

Customer Relationship Summary

Chardan Capital Markets LLC (“Chardan”) is a registered broker-dealer with the U.S. Securities and Exchange Commission 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, and it is important for you to understand these 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.

What investment services and advice can you provide me?

As a broker-dealer, the brokerage services we offer to you, and other retail investors and Individual Clients¹, include buying and selling securities at your direction. We may recommend investments to you, but you are solely responsible for making the decision whether to purchase or sell investments. We typically provide advice as to whether you should Buy, Hold, or Sell specific investment products in our primary areas of focus, which are biotech and healthcare technologies, and fintech. We offer execution services in equities, options, units, rights, warrants, private placement offerings and initial public offerings. We also provide research, market commentary, and other corporate access services. We do not offer mutual funds or variable annuities. We offer various types of accounts to Individual Clients. Account statements will be provided to you in paper or electronically. We do not hold securities or cash. These services are provided by our clearing firm, Wedbush Securities Inc., or directly with the issuer of the securities. From time to time, we may voluntarily review the holdings in your Account; however, for purposes of Regulation Best Interest, **we do not provide an ongoing monitoring service or monitor your Account**. There is no minimum account size or investment amount to establish a brokerage account. Learn more about our brokerage products and services at: Chardan.com/FormCRS.

Conversation Starter - Questions 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?*

What fees will I pay?

The principal fees and costs you will pay are “transaction- based fees,” meaning they are charged each time you buy or sell a security. The fee does not vary whether or not you receive a recommendation from us. On rare occasions fees are waived, discounted, or negotiated based on assets or other business criteria. Depending on the security you transact, these fees can include: up-front commissions, mark-ups, and mark-downs; administrative fees such as trade processing and handling fees, wire fees, conversion/exercise fees, transfer fees; and, financing fees and interest charges for margin and securities-backed lending. We encourage you to speak with your primary sales coverage or relationship investment banker to ensure you fully understand in advance any fees you will pay. We show any fees charged to you on your trade confirmations and/or account statement.

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. Learn more about the fees you will pay at: Chardan.com/FormCRS.

Conversation Starter - Questions 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?*

¹ “Individual Client” is a natural person, or the legal representative of a natural person, who, if they did receive a recommendation from Chardan would use it primarily for personal, family or household purposes. This disclosure is provided to comply with the SEC’s Form CRS disclosure requirements

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

When we provide you with a recommendation, we must 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: 1) We earn higher fees, compensation and other benefits when you choose an investment that we (or one of our affiliates) issue, advise, manage or sponsor. There is an incentive for us to sell investments and services that we (or one of our affiliates) advise, manage or sponsor over products from a third party as these affiliates may receive compensation and/or economic benefits in connection with the services provided and certain investment products that we may recommend or make available to you; 2) The more transactions in your account, the more fees you may be charged. We may, therefore, have an incentive to encourage you to engage in transactions; and, 3) As principal, we act as your counterparty and buy securities from you or sell securities to you from our (or an affiliate's) inventory. We typically earn compensation by marking up the price of the securities we sell to you or by marking down the price of the securities we buy from you. There is an incentive for us to trade with you on a principal basis using securities from our (or our affiliate's) inventory. In addition, we make money through financial advisory services provided to investment banking clients, corporate access services provided to issuers, and research sales. Learn more about our obligations and conflicts at: Chardan.com/FormCRS.

Conversation Starter - Questions to ask your financial professional:

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

We encourage you to speak with your primary sales coverage or relationship investment banker in advance to ensure you fully understand the services we offer, the fees we charge, and the conflicts of interests we have.

How do your financial professionals make money?

Chardan pays its financial professionals an annual salary and/or commissions, and discretionary annual or supplemental bonuses. Annual pay is determined based upon a number of considerations, such as: annual performance rating, peer reviews, compliance with Chardan policies, role and responsibilities, number and relative size of clients covered, and revenues generated by those clients. Warrants or other non-cash compensation may also be paid to financial professionals who sell private placements or initial public offerings. Our financial professionals earn more from some products and services than from others. Our financial professionals have an incentive to recommend that you select an investment product that pays them more compensation than those that pay less.

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

Yes. Visit Investor.gov/CRS for a free and simple search tool to research us and our financial professionals.

Conversation Starter - Questions to ask your financial professional:

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

To find additional information about our brokerage service and/or obtain a copy of this relationship summary, please contact your primary coverage individual or your customary salesperson or visit: Chardan.com/FormCRS.

To request a copy of this relationship summary or other up-to-date information, please call 646-465-9001.

Conversation Starter - Questions to ask your financial professional:

- *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?*