

May 1, 2024

Customer Relationship Summary

Stratosphere Capital LLC

Form CRS

Stratosphere Capital LLC ("Stratosphere") is registered with the Securities and Exchange Commission ("SEC") as a broker-dealer and is also a member of FINRA, and SIPC. Brokerage and investment advisory services and fees differ, and it is important for the retail investor 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.

All recommendations regarding your brokerage account will be made in a broker-dealer capacity, and all recommendations regarding your advisory account will be in an advisory capacity. When we make a recommendation to you, we will expressly tell you orally which account we are discussing.

What investment services and advice can you provide me?

Stratosphere does not offer all types of securities, but offers a limited menu of products including IPO underwritings, equities, corporate fixed income, and private placements.

When we make a recommendation, you make the ultimate decision regarding the purchase or sale of investments. You may accept or reject any recommendation we make. Clients may buy and sell equities, ETFs, and fixed income securities in their brokerage accounts; however, we do not provide investment recommendations on exchange traded products, and we do not monitor the investment accounts. It is your responsibility to monitor the investments in your brokerage account, and we encourage you to do so regularly. We do not commit to provide on-going monitoring of your brokerage account.

There is no minimum initial account balance required to open a brokerage account with us. However, if you either fail to fund your account or do not return account opening documents as required, your account will be closed. In addition, some types of brokerage accounts have minimum account activity requirements and/or minimum on-going balance requirements that must be maintained, or your brokerage account will be closed. These requirements are detailed in the account agreement(s) you receive when you open your brokerage account.

In addition to brokerage accounts, private placements may be offered only to "accredited investors." Private placements generally carry a minimum investment of \$100,000, which may be negotiable. Specific information about investment minimums can be found in the private placement memorandum (PPM) or other offering documents.

Additional information about our services is available on our Best Interest Disclosure Brochure and on our website at www.stsphere.com.

When considering our services, 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?

We receive direct and indirect compensation in connection with your brokerage accounts. Direct compensation is taken directly from the brokerage account or transaction in the form of commissions or similar transaction-based fees. For IPOs, we receive an underwriting fee for participating in the offering and selling to investors. For private placements, we receive a fee from the issuer which is based on the amount invested. You will be charged more when there are more trades in your account, and we, therefore, have an incentive to encourage you to trade often.

Transaction-based fees are based on a host of factors, including, but not limited to: underlying product selection; your brokerage service model and account type; size of your transaction and/or overall value of your account; frequency of your trade activity; and available discounts and/or fee waivers.

Aside from the fees we charge you for buying and selling securities, you will have to pay other fees related to brokerage services, which could be charged directly or indirectly. Direct fees include custodial fees and account maintenance fees

(including IRA fees) charged by the clearing firm; margin interest fees, markups and markdowns; redemption fees; wire fees; transfer fees; etc. Direct fees will be shown on your trade confirmation and/or brokerage account statement. Indirect fees include internal expenses charged by the underlying product issuer and can be found in the issuer's prospectus, PPM, or similar offering circular.

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.

Additional information about our fees is available on our Best Interest Disclosure Brochure and in your Customer Agreement.

When considering our services, 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, 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?

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 and investment advice we provide you. Here are some examples to help you understand what this means.

Stratosphere has a conflict of interest through its compensation received from third parties, including issuers of IPOs and private placements. This creates an incentive for us to recommend products and services for we receive compensation. Stratosphere's revenue increases based on the amount and type of securities traded. Therefore, we have an incentive to recommend securities that pay more compensation.

When considering our services, ask our financial professional:

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

Additional information about our conflicts of interest is available on our Best Interest Disclosure Brochure.

How do your financial professionals make money?

Stratosphere and its Registered Representatives earn a portion of the commissions and other transaction fees you pay. As commissions are based on a number of factors, so is the compensation paid to our Registered Representatives. For example, certain products pay higher commission rates than others.

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

No, visit [Investor.gov/CRS](https://www.investor.gov/crs) for a free and simple search tool to research us and our financial professionals.

When considering our services, ask your financial professional:

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

Additional Information

Additional information, including our most recent Relationship Summary, is available at our website at www.stsphere.com; in your Customer Agreement; or you can call your Registered Representative at (212) 461-4860 to request up-to-date information and a copy of the Relationship Summary.

When considering our services, ask your financial professional:

- Who is my primary contact person?
- Is she or he 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?