

Whitehall Capital Markets LLC
Customer Relationship Summary (Form CRS)
October 20, 2023

Introduction

Whitehall Capital Markets LLC (“the Firm”) is registered with the Securities and Exchange Commission as a broker-dealer and is a member of the Financial Industry Regulatory Authority (“FINRA”) and the Securities and Investor Protection Corporation. Brokerage and Investment Advisory fees differ, and it is important for you, the investor, to understand the differences. 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 advisers and investing.

Relationships and Services

What investment services and advice can you provide me?

Whitehall Capital Markets LLC acts as a Broker-Dealer, offering private placement of securities of securities to qualified investors. Our clients (“Issuers”) raise capital through private placements exempt from registration. We act as an agent, introducing issuers to institutional and other qualified investors. The issuer has sole discretion over whether to accept a proposed commitment by you. We do not solicit or recommend any investments to retail clients. **We do not offer** any other type of products, services, or investments to retail investors, **nor do we offer** any recommendations to retail investors. Should you, the retail investor, request information about a private placement of securities, we will provide you with documents such as an Offering Memorandum or Private Placement Memorandum. **There is a minimum** commitment on your part that is required to participate in a private placement of securities. These are determined by the Issuer and vary by Issuer. **We do not monitor your investment.**

You, the investor, make the ultimate decision regarding the purchase or sale of investments.

Additional Information: about the brokerage services that Whitehall Capital Markets LLC offers, please visit our website at: <https://www.whitehallandcompany.com/capital-markets>.

CONVERSATION STARTERS: 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?

Fees, Costs, Conflicts, and Standard of Conduct

What fees will I pay?

You do not pay any fees directly to Whitehall Capital Markets LLC. Our primary revenue stream is derived from a pre-determined percentage of fees paid by the Issuer to the Firm, which is based upon the total amount of investments made by our Investors, known as a “success fee.” Each Issuer determines the fees associated with each particular investment, as they differ. The fees are paid directly to the Firm.

Whitehall Capital Markets LLC. works with multiple Issuers. The fees paid to the Firm varies by each Issuer. There is a potential conflict for us to recommend private placements with higher fees. The more commitments you make to issuers will result in larger fees to us. Additionally, the Firm may be an investor in the same companies that we recommend to you or transact on your behalf, including Private Placements. A conflict of interest may exist by us doing so, which may materially affect your investment decision.

Additional Information: 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. Please speak with your broker for additional information.

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 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 about these conflicts because they can affect the services we provide you. We will provide you with the most current version of the offering materials as provided to us by the Issuer. We are making an introduction to an Issuer for a potential investment in a private placement of securities. Here is an example to help you understand what this means:

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Additional Information: Please review the Offering Documents provided to see more detailed information about our conflicts of interest and feel free to discuss any questions with your broker.

CONVERSATION STARTER: How might your conflicts of interest affect me and how will you address them?

How do your financial professionals make money?

Our financial professionals receive salary and periodic discretionary bonuses. Compensation is not linked to individual success fees, but rather is based on the overall success of the Firm and each individual's performance. It is not linked to any individual engagement or placement. A conflict of interest is created through the receipt of compensation for the aggregate private placement fees including the fees associated with a specific transaction.

Disciplinary History

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

Yes. Please visit the following link for a free and simple search tool to research our firm and its financial professionals: www.investor.gov/CRS.

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

Additional Information: You can find additional information about our firm at: <https://www.whitehallandcompany.com/capital-markets>. You can find a free copy of Form CRS on our website. You can request up-to-date information and request a hard copy of our Customer Relationship Summary (CRS) by contacting the firm at: (212) 205-1380.

CONVERSATION STARTER: 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?