



CUSTOMER RELATIONSHIP SUMMARY // FORM CRS  
Effective Date: June 30, 2020

**Introduction**

Young America Capital LLC (“Young America” or the “Firm”) is a broker-dealer registered with the United States Securities & Exchange Commission (SEC) and is a member of the Financial Industry Regulatory Authority (FINRA) and the Securities Investor Protection Corporation (SIPC). The Firm is not a registered investment advisor. Brokerage and investment advisory services and fees differ, and it is important for you to understand the differences. In particular, brokerage fees are generally transaction-based and determined as a percentage of the dollar amount of each transaction, while advisory fees are generally asset-based and determined as a percentage of the total assets managed by the investment advisor. Young America does not carry any customer accounts or hold customer funds or securities.

**Q: What investment services can you provide me?**

Young America assists issuers by providing them financial advice (for example, regarding mergers and acquisitions) and helping them raise capital through private placements of their securities. Young America can assist you in making investments in unregistered securities sold by issuers in these private placements. In most cases, issuers set a minimum threshold on the size of investments, which may vary from one issuer or offering to another. In some cases, securities are offered only to institutional investors, while in others they may also be sold to high net worth retail investors. Young America does not recommend securities other than in connection with the private placement transactions in which it is engaged. Once investors have purchased securities in these private placements, Young America does not monitor the investments or make recommendations to investors on whether to hold or dispose of their investments.

**Conversation Starter:**

*Given my financial situation, should I choose a brokerage service? How will you choose investments to recommend to me? What is your relevant experience, including licenses, education, and other qualifications? What do these qualifications mean?*

**Q: What fees will I pay?**

As compensation for its private placement services, issuers typically pay Young America a fee, determined as a percentage of the dollar amount of the securities sold. This fee may vary from one transaction to another but, in most cases, it is the same for all sales that are part of the same private placement. The issuer also usually reimburses the Firm for its expenses incurred in connection with the private placement. Investors participating in the private placement do not pay any additional fees to Young America beyond the payments made by the issuer. However, you should understand that the issuer pays these fees and costs out of the proceeds of investments made by you and other investors. These payments to us reduce the amount of your investment that the issuer may use for its business, and therefore the amount of money on which the business can generate a return on your investment over time. The issuer pays our private placement fees regardless of whether the offering is considered a success and regardless of whether you make or lose money on your investment.

**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?*

**Q: What are your legal obligations to investors 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 interests ahead of yours. At the same time, the way we make money can be seen as being in conflict with your interests. You should understand and ask about these conflicts so that we can identify any concerns you may have and address them. Here are some examples to help you understand what this means. (1) There may be cases in which one or more personnel associated with our Firm is also engaged as an officer or director of the issuer, and thus our recommendation of the issuer's securities may result in direct or indirect benefits to those individual(s). (2) We are engaged by the issuers of the securities we recommend to you and generally are only paid by the issuer if we are able to sell the securities they offer. (3) Our success in completing one private placement can lead to additional business opportunities for us with other issuers and investors. These financial incentives can potentially conflict with our duty to act in your best interest in connection with a particular investment recommendation.

**Conversation Starter:**

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

**Q: How do your financial professionals make money?**

Financial professionals at Young America may earn salaries as well as compensation that is tied to the financial advisory and private placement fees received by the Firm and to its overall profitability. The Firm has established

internal guidelines which determine the basis for allocating revenues received from successful private placements. In addition, certain of Young America's financial professionals are also owners of the Firm. Their return as owners is based on the overall profitability of the Firm.

**Q: Does Young America have legal or disciplinary history?**

No. You can visit [www.investor.gov/CRS](http://www.investor.gov/CRS) for a free and simple search tool to research our Firm and its financial professionals.

**Conversation Starter:**

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

**Additional Information**

**Conversation Starter:**

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

Additional information about Young America can be found on our website, [www.yacapital.com](http://www.yacapital.com), as well as FINRA's BrokerCheck website, [brokercheck.finra.org](http://brokercheck.finra.org). Please contact Tad Bull, 914-777-0100 [tad@yacapital.com](mailto:tad@yacapital.com) for up-to-date information, any updates to this Customer Relationship Summary.