

Schneider Downs Corporate Finance, LP

Customer Relationship Summary (Form CRS)

June 30, 2020

Introduction Schneider Downs Corporate Finance, LP (“SDCF,” “we,” “us,” or “our”) is a limited purpose broker-dealer that is registered with the U.S. Securities and Exchange Commission (“SEC”) and is a member of the Financial Industry Regulatory Authority (“FINRA”) and the Securities Investor Protection Corporation (“SIPC”). We are an affiliate of Schneider Downs & Co., a certified public accounting firm. We are also an affiliate of Schneider Downs Wealth Management Advisors, LP (“SDWMA”), an investment advisory firm registered with the SEC. The services we provide are wholly separate from those offered by SDWMA.

The services offered by broker-dealers and investment advisers and the way they are compensated for those services are different so it is important that investors understand those differences. Free and simple tools are available for you to use at Investor.gov/CRS, a website maintained by the SEC. These tools can provide you with educational materials about broker-dealers, investment advisers, and investing.

This relationship summary provides information that is intended to help you make an informed decision about whether or not to conduct business with SDCF and will answer the following questions:

- What investment services does SDCF offer?
- What fees will I pay if I choose to do business with SDCF?
- What are the legal obligations of SDCF when providing investment recommendations to me? How else does SDCF make money and what conflicts of interest does it have?
- How do the representatives of SDCF make money?
- Do SDCF or its representatives have legal or disciplinary histories?
- Where can I find additional information?

Terms to know

- A **broker-dealer** is a firm that acts as an intermediary between buyers and sellers of securities. It usually charges a commission on each transaction it executes. In some instances, the securities a broker-dealer buys and sells for its customers may be bought or sold into or out of its own account.
- An **investment adviser** is a person or an entity that charges a fee for providing investment advice, preparing a financial plan, or conducting securities analysis.

What investment services and advice can you provide me?

We do not provide conventional securities brokerage services. We do not sell stocks, bonds, mutual funds, or any other conventional investment products.

Our primary business activity involves providing a variety of advisory and consulting services to small- and medium-sized companies pertaining to mergers and acquisitions, business planning, asset sales and project financing consulting. This business activity does not involve individual investors.

We do, however, periodically act as the placement agent for various private placements offerings, primarily involving real estate investments. In this capacity, we work with issuers to help structure private placement offerings and then sell those offerings to individual investors. Because of the risks associated with private placement investments, we generally only offer private placement investments to “accredited investors” who have the financial means to afford those risks. We do not purchase private placement investments for our own account but our representatives may personally invest in those offerings. If they do, they will do so on the same terms as all other investors.

Conversation Corner

Questions you might wish to ask when considering our services:

- 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?

For our services as placement agent, we are paid a commission which is calculated as a percentage of the total amount raised in each private placement. In some cases, we are paid a periodic monitoring fee that is a percentage of your investment and is drawn from ongoing cash distributions made by the investment partnership to investors. The monitoring fee helps defray our costs of tracking the performance of investments against budgets and forecasts prepared by the operators. The specific amount to be paid to us is disclosed in the private placement memorandum (“PPM”) associated with each private placement investment.

You should carefully review the PPM because it not only discloses our compensation but it also describes the project being funded by the private placement, how the funds invested will be used, and the risks associated with the investment.

In some instances, we may be paid a portion of the fees charged by the manager of the project underlying the private placement investment. A description of any such payments to us will be disclosed in the PPM. None of these fees are charged to you.

Other Fees and Costs

There are no other fees or costs associated with the investment services we provide to you. To the extent that you engage one of our affiliates for services such as accounting or investment advisory those affiliates will disclose the fees for such services.

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

Standard of Conduct

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 and investment advice we provide you. Here are some examples to help you understand what this means.

Examples of Ways We Make Money and Conflicts of Interest

As described above, we receive compensation when you chose to invest in any of the private placement investments we offer. This presents a potential conflict of interest in that we are incentivized to recommend that you invest in one or more of those private placements. We mitigate this potential conflict by striving to only recommend to you those private placement offerings that we believe are consistent with your individual investment objectives and risk tolerances.

As also noted above, when we recommend a private placement investment to you, we encourage you to review the PPM so that you will fully understand the investment, the project underlying the investment, the risks of the investment, and the compensation we will receive from each investment we sell.

How do your financial professionals make money?

Our representatives are all salaried employees. None receive any portion of the commissions we earn from the private placement investments we sell. They may, however, receive an annual bonus based on our overall profitability.

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

None of our officers or representatives has a legal or disciplinary history. You can find more information about our officers and representatives through FINRA’s BrokerCheck system at <https://brokercheck.finra.org/>. BrokerCheck is a free tool to research the background and experience of broker-dealers and their representatives.

Where can I find additional information?

You can always ask your representative for more information or speak to someone in our Compliance Department by calling (412) 697-5265. You may also find a copy of Form CRS on our website at <https://www.schneiderdowns.com/corporate-finance>

Conversation Corner

Questions you might wish to ask when considering our services:

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

Conversation Corner

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

Conversation Corner

Questions you might wish to ask when considering our services:

- As a financial professional, do you have any disciplinary history? For what type of conduct?
- Who is my primary contact person? Whom can I talk to if I have concerns about how this person is treating me?