

# CARLETON MCKENNA ADVISORS, LLC

## Form CRS – Client Relationship Summary

Date: 12/11/2024

### Item 1: Introduction

CARLETON MCKENNA ADVISORS, LLC is a limited product broker dealer registered with the Financial Industry Regulatory Authority (FINRA), Securities and Exchange Commission (SEC) and Securities Investor Protection Corporation (SIPC) offering private placement securities to retail clients. Brokerage and investment advisory services and fees differ, and it is important that you understand the differences. This document gives you a summary of the types of services and fees we offer. Please visit [www.investor.gov/CRS](http://www.investor.gov/CRS) for free, simple tools to research firms and for educational materials about broker-dealers, investment advisers, and investing.

### Item 2: Relationships and Services

*Questions to ask us: 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 investment services and advice can you provide me? Our firm offers only private placement securities to qualified clients. The private placement memorandum (offering documents) provides information on being a qualified investor. You should read the private placement memorandum before investing. If you do not meet the investor qualifications, we will not sell you private placement securities related to the offering presented. Any minimum investment requirements may be contained in the private placement memorandum.

Our firm does not offer discretionary services. We may recommend investments to you, but you make the final decision to purchase the securities for the offering presented.

For the purpose of Regulation Best Interest, we do not provide ongoing investment monitoring services or monitor client investments on a regular basis.

Our firm does not offer traditional brokerage accounts and investments other than private placement securities. Clients who wish to obtain traditional brokerage investments such as mutual funds or exchange trades securities will need to obtain these from another broker dealer or investment adviser.

### Item 3: Fees, Costs, Conflicts, and Standard of Conduct

*Questions to ask us: 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? How might your conflicts of interest affect me, and how will you address them?*

What fees will I pay? When purchasing private placement securities, you will pay a transaction fee referred to as a commission for each transaction. Our commission will vary depending on the amount of securities purchased. The more securities purchased in a private placement, the higher

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commissions you will pay our firm and thus we have an incentive to increase the amount of a private placement securities sold in order to increase our fee. Our standard fee is contained in the private placement memorandum or offering documents and is based on the amount of securities purchased. The only fees you pay commissions/fees to our broker dealer is at the time of purchase and/or when securities are sold. If the securities sold are able to be held by a custodian and you chose to have your securities held by a custodian, you may pay fees to a custodian for custodian services. 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.**

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 act as your broker dealer, we have to act in your best interest and not put our interest ahead of yours. We have the obligation to review the proposed transaction is suitable to your investment needs and goals. 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 we provide you. Here are some examples to help you understand what this means (see heading immediately below).*

How do your financial professionals make money? Primarily, we and our financial professionals receive cash compensation from the private placement securities we sell to you because of the commissions we receive from your transaction.

### Item 4: Disciplinary History

*Questions to ask us: As a financial professional, do you have any disciplinary history? For what type of conduct?*

Do you or your financial professionals have legal or disciplinary history? Yes. Visit <https://www.investor.gov/> for a free, simple search tool to research us and our financial professionals.

### Item 5: Additional Information

*Questions to ask us: Who is my primary contact person? Is he or she 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?*

For additional information on our brokerage services, see our **Broker Check Report** available at <https://brokercheck.finra.org/firm/summary/159230>. If you have any questions, need additional up-to-date, or want another copy of this Client Relationship Summary, then please contact us at 216-523-1962.