generates a positive or negative return, and we will generally collect the performance-based fee when your account generates a positive return, it is in our best interest for your account balance to increase. The performance-based compensation may create an incentive for us to make investments that are riskier or more speculative than would be the case in the absence of such performance-based compensation.

#### **Item IV: DISCIPLINARY HISTORY**

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

Yes. We welcome you to visit [Investor.gov/CRS](https://www.investor.gov/crs) for a free and simple search tool to research the Firm and our financial professionals.

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

Yes. Mr. Mittleman resigned during an internal investigation by UBS PaineWebber ("UBS") in 2002. UBS alleged that Mr. Mittleman incorrectly marked his order tickets. UBS's allegations were defeated in an arbitration and expungement was recommended by the arbitrator. For more information, please see FINRA Arbitration Award no. 18-01482.

Mittleman Investment Management, LLC ("MIM") in March 2023, terminated Mr. Mittleman's employment over allegations of violations of confidential obligations not involving customer information. Civil litigation over the matter was settled between Mr. Mittleman and MIM's parent company, Aimia Inc. on January 3, 2024.

#### **Item V: ADDITIONAL INFORMATION**

Should you wish to obtain additional materials about us and/or the services we provide, please see our Brochure that can be accessed using the link provided in **Item II** above. **If you wish to receive a copy of this Relationship Summary or other available, up-to-date information regarding the Firm, please call us at (212) 535-0415 or email us at [chris@mittlemanvalue.com](mailto:chris@mittlemanvalue.com).**

*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?*

Your primary contact person at the Firm is the Firm's Managing Member, Christopher P. Mittleman, at (212) 535-0415 or [chris@mittlemanvalue.com](mailto:chris@mittlemanvalue.com).