

INTRODUCTION

Honeoye Falls Capital LLC (“**Honeoye Falls**” or “**we**” or “**us**”) is registering with the Securities and Exchange Commission as an investment adviser and is based in Honeoye Falls, NY. Brokerage and investment advisory services and fees differ, 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://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?

Honeoye Falls offers a variety of discretionary investment advisory services to ultra-high net worth individuals and family offices, including wealth and investment management, financial planning and consulting, and family office services through separate accounts (each an “**Account**”). Honeoye Falls works with its clients to determine their investment objectives and risk profile and develops and executes a tailored investment plan based on each client’s individual needs and goals. We will develop a strategic asset allocation for each client based upon such client’s individual investment objectives (via discussions with the client and an analysis of such client’s particular financial circumstances). Honeoye Falls will then allocate a client’s assets among various investments, including mutual funds, exchange traded funds, individual securities, and other securities. Portfolio asset allocation and weighting between recommended securities will be determined according to each client’s individual needs and circumstances.

Honeoye Falls primarily offers discretionary investment advisory services, which means we will make the ultimate decision regarding the investments purchased and sold in a client’s Account. Each client’s investment advisory agreement (each an “**Agreement**”) grants us discretionary authority over the assets of its Account. Any investment guidelines or restrictions are set forth in each Agreement (which may be modified in writing by a client). Honeoye Falls generally requires an initial investment of at least \$250,000 to open an Account. We do not require a minimum investment amount to maintain an Account.

As part of the standard services we provide, we will regularly monitor the investments in each client’s Account on an ongoing basis to help ensure the investments meet the investment objectives, risk profile and restrictions of the Account. Additional information about our advisory services can be found in Items 4, 5, 7, 8, 12 and 13 of our Form ADV Part 2A, which will be available on the SEC’s [Investment Adviser Public Disclosure website](https://www.investor.gov/CRS).

Ask us:

- *Given my financial situation, should I use your advisory services? Why or why not?*
- *How will you choose specific 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?

Honeoye Falls charges a management fee between .05% and 2% of a client Account’s net asset value. Fees will be payable on a quarterly basis in advance on the first day of each calendar quarter.

In addition to the management fee, clients may incur additional fees and expenses by third parties, such as custodial fees, brokerage commissions, and transaction fees. A client will pay fees and costs whether such client makes or loses money on its investments in the Account. Fees and costs will reduce any amount of money a client makes on its investments over time. Please make sure you understand what fees and costs you are paying. With respect to conflicts of interest in our fee structure, as we charge an asset-based fee, the more assets there are in a client’s Account, the more the client will pay in fees and thus we may have an incentive to encourage a client to increase the assets in his or her Account.

Additional information about our fees and costs can be found in Items 5 and 12 of our Form ADV Part 2A Brochure, which will be available on the SEC’s [Investment Adviser Public Disclosure website](https://www.investor.gov/CRS).

Honeoye Falls Capital LLC

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?*
- *What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?*

When we act 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. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Here are some examples to help you understand what that means:

- Honeoye Falls will be responsible for the investment and management of several clients.
- Honeoye Falls and its employees and other affiliates will only be required to devote such time and attention to each client as they deem appropriate, which means that their financial professionals may have a conflict in allocating time and investments to different clients.
- Honeoye Falls may recommend investments to one client, but not all clients.

To address these conflicts, Honeoye Falls has procedures in place to monitor client portfolios. For additional information about our conflicts of interest, please read Items 5, 11, 12, and 14 of our Form ADV Part 2A Brochure, which will be available on the SEC's Investment Adviser Public Disclosure website. Please make sure you understand what fees and costs you are paying.

We generally may engage and do hold interests in other business ventures and activities including other investment entities. For example, we currently have Honeoye Falls Management, LLC. We generally will attempt to handle these and other conflicts of interest in a manner that we deem to be fair and equitable under the circumstances.

Should you choose to invest, any compensation we receive will be disclosed to you prior to investment and may include expenses in addition to the management fee.

For additional information and conflicts, please refer to Item 6, Item 11 and Item 12 of our Form ADV Part 2A.

Ask us:

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

HOW DO YOUR FINANCIAL PROFESSIONALS MAKE MONEY?

Honeoye Falls and our financial professionals make money by contracting with new clients and increasing assets under management. Our employees receive salaries for the work they perform on your behalf. In addition to salaries, representatives of us are also compensated through discretionary bonuses based on performance and distributions of profit.

DO YOU OR YOUR FINANCIAL PROFESSIONALS HAVE LEGAL OR DISCIPLINARY HISTORY?

No, neither Honeoye Falls nor our financial professionals have any legal or disciplinary history. Additional information can be found in Item 9 of our Form ADV Part 2A and Item 11 of our Form ADV Part 1A. Please visit [Investor.gov/CRS](https://www.investor.gov/crs) for a free and simple search tool to research Honeoye Falls and our financial professionals.

Ask us:

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

ADDITIONAL INFORMATION

For additional information about our investment advisory services or to request a copy of our relationship summary, please contact us at (585) 624-1790 or tom@honeoyefallscapital.com.

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?*