RM SECURITIES

Form CRS Customer Relationship Summary

October 14, 2024

RM Securities, LLC ("RM Securities," "we," "our," or "us") is registered with the SEC as a broker-dealer and is a member of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investor Protection Corporation ("SIPC"). ***Brokerage and investment advisory services and fees differ. It is important for you to understand those differences. Free and simple tools are available to research firms and financial professionals at https://www.investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.***

What Investment Services and Advice can you Provide me?

We offer limited brokerage services in connection with limited products offered to retail customers. Our brokerage services include: (i) selling and distributing securities, or acting as a managing broker-dealer, for private offerings exempt from registration under Securities Act of 1933 ("Private Offerings"), including offerings by affiliated and unaffiliated companies and unregistered funds ("Issuers"); (ii) distribution services for two affiliated non-listed Real Estate Investment Trusts, the RealtyMogul Income REIT, LLC and the RealtyMogul Apartment Growth REIT, Inc. (together the "REITs"), each qualified offerings under Regulation A under the Securities Act of 1933; and (iii) acting as a referring broker-dealer for services and products offered by unaffiliated broker-dealers ("Referred Broker(s)") ("Referrals") (the Private Offerings, REITS, and Referrals together are "Limited Products"). We do not offer retail customers all types of securities products. Other security products or brokerage services can be more suitable for you, or otherwise more in your best interest, than the Limited Products we offer.

We and our Registered Representatives ("Representatives") can make recommendations of certain Limited Products; however, the ultimate decision regarding the purchase or sale of any security will be at your sole discretion. We do not make recommendations of all Limited Products or to all investors. When we make a recommendation, RM Securities and our Representatives are obligated to ensure the recommendation is in your best interest based on your stated investment objectives, risk tolerance, liquidity needs, time horizon, financial needs, tax status, and other financial information you provide us. We do not: hold custody or have control of investor assets, funds, or securities; employ a clearing firm; or accept discretionary authority. All investor funds and securities are handled directly between you and Issuers (some of whom are affiliated with us), or an unaffiliated escrow account established by the Issuer. We do not monitor your investments or securities. An affiliate provides ongoing investor administration services to Issuers and may engage in an administrative capacity with you on behalf of an Issuer; however, it is your responsibility to monitor your investments.

CONVERSATION STARTER TO ASK YOUR FINANCIAL PROFESSIONAL

- 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?

For additional information, please see RM Securities' Regulation Best Interest Disclosures, our Limited Brokerage Services Agreement, and RM Securities BrokerCheck report, which can be found by accessing FINRA's BrokerCheck site.

What Fees will I Pay?

RM Securities, our Representatives, affiliates, associated persons, and personnel of our affiliates who may also be associated with us ("Affiliate(s)") receive fees, expense reimbursements, and other compensation ("Fees") from Issuers, the REITs, and Referred Brokers in connection with Limited Products. We do not directly charge retail customers Fees. You will directly, or indirectly as an investor in a Limited Product, pay Fees to Issuers of Private Offerings, the REITS, and Referred Brokers. Issuers, the REITs, and Referred Brokers will use the Fees you pay, as well as funds you invest, to compensate us or our Affiliates. The Fees paid to us or our Affiliates will be borne by you as the investor (typically, but not always, in the form of an expense of the Issuer in which you invest) because such Fees will reduce the proceeds available for distribution from an Issuer to you and otherwise reduce the amount you earn over time. The specific Fees we charge or that an Affiliate receives in connection with a Limited Product are negotiated and will vary by Limited Product, and are disclosed in communications to you from RM Securities, the relevant Issuer, or Referred Broker, including (but not always) through the Limited Product's offering documentation, which documentation can include without limitation private placement memoranda, subscription agreements, prospectuses, and operating agreements of Limited Products ("Offering Documents"). Generally, the Fees we receive include:

- *RM Securities Fees Paid by Issuers*: We charge or otherwise receive from Issuers Fees (which can include marketing, due diligence, and other allowances) based on a percentage of the total amount of capital we raise (or that is raised by a group of unaffiliated broker-dealers we manage) for each offering. We additionally receive flat fees and reimbursement for certain out-of-pocket expenses for each offering.
- *RM Securities Referral fees Paid by Referred Brokers*: We receive a referral fee based on the amount of an investment made by investors whom we refer to a Referred Broker. The specific fee we earn will depend on the relevant referral arrangement, which will vary.
- *Fees paid by Affiliated and Unaffiliated Issuers or Third Parties to Affiliates of RM Securities*: Issuers and third parties pay certain fees to our Affiliates, including personnel of our Affiliates who may also be associated with us, in connection with investments you make. These fees include the following: Buyer's Real Estate Brokerage Fee; Real Estate Due Diligence Fee; Acquisition Fee; Financing Coordination Fee; Credit Guarantee Fee; Property-Level Asset Management Fee; Seller's Real Estate Brokerage Fee; Real Estate Disposition Fee; Promoted Interest; Construction Management Fee; Capital Expenditure Management Fee; and Fees associated with loans or preferred equity investments (including Origination, Extension, Modification, and Exit Fees, Servicing and Special Servicing Fees, Default Interest, and Prepayment Penalties). Additionally, the REITs

pay an Affiliate an annual asset management fee of up to 1.25% plus reimbursement for certain expenses. Finally, an Affiliate receives ongoing fees paid by Issuers for providing investor administration software, technology, and services to Issuers of Private Placements.

For additional information on Fees, please review our Regulation Best Interest Disclosures. ***Remember, 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.***

> **CONVERSATION STARTER TO ASK YOUR FINANCIAL PROFESSIONAL**
> - 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?

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:

- *Proprietary Limited Products and Fees Paid to Affiliates*: We are incentivized to recommend Limited Products offered by Affiliates or from which Affiliates receive Fees (*e.g.*, Affiliates receiving management fees, acquisition fees, promote/carried interest, etc.). Please carefully review the detailed discussion of fees paid to Affiliates above, as well as all Fees disclosed in Issuer Offering Documents for a Limited Product.
- *Allocation of our Professional's Time to Affiliates*: Certain of our key personnel engage in other business activities, including as personnel or executive management of our Affiliates. As a result, our key personnel face conflicts of interest in allocating their time between us and such other business activities, and their and our Affiliates' interests in such other business activities can conflict with your own.
- *Allocation of Investment Opportunities*: We are incentivized to allocate, in whole or in part, certain investment opportunities to our Affiliates, including personnel of our Affiliates, because of the Fees paid to, and potential investment returns received by, our Affiliates.
- *Co-Investment; Rights and Interests of our Affiliates*: Affiliates, including Representatives and other associated persons, invest in the same Limited Products as you. In such instances, Affiliates are incentivized to recommend such Limited Products over others and, as an investor in such Limited Products, can have interests and decision rights that can conflict with your interests. Please carefully review all Limited Product Offering Documents for additional information on the rights and interests of our Affiliates (in addition to any other unaffiliated parties).

Importantly, we do not make recommendations to every investor or for every Limited Product. Our providing information concerning a Limited Product should not be construed as, and is not, a recommendation that the Limited Product is suitable or in your best interest. You must carefully review each Limited Product to independently determine whether a Limited Product is suitable for you and/or whether in your best interest.

> **CONVERSATION STARTER TO ASK YOUR FINANCIAL PROFESSIONAL**
> - How might your conflicts of interest affect me, and how will you address them?

How do your Financial Professionals Make Money?

Our financial professionals: (i) are employed by and earn salary and equity compensation from our parent company, Realty Mogul, Co. ("Parent"); (ii) receive from our Parent a cash and equity bonus based on the overall performance of the Parent, team performance, and individual employee performance; (iii) receive from us sales-based commissions and bonuses, including from sales contests, based on capital raised from investors; (iv) earn a return from investments they may make in Limited Products; and (iv) earn Fees from our Affiliates for services provided to such Affiliates (including as employees, officers, or directors of an Affiliate or pursuant to a shared services agreement between our Parent and an Affiliate), including without limitation a percentage of promote/carried interest paid by an Issuer to an Affiliate (*e.g.*, without limitation, a portion of promoted interest payable to an Affiliate acting as the general partner of an Issuer, or a loan guaranty fee personally made in connection with an Affiliate securing financing for an Issuer's acquisition of a real estate asset).

Do you or your Financial Professionals have Legal or Disciplinary History?

No. Please see Investor.gov/CRS for free and simple search tools to research us and our financial professionals.

> **CONVERSATION STARTER TO ASK YOUR FINANCIAL PROFESSIONAL**
> - As a financial professional, do you have any disciplinary history? For what type of conduct?

Additional Information

For additional information about us and our services, or to request a copy of our Form CRS, please contact our investor relations team via e-mail at InvestorRelations@RealtyMogul.com, or phone at (877) 977-2776.