

## Bain Capital Markets, LLC

### Form CRS

September 22, 2025

#### **Introduction**

Bain Capital Markets, LLC (“we”, “us”, or “our”) is registered with the U.S. Securities and Exchange Commission (“SEC”) as a broker-dealer and is a member of the Financial Industry Regulatory Authority, Inc. Brokerage and investment advisory services and fees differ, and it is important for you to understand the differences. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://investor.gov/CRS), which also provides educational materials about broker-dealers, investment advisers, and investing. We are providing this Form CRS to you in order to comply with the SEC’s Form CRS disclosure requirements; it does not create or modify any relationship, agreement or obligation that you may have with any Bain Capital Fund (as defined below).

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

Our firm is a broker-dealer that offers neither traditional brokerage services nor investment advisory services to retail investors. As an affiliate of Bain Capital, LP (“Bain Capital”), we act as placement agent for investment funds and co-investment vehicles managed and/or sponsored by Bain Capital’s affiliated investment advisers (the “Bain Capital Funds”). In this capacity, we may provide you with certain information and answer questions that you may have about the Bain Capital Funds. We also provide services to institutions such as portfolio companies on Bain Capital Funds, including underwriting and other capital raising services and related advisory services, for which we receive transaction fees.

We are not a full-service broker-dealer, and we do not hold an account for you, nor do we monitor investments or provide investment advice or recommendations to you. As such, we will not evaluate your investment profile, nor will we make any determinations regarding whether an investment in any Bain Capital Fund is in your best interests or may otherwise be suitable or beneficial for you. You are responsible for making the ultimate decision whether to invest in any Bain Capital Fund that we present to you. You should exercise your own judgment and/or consult with your own professional advisors to determine whether it is prudent for you to invest in any Bain Capital Fund. The Bain Capital Funds are subject to minimum investment amounts that are disclosed in the relevant Bain Capital Fund’s offering documents.

#### *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?*

#### **What fees will I pay?**

We will not charge you any fees for our role in marketing the Bain Capital Funds to you. The Bain Capital Funds are subject to various fees and expenses that are paid to our affiliates, including advisory, management, and/or performance fees. Such fees and expenses will vary by Bain Capital Fund, will be paid by the Bain Capital Fund to the relevant Bain Capital entity and will reduce the value of your investment. Please refer to the offering documents for the relevant Bain Capital Fund for information on the specific fees and expenses borne by that Bain Capital Fund. **For additional information on the fees charged by our affiliated investment advisers, please refer to the Form ADV Parts 1 and 2, where applicable, of the relevant investment adviser.**

**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.**

*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 our affiliates make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect our interactions with you. Here are some examples to help you understand what this means: We market proprietary products—the Bain Capital Funds—which generate fees for our affiliates. We are also incentivized to concentrate our marketing efforts on those Bain Capital Funds for which our affiliates receive greater fees. In addition, our operating expenses are paid by an affiliate pursuant to an expense sharing agreement. **More detailed information about our conflicts of interest is available in the Form ADV Part 2 of our affiliated investment advisers.**

*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 a base salary and discretionary bonus which is paid by an affiliate. Although our financial professionals do not receive commissions for their sales of investments in Bain Capital Funds, their overall success in fundraising will be considered in determining the amount of discretionary compensation that they receive.

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

Yes, certain of our financial professionals have legal or disciplinary history. Bain Capital Markets, LLC does not have any legal or disciplinary history. Please visit [Investor.gov/CRS](https://www.investor.gov/crs) for a free and simple search tool to research us and our financial professionals.

*Conversation Starter:*

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

**You can request a current copy of our Form CRS by contacting us at 617-516-2318 or by contacting your usual Bain Capital Markets, LLC contact.**

*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 your communications or interactions with me?*