

Florence Capital Advisors, LP (“FCA,” “Firm,” “we,” “our,” or “us”) is a New York-based investment advisory firm founded in 2015 that provides a broad range of financial planning and consulting services. We are organized as a Delaware limited partnership and our significant majority owner is Gregory Hersch. It is important that you understand the differences between fees charged for brokerage services and fees charged for investment advisory services. There are free and simple tools that provide educational materials about broker-dealers, investment advisers, and investing in general. These tools are available at [www.Investor.gov/CRS](http://www.Investor.gov/CRS).

**Ask one of our financial professionals the following questions:**

*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?*

***What investment services and advice can you provide me?***

We provide wealth management services which include a broad range of financial planning and consulting services as well as discretionary or non-discretionary investment management services on an ongoing basis to individuals, high net worth individuals, and pooled investment vehicles. For retail clients, FCA generally allocates client assets among mutual funds, exchange-traded funds (“ETFs”), individual debt and equity securities, alternative securities, options, and independent investment managers. We generally do not require a minimum initial investment to open an account. We customize services based on our clients’ unique financial situation, individual needs, investment objectives, and preferences. The allocation and underlying investments are determined through consultations with our clients on an initial and ongoing basis. We monitor client accounts and provide detailed periodic reviews typically, not less than quarterly.

Accounts are reviewed for performance, consistency with investment strategy and client objectives. Reviews are performed by the investment adviser representative performing services for the respective client. Event-driven reviews may occur as a result of changes in a client’s personal, tax, or financial status, or when changing market conditions warrant a review. Please notify us of any changes in your financial situation that might affect your investment needs, objectives, or time horizon. ***For further information, please refer to Items 4, 7, 8, 13, and 16 of our Form ADV Part 2A disclosure brochure. Contact us at (212) 202-3296 to request a copy or [click here](#).***

***What fees will I pay?***

We charge different types of fees, including fees based on a percentage of assets under management (including cash, cash equivalents and money market funds) and fixed fees. Our fees for financial planning and investment management services will be set forth in our written agreement with you. For Financial Planning and Consulting services, we generally do not charge a fixed fee. If a fixed fee were to be charged, it would be specified in a written amendment to our client agreement. Clients can terminate the agreement, without penalty, at any time upon written notice. At the time of termination, prepaid and unearned fees (if any) will be prorated based on the amount of work we have completed as of the date the notice of termination is received and will be returned to the client. For Investment Management, we charge a fee based upon a percentage of assets under management. The maximum annual investment management fees charged will not exceed 1.25%. Our investment management fees are calculated and assessed quarterly, in arrears and based upon the daily average value of your managed assets (including cash, cash equivalents and accrued interest) during the prior quarter, as valued by the custodian (or our third party reporting service provider, which is utilized for calculating fees on alternative investments not held with the custodian). Investment management fees are negotiable and arrangements with any particular client can differ from those described above. In connection with services provided to clients on behalf of certain private investments such as direct investment in private companies or certain 3<sup>rd</sup> party managed and FCA advised/ managed pooled investment vehicles, FCA, or an affiliate, are eligible to receive an incentive fee after a preferred return to investors is achieved, as set forth in our written agreement with you. Expenses incurred for managing pooled vehicles are reimbursable to FCA or its affiliate by the members of the pooled vehicle based on pro rata ownership. We manage and recommend pooled investment vehicles that charge performance fees while simultaneously managing accounts that are not charged performance fees. This side-by-side management provides an incentive to favor performance fee accounts and to make riskier/ more speculative investments. Fees described above do not include certain charges imposed by third parties such as broker-dealers, custodians, trust companies or banks. Such fees can include commissions, transaction-based fees, custodial fees, margin interest, and charges imposed directly by a mutual fund or ETF in your account—which shall be disclosed in the fund’s prospectus (e.g., fund management fees and other fund expenses)—deferred sales charges, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. You should understand that such charges, fees and commissions incurred will be paid out of the assets in your account and are exclusive of and in addition to the fees we charge. The agreement executed by you

specifies that your payment of our management fees will be debited by your qualified custodian directly from your managed account. The qualified custodian shall deliver an account statement to you at least quarterly, showing all disbursements, including our advisory fees deducted from the account. We encourage you to review all account statements for accuracy.

**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.**

***More detailed information about our fees and other costs associated with investing, along with applicable conflicts can be found in Items 5, 6, 10, and 15 of our Form ADV Part 2A disclosure brochure. Contact us at (212) 202-3296 to request a copy or [click here](#).***

***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?***

**Ask one of our financial professionals the following questions:**

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

*When we act as your investment adviser, we have a fiduciary duty to you. We endeavor at all times to put the interests of our clients first. Recommendations will only be made to the extent that they are reasonably believed to be in the best interests of the client. At the same time, the way we make money may create conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Here is an example to help you understand what this means. Because we charge an asset-based fee for asset management services, the more assets that*

*are in your advisory account, the more you will pay in fees. This presents a conflict of interest because we have an incentive to encourage you to increase the assets in your account. With regard to Financial Planning and Consulting services, Clients should understand that a conflict of interest exists because we have an incentive to recommend our investment management services as we will receive additional compensation for such services. Advice and recommendations can also be given on non-securities matters and any implementation of our recommendations is entirely at your discretion. You are free at all times to accept or reject any or all recommendations we make, and you retain the authority and discretion on whether or not to implement any recommendations. ***More detailed information about our conflicts of interest can be found in Items 4, 10, 11, 12, 14, and 15 of our Form ADV Part 2A disclosure brochure. Contact us at (212) 202-3296 to request a copy or [click here](#).****

***How do your financial professionals make money?*** Mr. Greg Hersch, FCA's CEO, CCO and managing member, participates in the profits and losses of FCA. Mr. Hersch also serves as a board member on a company board. His service as a board member creates conflicts of interest. ***More detailed information about the way financial professionals make money, along with applicable conflicts and how we address the conflicts can be found in Items 4, 5, 10, and 14 of our Form ADV Part 2A disclosure brochure. Contact us at (212) 202-3296 to request a copy or [click here](#).***

**Ask one of our financial professionals the following questions:**

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

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

Yes. Please go to [www.Investor.gov/CRS](http://www.Investor.gov/CRS) for a free and simple search tool to research us and our financial professionals.

***Additional Information.*** You may obtain additional information and/or request a copy of this Form CRS by going to <https://adviserinfo.sec.gov/> or by calling Gregory Hersch, who is your primary contact person, at (212) 202-3296.

**Ask one of our financial professionals the following questions:** *Who is my primary contact person? Is he or she a representative of an investment adviser or broker-dealer? Who can I talk to if I have concerns about how the person is treating me?*

**Ask one of our financial professionals the following questions:**

*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?*

## **Exhibit A**

The following material changes have been made to this Form CRS since the last version dated February 29, 2024:

### **Form CRS**

The first paragraph of Form CRS has been updated to reflect that Florence Capital is now a limited partnership.

### **How do your financial professionals make money?**

Updated to disclose that Mr. Hersch only serves as a member to one board.

Clients and prospective clients are strongly encouraged to review this Form CRS very carefully and encouraged to ask questions.