



Form CRS, Relationship Summary

Updated June 9th, 2022

Introduction

KEMA Partners LLC (herein referred to as “KEMA”) is a broker-dealer registered with the United States Securities and Exchange Commission (SEC) and is a member of the Financial Industry Regulatory Authority (FINRA) and the Securities Investor Protection Corporation (SIPC). KEMA is not an investment advisor, nor does it maintain accounts for its clients. KEMA’s broker-dealer services are focused on mergers and acquisitions and private capital solutions. KEMA is typically the issuers’ agent, which means that unless KEMA has a written agreement with you to the contrary, KEMA is not your agent and KEMA does not give advice or make recommendations about specific securities, types of securities or investment strategies involving securities. To the extent that a solicitation is deemed to be a recommendation under U.S. law or regulation, you should be aware that KEMA is inherently conflicted with your interests and you should consider seeking advice from an investment advisor or a broker who will act as your agent. **Free and simple tools are available to research firms and financial professionals at 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?

KEMA provides merger & acquisition advisory services and private capital fundraising services. KEMA only offers private placements for which we serve as either an investment banker or placement agent meaning the scope of our product offerings are therefore limited compared to a broker dealer that is offering you recommendations or advice. KEMA does not provide brokerage accounts and does not accept discretionary authority. KEMA does not act as an investment advisor. KEMA does not monitor retail investors’ investments.

Conversation Starter: “Given my financial situation, should I choose a brokerage service or invest in a private placement? 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 not pay KEMA any direct fees unless you have a written agreement in place with KEMA. You may pay KEMA indirect fees through the issuer or its sponsor through which you make your investment. These fees vary depending on the issuer, type of security, number and size of transactions, and nature of services. When KEMA is compensated by issuers when serving as their agent, KEMA has a conflict of interest in that KEMA has an incentive to sell you securities from which KEMA stands to profit. When KEMA receives fees based on the number or size of transactions, KEMA has an incentive to encourage you to trade more often or in larger amounts. 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. Contact KEMA at 415-383-4743 for more information if you have questions about fees or expenses related to a product or service.

Conversation Starter: “Help me understand how these fees and costs might affect my investments. If I invest \$10,000, how much will go to fees and costs?”

What are your legal obligations to me when providing recommendations? How else does your firm make money, and what conflicts of interest do you have?

KEMA *does not* provide advice or recommendations about securities, investment strategies, or investment accounts. If you seek such advice, KEMA encourages you to establish a relationship with an investment advisor or broker to serve as your agent. If a solicitation or call to action is deemed to be a recommendation under U.S. law or regulations, KEMA must act in your best interest and not put KEMA's interest ahead of yours. At the same time, the way KEMA makes money creates some conflicts with your interest. You should understand and ask KEMA about these conflicts because they can affect the recommendations that KEMA provides you. Here are some examples to help you understand what this means:

- KEMA is an issuer's agent and receives third-party payments for selling their securities
- KEMA has a salesperson's stake and is not your agent
- KEMA receives compensation based on the number and size of transactions; this creates an incentive for KEMA to transact with you more often and in greater size, whether or not the transactions are in your best interest

Conversation Starter: "How might your conflicts of interest affect me, and how will you address them?"

How do your financial professionals make money?

All of KEMA's financial professionals are independent contractors. The agreement between each financial professional and KEMA sets out the payments that KEMA will make to them which are a percentage of the fees or commissions that they generate. As the amount of commissions and fees paid by a client increase or decrease, the compensation paid by KEMA to the financial professional also increases or decreases. As described in the previous section, the way KEMA and its financial professionals make money creates some conflicts with your interest.

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

Yes. While KEMA does not have a legal or disciplinary history, certain financial professionals do. Please visit <https://www.investor.gov/CRS> for a free and simple search tool to research KEMA and its financial professionals.

Conversation Starter: "As a financial professional, do you have any disciplinary history? For what type of conduct?"

Additional information about KEMA

Additional information about KEMA can be found at <https://brokercheck.finra.org/> or on KEMA's website, <http://kemapartners.com/>. A copy of KEMA's most recent Form CRS can be found here: <http://kemapartners.com/kema-partners-form-crs/>

Retail investors can request up-to-date information and request a copy of our relationship summary by calling 415-383-4743.

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

Exhibit A



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