

FORM CRS Customer Relationship Summary Kidron Capital Securities LLC - March 8, 2023

Kidron Capital Securities LLC (“Kidron”, “we”, “us” or “our”) is registered with the Securities and Exchange Commission (“SEC”) as a broker-dealer. Kidron also is a member of the Financial Industry Regulatory Authority, Inc. (“FINRA”) www.FINRA.org and the Securities Investor Protection Corporation (“SIPC”) www.SIPC.com. The fees and services offered by broker-dealers and investment advisers differ, and it is important for investors to understand the differences. Free and simple tools are available to research firms and financial professionals at Investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers and investing.

What investment services and advice can you provide me?

We offer brokerage services to retail investors who are [accredited investors](#) and qualified institutions exclusively through the sale of private placements. We do not offer proprietary products, or a full range of securities since we primarily engage in private placements. Our private placements consist of two types: (i) securities sold directly by issuers (that is, primary transactions); and (ii) securities re-sold by investors (that is, secondary market transactions). Most secondary market transactions are interests in investment funds, such as private equity funds or hedge funds. Risks of investing in private placements include a limited ability to sell your investment for cash, no guarantees of returns or periodic payments and usually a lack of publicly available information on the company issuing the securities.

Kidron makes available a limited number of primary and secondary market transactions, and any recommendation you receive from us will be limited to these offerings. As a result, we cannot compare the risks and benefits of these transactions to those presented by other financial professionals. We do not hold any investor cash or securities, and we do not monitor the value of any investments you make. We also do not exercise investment discretion – retail investors always make the decision whether to make an investment.

The price for which a retail investor pays for a security in a secondary market transaction is determined solely by the amount of the investor’s bid (based on the investor’s own analysis) and whether it is accepted by the seller.

Our retail investors are required to be sophisticated high net worth individuals or entities with prior investment experience in unregistered securities. Minimum investment amounts in primary transactions are specific to each transaction but are generally no less than \$50,000.

Questions to ask your financial professional:

- *Given my financial situation, should I choose a brokerage 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?*

What Fees will I pay?

You will pay direct or indirect fees and costs whether you make or lose money on your investments. In our primary transactions we are compensated through placement fees paid by the issuer based on the percentage of funds raised by us. We usually charge a fee of between 2% and 7% depending on the size, complexity of the offering and type of security offered. In secondary market transactions related to limited partnership (or limited partnership like) interests, our fee is typically paid by the seller (and occasionally the retail investor) based on a percentage (usually between 1% and 3%) of the net asset value (NAV) of the security being offered and sold, as compared to the purchase/sale price, based on the size and the complexity of the transaction. In secondary market transactions related to corporate securities, our fee is typically paid by the Seller, otherwise it is paid by the buyer based on a percentage (usually between 2% and 5%) of the purchase price paid by the buyer, again with the percentage charged

based on the size and the complexity of the transaction. Even though the issuer or seller may pay our fee, it may be considered an indirect payment by the retail investor since the amount paid by the investor may immediately be used by the issuer or seller to pay our fee.

Other Fees and costs. In addition to the fees and costs described above, you may incur costs on your own related to your own investigation and review of the documentation for investment opportunities and possible legal costs to negotiate the terms of the purchase and sales agreements in secondary transactions. 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.

Questions to ask your financial professional:

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, how much will be invested for me?

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?

When we provide you with a recommendation, 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 recommendations we provide you.

Here are some examples to help you understand what this means: (1) The way we make money creates some conflicts with your interests because we are compensated only if you invest and a transaction is completed. (2) On occasion, part of our compensation in primary market transactions may be in the form of equity securities of the issuer, and because our investment horizon may differ from yours, this may create a conflict of interest. (3) We may have a long-term relationship with an issuer that predates the offering that we are recommending, and we may have a desire to continue that relationship. Accordingly, our long-term interests with respect to such issuer may create a conflict of interest.

Questions to ask your financial professional:

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

How do your financial professionals make money?

Our registered financial professionals receive a percentage of the fees received by Kidron in primary and secondary market transactions. As a result, our personnel may be interested in presenting you with investments they were involved in generating and with investments which may result in a higher fee to Kidron.

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

Yes, a financial professional of ours has legal or disciplinary history. Visit Investor.gov/CRS for a free and simple search tool to research Kidron and our financial professionals.

Questions to ask your financial professional:

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

Additional Information

Retail investors may request a copy of this Form CRS and request up-to-date information about our brokerage services by contacting us directly at 212-616-0130.

Questions to ask your financial professional:

Who is my primary contact person? Is he or she a representative of a broker-dealer or an investment adviser or both? Who can I talk to if I have any concerns about how this person is treating me?