

INTRODUCTION

InvestX Markets LLC (“InvestX”, the “Firm,” “We,” “Our”) (CRD #148248; SEC #8-67996) 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 (“FINRA”), Municipal Securities Rulemaking Board (“MSRB”) and the Securities Investor Protection Corporation (“SIPC”). Brokerage and Investment Advisory services and fees differ and it is important for the retail investor to understand the differences. This document provides information for you regarding the types of fees and services we provide to you as a broker-dealer. Free and simple tools are available to research firms and financial professionals at [Investor/CRS](#).

WHAT INVESTMENT SERVICES AND ADVICE CAN YOU PROVIDE ME?

InvestX offers limited investment products and services. Specifically, we act as placement agent to provide accredited investors the opportunity to purchase private placements offered by our affiliated company, InvestX Asset Management LLC, in special purpose vehicles (“SPVs”) or multi-stock funds (“Funds”) which have interests in unregistered securities. Additionally, we allow broker-dealers to conduct secondary trading of our sponsored SPVs or other unregistered securities for themselves or on behalf of their clients on InvestX GEM, our Alternative Trading System (“ATS”).

We do not carry any customer accounts or hold customer funds or securities. We only offer a limited range of investment products and services connected to those products.

InvestX makes recommendations on the offering of our SPV and Fund products; you make the ultimate investment decision. We do not make any recommendations regarding your use of InvestX GEM. For all of the products and services we offer once you have made and funded your investment decision, we collect our commission or other fee, and our involvement ends. We do not, and will not, provide any on-going or periodic review, follow up, or monitoring of your investments or make any recommendation to you on whether to hold, add to, or dispose of your investment(s). You will not be asked to open an account directly with the Firm whereby we take custody of your funds and/or securities. Accounts are introduced and opened with the issuer of the securities. We do not have account minimums to open an account. However, minimums may apply to certain products we offer.

As placement agent for our SPV or Fund products, InvestX receives a commission on any purchase you make through InvestX. Such fee would be based on a percentage of the funds we raised from you and, if applicable, other investors. You should be aware that whether directly or indirectly, a part of the funds you invest in a private placement may be used by the issuer to pay some or all of our fee. You should refer to the private placement documentation you are provided to further ascertain how your funds shall be used by the issuer.

InvestX GEM operates on an inter-broker basis, meaning buyers and sellers submit orders and trade directly with other users. Users review listings on the ATS and self-direct whether to buy or sell a certain quantity of a particular security. InvestX collects a commission for completed transactions. It is also your responsibility to monitor the investments you make through InvestX GEM, and we encourage you to do so regularly. We do not commit to provide on-going monitoring of your investments.

Conversation Starters. 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?

As the lead placement agent for SPV product, InvestX will receive a 2% agent fee of the total capital contributions of all investors from the affiliated issuer for assisting with the setup and approval of brokers, investment advisers, and other selling participants, the processing of subscription agreements, and the verification of documentation and accreditation status of the investors. As a placement agent in SPV or Fund products, InvestX may receive up to a 5.75% placement agent fee from the affiliated issuer which is charged to investors in our private placements. For transactions on InvestX GEM, the commissions you pay to InvestX as compensation for the products and services InvestX provides you range from approximately 1% to 2% of the total dollar amount of the securities bought or sold on the ATS. The commissions you pay

to InvestX may vary from one transaction to another, but are generally the same for sales that are part of the same transaction. You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce the amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.

Conversation Starters. 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 any recommendations we provide you.

For InvestX GEM, InvestX does not make any investment recommendations to its Users of the system. InvestX does benefit when the number of transactions increase on the ATS.

Here are some examples to help you understand what this means:

- Affiliate Benefits – Our affiliates may receive compensation and/or economic benefits in connection with certain of the services provided and certain investment products that we recommend or make available to you.
- Revenue Sharing – We also may receive compensation from certain product sponsors for services we provide them.
- Personal Securities Transactions – Registered Representatives may invest in the same products offered to customers. InvestX has procedures to monitor the personal trading activities and securities holdings of each of its Registered Representatives and includes procedures for limitations on personal securities transactions of associated persons. These policies are designed to discourage and prohibit personal trading that would disadvantage customers.

This summary does not identify all of our conflicts of interest, or all material facts about the conflicts of interest listed.

For additional information about these and other conflicts of interest, please see <https://www.investx.com/privacy-policy/>.

Conversation Starters. 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?

Some of the ways our financial professionals are compensated may include base salary, commissions, and discretionary bonuses. Discretionary bonuses may be based on a number of factors, including: selling SPV and Fund interests, successful sign up of InvestX GEM users and/or obtaining listings on the ATS. When financial professionals are compensated, in whole or in part, based on the number of products sold, it may create conflicts of interest. You should ask us about these conflicts and understand them, because potential conflicts of interest affect the recommendations we provide you.

DO YOU OR YOUR FINANCIAL PROFESSIONALS HAVE LEGAL OR DISCIPLINARY HISTORY?

No. For a free and simple tool to research the disciplinary history of firms and financial professionals, visit [Investor.gov/CRS](https://www.investor.gov/crs).

Conversation Starters. Ask your financial professional:

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

ADDITIONAL INFORMATION

You can find more information about our brokerage services at www.investx.com, as well as a copy of Form CRS through FINRA's BrokerCheck system at [BrokerCheck.finra.org](https://www.brokercheck.finra.org). For up-to-date information, a copy of this relationship summary, or any questions or concerns, you can contact us at (212) 390-9270 or mail a written request to our main office located at 19 Fulton St., New York, NY 10038.

Conversation Starters. Ask your financial professional:

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