



Odeon Capital Group LLC

Client Relationship Summary (“CRS”)

June 1, 2020

Item 1: Introduction

Odeon Capital Group LLC (“Odeon” or the “Firm”) is a broker-dealer registered with the Securities and Exchange Commission (“SEC”) and a member of the Financial Industry Regulatory Authority (“FINRA”) and Securities Investors Protection Corporation (“SIPC”).

Odeon offers brokerage services to retail investors. Brokerage and investment advisory services and fees differ, and it is important that you understand the difference. Free and simple tools are available to research firms and financial professionals at investor.gov/CRS, which provides educational materials about broker-dealers, investment advisers, and investing.

Item 2: Relationships and Services

“What investment services and advice can you provide me?”

Description of Services: We offer a broad range of brokerage services to retail investors for investments in public market securities such as common stocks, individual corporate and municipal bonds, and other investments. Our financial professionals will assist you with recommendations and developing an investment strategy based on your investment goals and risk tolerance. In general, our brokerage services are non-discretionary, which means that you make the ultimate decision whether to buy, sell, hold, or exchange an investment.

Monitoring: Our financial professionals do not actively monitor your investments unless otherwise agreed to with you in writing.

Limited Investment Offerings: We generally do not limit the type of products or investments available to our retail clients, although our financial professionals do not typically recommend annuity products.

Account Minimums: There is no minimum account size or investment amount for a retail investor to open a traditional brokerage account.

Additional Information about our products and brokerage services is available at odeoncap.com.

Conversation Starters:

- *“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?”*

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

“What fees or costs will I pay?”

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.

- **Commissions:** A fee you pay for each transaction in your account. The amount of each commission varies based upon factors such as the type of security, the total dollar value of the transaction, and the level of service provided. Because we receive a commission for each transaction in your account, we have an incentive to recommend active trading strategies.

Mark-ups and Mark-Downs: When we buy securities from or sell securities to your account, we profit from that transaction in the amount of a “mark-up” (when we are selling) or a “mark-down” (when we are buying). These amounts represent the difference between the value of the security and the amount by which you buy or sell it to us.

Other Fees and Costs: Clients may incur certain charges imposed by third parties such as custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. **Additional Information regarding the fees and costs associated with our brokerage services is available at odeoncap.com/legal.**

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?”*

“What are your legal obligations to me when providing recommendations? How else does your firm make money and what conflicts of interest to do you have?”

When we provide you with a recommendation, 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 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.

- **Principal Transactions:** When we recommend that you buy or sell securities, we may be the counter-party that sells you the security or buys it from your account. When that occurs, we have engaged in a "principal transaction." When principal transactions occur, we have an incentive to sell securities to you at a higher price (and buy them at a lower price) than we could if we sold the securities elsewhere. When principal transactions occur, we will disclose it to you, in writing, on your trade confirmation.

Additional Information regarding conflicts of interest can be found at odeoncap.com/legal.

Conversation Starter: “How might your conflicts of interest affect me, and how will you address them?”

“How do your financial professionals make money?”

We pay our financial professionals a portion of the commissions generated by each transaction in your account. Our financial professionals do not receive bonuses or “non-cash” compensation. Accordingly, our financial professionals have an incentive to recommend investments that generate the highest level of commissions in your account.

Item 4: Disciplinary History

“Does your firm or your financial professionals have legal or disciplinary history?”

Yes. Free and simple search tools are available to retail investors who visit Investor.gov/CRS to research our firm and financial professionals.

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

Item 5: Additional Information

For additional information on our brokerage services, please find our website at www.odeoncap.com. If you would like a digital copy of this document, please visit odeoncap.com/legal. To request an additional print copy of this CRS please contact us in writing at 750 Lexington Avenue, 27th fl., New York, NY 10022 or call us at 212-257-6970 and we will promptly provide it to you.



Conversation Starters

- *“Who is the 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?”*