

**HGP Securities, LLC (“HGP”)** is a registered broker-dealer with the SEC and is a member of FINRA. We are a broker dealer and provide investment banking services rather than brokerage account or advisory account services. It is important to understand the differences and fees charged for such. For your convenience, free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://www.investor.gov/crs), which also provides educational materials about broker-dealers and investing.

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

HGP is an introducing broker dealer that does not manage any customer accounts. The firm provides corporate merger & acquisition and capital raise advisory services. HGP's services are as follows:

1. **Sell-Side M&A:** Representing about 50% of services, HGP advises boards of directors and executive teams on the potential sale of all or a controlling interest in a company to strategic acquirors.
2. **Sell-Side Capital Advisory:** Representing about 25% of services, HGP advises boards of directors and executive teams on capital raise or recapitalization strategies with institutional investors (not individual investors or angel investors).
3. **Buy-Side M&A:** Representing about 25% of services, HGP advises boards of directors and executive teams on developing and executing a strategy of acquiring operating companies.

The majority of HGP's transactions are in the lower to middle market. HGP focuses on the health IT and health-tech enabled services sectors. We do not maintain accounts, monitor investments on behalf of investors, and do not hold cash or investments on behalf of investors.

Some questions you might ask one of our representatives

<i><b>Given my financial situation, should I invest in a private placement? Why or why not?</b></i>
<i><b>What is the due diligence process on the issuers of the privately placed securities you offer?</b></i>
<i><b>What is your relevant experience, including your licenses, education and other qualifications? What do these qualifications mean?</b></i>

### What fees will I pay?

Issuers of securities, not investors, pay HGP a term or ongoing retainer on a monthly basis plus a success fee upon successful completion of a transaction, which is a percentage of the transaction value. In some cases, HGP will take on project work, which is charged as a single predetermined fee for a limited scope engagement, such as market analysis or landscaping acquisition opportunities. There are minimal other costs to an engagement. Generally, the only additional cost is reimbursement for issuer client-related travel expenses.

**You, as an investor, will not pay fees and costs when you invest. Please make sure you understand what fees and costs you are paying.**

A question you might ask one of our representatives

<i><b>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?</b></i>
--

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?

We *do not* provide recommendations. 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 services we provide you. Here is an example to help you understand what this means. The firm receives placement fees from issuers for representing them as a placement agent. As a placement agent representing the issuer, the firm is incented to place securities with investors on the best terms (price, structure, yield, etc.) for the issuing client. This may present a conflict with investors who are seeking the best terms when purchasing a security issued by our client.

A question you might ask one of our representatives

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

How do your financial professionals make money?

Our professionals are compensated with base salaries and a discretionary bonus structure that is generally correlated to the performance of the firm.

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

No.

[Investor.gov/CRS](https://www.investor.gov/crs) can be used as a free and simple search tool to research us and all our financial professionals.

A question you might ask one of our representatives

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

Additional Information

You can also request up-to-date information about our firm, as well as a copy of our relationship summary by calling (312) 445-8750.

A question you might ask one of our representatives

***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?***