

Customer Relationship Summary

Effective: January 31, 2024

MicroVenture Marketplace, Inc. (“MicroVentures”, “we”, “us”, “our firm”) is a broker dealer registered with the Securities and Exchange Commission (SEC), and a member of both the Financial Industry Regulatory Authority (FINRA) and Securities Investor Protection Corporation (SIPC). Brokerage fees differ, and it is important for you to understand these 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.

What investment services and advice can you provide me?

MicroVentures offers brokerage services limited to the purchase and sale of securities through various securities registration exemptions. Due to the unique nature of our business, the exemption utilized and any applicable fees will vary from offering to offering. Please read offering documentation carefully prior to making an investment and ask our representatives any question(s) you may have.

We **do not** provide investment advice, make investment recommendations, or provide investment monitoring. Investing in privately held securities requires high risk tolerance, low liquidity concerns, and long-term commitments. Only invest an amount of money you can afford to completely lose and without changing your lifestyle.

Regulation D offerings are typically only available to accredited investors. **You can find additional information about accredited investors and how to calculate net worth [here](#).**

Regulation A offerings are open to the public and may be subject to investment amount limitations. **You can find additional information about Regulation A and the circumstances in which limits apply to Regulation A investments [here](#).**

Regulation Crowdfunding (“Regulation CF”) offerings are open to the public and are subject to aggregate investment amount limitations during any 12-month period. **You can find additional information about Regulation CF, applicable investment limits, and how to calculate net worth [here](#).**

Ask our financial professionals:

- **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?

For a Regulation D offering, we may receive a Placement Agent Fee equal to a certain percentage of the gross proceeds sold. The specific Placement Agent Fee varies from offering to offering and is stated in an offering’s Private Placement Memorandum. Please read offering documentation carefully prior to making an investment and ask our representatives any question(s) you may have.

For Regulation CF and Regulation A offerings, we do not charge a fee to investors.

For secondary transactions, we may receive a fee for facilitating the purchase or sale of privately held securities. These transactions are negotiated, and any fees will differ per transaction.

Private investment funds offered by us may be managed by an affiliated entity, MicroAngel Partners, LLC. MicroAngel Partners may be entitled to the following:

- Annual Management Fee, a stated percentage of the gross proceeds sold in an offering of a private investment fund
- Carried Interest, a stated percentage of any profit realized when a private investment fund is distributed
- Distribution Fee, a stated percentage of any distribution made in conjunction with a private fund investment
- Offering Costs, which include aggregate legal, accounting, banking and filing costs

The fees specific to an investment in a private investment fund will vary from offering to offering and are detailed in an offering’s Private Placement Memorandum, which should be read carefully prior to making an investment. Please note that you may be subject to a \$500 cancellation fee if you cancel your investment in a private investment fund after completing the investment process.

Investment refunds and distributions are made through a virtual wallet unique to each investor. Virtual wallet balances of less than \$1,000 on the 1st calendar day of the month will be assessed a maintenance fee equal to the lesser of \$5.00 or the wallet balance.

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.

Ask our financial professionals:

- ***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?

We **do not** provide recommendations. The way we make money may create conflicts with your interests. You should understand and ask us about these conflicts because they can affect the services we provide you. Here are some examples to help you understand what this means.

Proprietary products are investments that are issued, sponsored, or managed by us or one of our affiliates. The private investment funds offered by our firm are proprietary products.

We may receive a fee for facilitating the sale of privately held securities to a private investment fund managed by an affiliate.

An issuer offering securities in accordance with Regulation D, Regulation A, or Regulation CF may pay us a fee. The specific fee varies from offering to offering and is stated in the offering documentation, which should be read carefully prior to making an investment.

Ask our financial professionals:

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

How do your financial professionals make money?

Our financial professionals are salaried employees and may receive a discretionary annual bonus. Their compensation *is not* tied to factors such as product sales commissions, the number of the clients they assist, the time and complexity required to meet a client's needs, or the type or amount of investment made by a client.

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

Yes. Investor.gov/CRS is a free and simple search tool with which you can research our firm and our financial professionals.

Ask our financial professionals:

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

Additional Information

You can find additional up-to-date information about our brokerage services and download a copy of this relationship summary [here](#). You may also request a copy by emailing us at help@microventures.com or by calling (800) 283-9903.

Ask our financial professionals:

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