

Third Seven Capital, LLC FORM CRS

Introduction: Third Seven Capital, LLC ("Third Seven" or "Firm") is registered with the U.S. Securities and Exchange Commission (SEC) as a broker-dealer and is a member of FINRA/SIPC. **The Firm does not offer investment advisory accounts or services.** It is important for potential customers to know the differences between the brokerage services and how they differ from investment advisory services.

There are free and simple tools available to research both brokerage firms and financial advisors at <http://www.investor.gov/CRS>. This website also contains educational material on broker-dealers, investment advisors and investing.

What investment services and advice can you provide me?

The Firm provides access to private offerings and 1031 exchanges via Delaware Statutory Trust as well as access to other private placements the firm may participate in, as part of a selling group or as a private placement agent. The Firm acts in the capacity of managing broker-dealer or private placement agent. The Firm may also act as part of the selling group. The capacity of which in which the firm acts is disclosed in the private placement memorandum and/or offering document. The Firm does not hold customer brokerage accounts for clients and does not provide clearing services. The Firm does not monitor retail investors' accounts nor recommend any specific account types. The Firm does not accept discretionary authority over any assets or securities.

When considering whether to engage a Third Seven Capital, LLC representative, a retail client should ask the following questions:

- 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?

Commission: When you subscribe to a transaction, the Firm will receive a commission based on the percentage outlined in the private placement memorandum or offering document which a retail client should read carefully. Transaction-based fees are outlined in the specific private placement memorandum and/or offering document. The commission/fee ranges from 1% to 10 % and are based on various factors. You should discuss with your representative the exact commission he or she will receive on each transaction. Third Seven Capital does not charge annual or ongoing account fees and does not pass through any regulatory fees they are assessed.

Other fees: If Third Seven Capital is acting as the managing broker-dealer for an offering, it will receive compensation for administering the offering as well as for the other broker-dealers selling the offering. The fee is described in the offering document for the specific deal you are investing in. Most offerings contain a separate fee payable to broker-dealers for performing due diligence and/or marketing. The fee may differ between offerings and thus incentivize the Firm to recommend one offering vs another.

The Firm may also act as manager to various special purpose vehicles created as a pass-through vehicle when issuers want to minimize the number of investors participating in an offering. These special purpose vehicles may pay management fees and back-end compensation to the Firm as the sponsor of the special purpose vehicles, in addition to any placement agent commission the Firm and/or the Firm's representatives may receive for the special purpose vehicle ultimately investing in the offering.

Regardless if you make or lose money, you will be charged fees and costs when making an investment. Fees and costs will reduce the amount of money you make on the investment over time. Please make sure to understand the fees and costs you are paying for each investment.

When considering whether to make an investment, a retail client should ask the representative: 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 is your firm compensated and what conflicts of interest do you have?

When we provide you with a recommendation, we must act in your best interest and not put our interest ahead of yours. At the same time, the way we are compensated creates some conflicts with your interest. 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 mean.

The Firm also acts as the managing broker-dealer for some sponsors, which means the Firm receives compensation for administrating the offering and for other broker-dealers selling the offering. The Firm may be incentivized to recommend offerings in which it is the managing broker-dealer over those offerings where it is not.

You should ask your representative the following questions to better understand their conflicts of interest:

- How might your conflict of interest affect me?
- How will you address them?

For further information on Third Seven Capital's conflicts of interest, please review the information at the link, <http://www.thirdsevendcapital.com/regbi> .

How are your financial professionals compensated?

Third Seven Capital representatives make money primarily through commissions earned on the sale of securities. The commissions vary based on the product being offered and are disclose in the offering materials. Some representatives receive compensation for marketing and due diligence and these fees are disclosed in the offering materials for the investment being offered. You should discuss these fees with your representative prior to accepting their recommendations.

Do your financial professionals have legal or disciplinary history?

Yes. You should visit <http://finra.brokercheck.org> , a free and simple search tool to research both Third Seven Capital and its financial representatives.

You should ask your representative the following questions to understand where they have a disciplinary history.

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

Additional Information:

You may request a written copy of Third Seven Capital's Form CRS by emailing, info@thirdsevendcapital.com. You may also call Third Seven Capital at (212) 393-4680.

You should ask your financial professional the following questions about contacts and complaints.

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