

SPRINGDALE CAPITAL LLC

ADV Part 3: Form Customer Relationship Summary - March 2024

I. Introduction

Springdale Capital is registered with the Securities and Exchange Commission (SEC) as an investment adviser. Clients and prospective clients should be aware that services and fees differ between investment advisers and broker-dealers and it is important for you to understand the 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.

II. What investment services and advice can you provide me?

We offer investment advisory services to individuals and institutions. Our investment advisory services include financial advisory and special situations. With respect to our financial advisory services, we work with clients to establish appropriate investment objectives and create customized portfolios tailored to each client's specific needs. After implementing a suitable investment strategy, we monitor our clients' asset allocation, performance, and investment objectives. With respect to our special situations strategy, we select individual securities with the objective of generating superior risk-adjusted absolute returns while attempting to avoid permanent loss of capital. Accounts managed pursuant to the special situations strategy are generally managed in the same manner and own the same securities with essentially the same position sizes.

Included as part of our standard service is monitoring of your accounts, which we do on an ongoing basis. We provide asset management services on a discretionary basis (we have the authority to determine the type and amount of securities to be bought or sold in your account). Our minimum investment for financial advisory services is \$500,000 and for special situations is \$250,000. Your assets are held in a separate account in your name at a qualified custodian. Your funds are not pooled or mixed with the assets of other clients.

For additional information please see "View latest Form ADV filed" and "Part 2 Brochures" at:

<https://adviserinfo.sec.gov/firm/summary/150338>.

Conversation Starters: *Given my financial situation, should I choose an investment advisory 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?*

III. What fees will I pay?

For our financial advisory services, we receive an annual management fee equal to 0.5% of account value. We generally invoice clients on an annual basis in arrears based on the average account balances of the previous four quarters.

For our special situations strategy, the annual management fee is 1% of assets. Subject to us exceeding a 7% hurdle rate, we will also receive a performance fee equal to 20% of the cumulative new profits on the assets in a client's account, subject to Section 205 of the Investment Advisers Act of 1940. Special situations clients may choose to be invoiced (typically done annually in arrears) or can elect to direct the custodian to enact the Automatic Billing option, whereby the custodian will deduct management and performance fees from clients' accounts.

Since our fee is based on the value of your account we have an incentive to recommend that you increase the level of assets in your account. Our fees do not include fees charged by custodians and brokers, such as brokerage commissions, transaction fees, custodial fees, exchange fees, etc. You will

also incur internal management fees and expenses by mutual funds and ETFs we may invest in, within your account.

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.

Additional information regarding fees can be found in “Part 2 Brochures” under “Item 5”.

Conversation Starters: *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 acting as my investment adviser? How does your firm make money and what conflicts of interest do you have?

When we provide you with a recommendation as your investment adviser, 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. Potential conflict of interest would be that the more assets in a client's account, the more the client will pay in advisory fees. Therefore, we have an incentive to encourage clients to increase assets we manage. We also receive higher management fees from assets invested in the special situations strategy. You should understand and ask us about these conflicts because they can affect the investment advice we provide you.

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

How do your financial professionals make money?

As the sole owner of Springdale Capital LLC, Yevgeny Neginsky receives all the firm's profits. Springdale Capital does not receive third-party payments or participate in any revenue share agreements. We have no financial incentive to invest client's assets into any particular mutual fund, ETF or other security. We do not: 1) offer any insurance or annuities, wrap fee programs, or any financial products that generate commissions for us 2) pay referral fees or provide any economic benefits to third parties for referring clients to us or 3) receive any commissions, gifts, or incentives for investments made in clients' accounts. We do have a financial incentive to increase your assets under our management.

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

No. To the best of our knowledge, there are no legal or disciplinary events that we believe would be material to our clients' or our prospective clients' evaluation of our advisory business or the integrity of our management.

Visit [Invest.gov/CRS](https://www.invest.gov/CRS) for free and simple search tools to research us and our financial professionals.

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

V. For additional information about our investment advisory services visit:

Our website: www.springdalecap.com

Or the SEC website: <https://adviserinfo.sec.gov/firm/summary/150338>

Springdale Capital is a Registered Investment Adviser. The primary contact is Yevgeny Neginsky. You can obtain an up-to-date copy of this relationship summary, our Form ADV Part 2A or other information from Yevgeny at (203) 936-7404 or yev@springdalecap.com

Conversation Starters: *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?*