

WELLESLEY HILLS SECURITIES LLC

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INTRODUCTION

Wellesley Hills Securities LLC (“WHS”) is a broker-dealer registered with the U.S. Securities and Exchange Commission and member of the Financial Industry Regulatory Authority (FINRA) and SIPC. Free and simple tools are available to research firms and financial professionals at FINRA Broker-Check located at brokercheck.finra.org, and FINRA at finra.org which also provides educational materials about Brokers, Dealers, Investment Advisers, and investing.

Relationship and Services

Description of Services: We offer issuer services, exclusively through the sale of private placements and other exempt offerings under Regulations A and D for issuers we represent. We also assist companies in merger and acquisition transactions. We do not offer investment advice or recommendations. These offerings are illiquid, speculative, and high risk. They may not be suitable for you. The required minimum investment may be high. Many offerings are only available to accredited investors. Fees and expenses are higher than other investments. Other risks are described more fully in the offering materials for each investment. A particular risk to our business model is that we do not offer a diversified menu of private investments. We narrowly focus on offering securities of issuers for which we serve as placement agent, and the scope of our product offering is therefore limited compared to a broker that is offering you recommendations or advice.

WHS may present investment opportunities consistent with an investor profile to the best of our knowledge. We may present these opportunities and supporting documentation provided by an issuer but do not make any endorsements or representations as to the accuracy or validity of the documentation. WHS does not open customer accounts, hold customer assets, or offer investment strategies. We do not provide investment advice, don’t make recommendations nor do we monitor accounts. We do not have discretion to make investments for you, you and only you can make the decision to invest. Additionally, our firm does not hold any investor cash or securities, and securities offered by us often have no assessable market value, so our firm will not monitor the market value of your investment on an ongoing basis. When in doubt, seek the advice of an independent source.

Conversation Starter 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 licenses, education and other qualifications? What do those qualifications mean?

Fees and Costs

WHS collects successful transaction-based fees from companies issuing securities (“Issuer”). These fees are paid to us by the Issuer when an investor makes an investment. Although investors do not pay us directly, the Issuer compensates us from a portion of the investment. WHS receives compensation from the Issuer if there is a successful transaction. Compensation is usually a percentage of the investment typically between 3% and 10%. These fees vary depending on the Issuer, type of security, number and size of transactions, and nature of services.

Since we are compensated by the Issuer when we serve as their agent, we may have a conflict of interest with investors in that we have an incentive to sell securities for which we stand to profit. Fees and costs may reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying. You will pay fees whether you make or lose money 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 conflict of interests do you have?

When we provide you with a recommendation, we must 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: Proprietary Products: Our firm will often present investments that are only available through us, which may result in a higher placement fee.

Standard of Conduct

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 those conflicts because they can affect the recommendations we provide you. When we make a recommendation, a portion of the amount invested by you will be paid to us as a commission. The more you invest, the greater the amount received by us.

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

How do your financial professionals make money?

WHS financial professionals, who are often the individuals working with the company to structure an appropriate security, receive a percentage of the placement fee received by WHS in the investments they structure. Therefore, these professionals have an interest in presenting you with the investments they have structured.

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

No, you have access to a free and simple tool to research our firms and financial professionals at FINRA Broker-Check located at brokercheck.finra.org.

Additional Information

Additional information about us and the brokerage services we offer, and the Relationships Summary, can be found on our website at wellesleyhillsfinancial.com. If you have any questions or would like to receive an up-to-date copy of this relationship summary, please contact us at 617-37-0099. ***Conversation Starter Who is my primary contact person? IS he or she a representative of a broker -dealer? Who should I contact if I have concerns about how this person is treating me?***