

# NextGen Capital Markets, LLC

## Client Relationship Summary

October 1, 2024

### INTRODUCTION

NextGen Capital Markets, LLC is registered with the Securities and Exchange Commission ("SEC") as a securities broker-dealer. Fees charged for brokerage services and advisory services differ, and it is important for you to understand the differences. This Client Relationship Summary provides details about our brokerage and advisory services, fees, and other important information.

Free and simple tools are available for investors to research firms and financial professionals at [investor.gov/CRS](https://investor.gov/CRS). Here, you can also find educational materials about broker-dealers, investment advisers, and investing.

### WHAT INVESTMENT SERVICES AND ADVICE CAN YOU PROVIDE ME?

**Conversation Starters.** Ask your financial professional these questions to learn more:

- **Given my financial situation, should I choose brokerage services? Why or why not**
- **How will you choose investments to recommend?**
- **What is your relevant experience, including your licenses, education, and other qualifications? What do these qualifications mean?**

NextGen Capital Markets conducts the following broker/dealer business: Private placement of securities and M&A Advisory Services.

- Monitoring. The Firm does not maintain individual customer brokerage accounts. The Firm does not monitor individual customer accounts.
- Investment Authority. There is no discretionary authority over individual customer accounts. Investors make the ultimate decision regarding the purchase or sale of investments.
- Limited Investment Offerings. The Firm does make recommendations to investors to purchase private placement investments offered by a certain limited number of issuers. The Firm does not have proprietary products.
- Investment Minimums and Other Requirements. Investment size minimums or other purchase limitations are different for every investment. This type of information will be clearly specified in the issuer's private placement memorandum or equivalent document.

**For additional information,** please contact your Registered Representative. You may call (678) 648-1602, to request up-to-date information.

### WHAT FEES WILL I PAY?

**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**

Fees will be transactional and are referenced in the private placement/offering memorandum. Common fees and costs are commissions paid to registered representatives. There may be additional fees and costs that are disclosed in the private placement/offering memorandum.

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.

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## 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?

### Conversation Starter -

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

When we provide you with a recommendation as your broker-dealer, 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 may create some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the recommendations we provide to you. Here are some examples to help you understand what this means:

- **Success-Based Fees:** Although our success-based fee may create a potential conflict, we are committed to acting in your best interest by focusing on achieving the highest value for you, not just completing a deal.
- **Dual-Sided Representation:** We never represent both sides of a transaction to ensure our advice is solely for your benefit. If we have an existing relationship with a potential buyer, we will disclose it immediately and use internal safeguards to guarantee our advice remains objective and in your best interest.
- **Firms Relationships and Conflicts of Interest:** Although our firm offers financing or may have an investment in a party to a deal, our advice remains focused on your best interest. We will disclose any such relationships immediately and ensure our advisory team provides you with objective advice, regardless of who provides the financing or where our firm has an investment. We always present you with all viable options to achieve the most advantageous outcome for your business.
- **Third-Party Payments:** We may receive payments from third parties when you invest in certain investment products. These payments are for ongoing support activities like product servicing and recordkeeping. To act in your best interest, we will disclose these payments and explain how they may affect our recommendations.
- **Financial Incentive:** This creates a financial incentive for us to recommend products that provide additional compensation to us over those that pay less or nothing at all. We mitigate this conflict by focusing on the overall value and suitability of an investment for your goals, regardless of the compensation we receive.
- **Product Availability:** These payments may also influence which products we make available to our clients. You should understand and ask us about these conflicts and how they could affect you. We ensure that the products we offer are chosen based on their merits and your financial needs, not solely on the compensation they provide to our firm.

For additional information, please contact your Registered Representative. You may call (678) 648-1602, to request up-to-date information.

## HOW DO YOUR FINANCIAL PROFESSIONAL MAKE MONEY?

NextGen Capital Markets and its financial professionals are compensated through fixed salaries or revenue earned by the Firm through commission-based transaction fees, retainers, and success fees.

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

### Conversation Starter -

As a financial professional, do you have any disciplinary history, if so for what type of conduct?

Yes, Disclosure for our firm or our financial professionals can be found by going to [investor.gov/CRS](https://investor.gov/CRS)

## ADDITIONAL INFORMATION

### Conversation Starter –

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?

For additional information about NextGen Capital Markets, request up-to-date information or to request a copy of this relationship summary please call (678) 648-1602, or go to: <https://nextgencap.com>