

Relationship Summary for Individual Clients of James River Securities Corp.¹

James River Securities Corp., which we refer to as “JRSC”, “we” or “us” in this summary, is registered with the Securities and Exchange Commission (“SEC”) as a broker-dealer and is a member of FINRA and SIPC. We are not registered with the SEC as an investment advisor, though we are affiliated with James River Capital Corp. (“JRCC”) which is an SEC-registered investment advisor. Brokerage and investment advisory services and fees differ and it is important for you to understand the differences in order to make informed decisions about our services.

Free and simple tools are available to search firms and financial professionals at 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 are a broker-dealer that sells shares of private funds. We are a limited purpose broker-dealer in the sense that we only offer shares of funds and do not offer any other securities products. All of our financial professionals are “dual-hatted” in the sense that they are authorized to act on our behalf as duly licensed registered representatives of a broker-dealer, and also associated with and authorized to act on behalf of our advisory affiliates.

Investors do not maintain brokerage accounts with us nor do we exercise discretionary authority over investors’ accounts. In the case of private funds, based on an initial indication of interest from you or upon our identification of you as an investor who may be interested in investing in a James River private fund, one of our financial professionals, acting in his or her capacity as a registered representative of JRSC, will refer you to the appropriate James River advisory affiliate (who may be the same individual because of the dual-hatting). We may also make the referral to the advisory affiliate at your request without making any recommendation. You will complete the process for purchasing the fund shares, including filling out the subscription document with our advisory affiliate. Unless you are purchasing the securities on your own

initiative without any recommendation from us, we will review the completed subscription document, including information about your investment profile, to determine whether the relevant fund is suitable for you. Factors we will consider include your investment needs, risk profile and investment experience, among others. If the investment is determined to be suitable, the subscription will be accepted. You make the ultimate decision regarding whether to purchase shares. All private fund investments are maintained by the fund’s administrator. We do not monitor your investments.

Start a conversation with us by asking:

- 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?

We do not charge any fees, including any transaction-based charges for buying securities, for recommending or assisting you in investing in a James River fund. As an investor in a James River fund, however, the relevant James River advisory affiliate will charge you your *pro rata* share of fees and expenses, such as management and incentive fees and fund related expenses. These fees will be described in detail in the relevant offering materials for the fund. You will incur these costs whether you make or lose money on your investment(s). Fees and costs will reduce any amount of money you make on your investments over time; therefore, it is important that you understand what fees and costs you are paying.

¹ Statements in this summary: (i) are required by SEC Form CRS, summary in nature and limited in substance and length by SEC Form CRS; and (ii) do not create or modify any agreement, relationship or obligation between you and us or our financial professionals or with any of our advisory affiliates.

Start a conversation with us by asking:

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, 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 interests 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, our business model creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the recommendations we provide you. As discussed above, as a limited purpose broker-dealer, we recommend only certain private funds and do not recommend all securities products. While we do not charge you any fees for our services, if you invest with a James River private fund, our advisory affiliates will charge you fees and, therefore, earn revenues from your investment. We will, therefore, have an incentive to recommend to you James River private funds, even if you may have the ability to invest in non-JRCC funds at a lower cost. In our view, this conflict of interest is mitigated by this disclosure, our and our financial professionals' obligations to act in your best interest when making securities recommendations, as well as, other regulatory requirements applicable to broker-dealers and investment advisors, as the case may be, under which we and our financial professionals operate, our internal code of ethics and regular trainings. However, given the material limitation in the securities products we offer and the built in conflict of interest in our business model as a limited broker-dealer, you may wish to consider working with a broker-dealer that offers a broader range of securities products.

Start a conversation with us by asking:

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

How do your financial professionals make money?

Our financial professionals receive a base salary and a discretionary bonus from our advisory affiliate. There is no product sales commission or revenue sharing with the firm. The discretionary bonus is not based on any quantitative targets or metrics but on a subjective and qualitative assessment of the individual's contributions to the firm and the performance of Canyon affiliated entities as a whole.

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

Yes, James River has disclosure events that we are required to disclose to you under laws and regulations governing broker-dealers. Please visit Investor.gov/CRS for a free and simple search tool to research JRCC, its principals, and its financial professionals.

Additional Information

You can request up-to-date information about us and a copy of this Relationship Summary by calling 804-578-4500.

Any questions about your investment should be directed to your JRSC registered representative, or if you have any concerns about this or any other compliance matter, please contact our chief compliance officer at molly@jrcc.net or 804-578-4529.

Start a conversation with us by asking:

- 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?