



# KINGSWOOD

MEMBER FINRA · SIPC

Date:

Kingswood Capital Partners LLC.175  
Country Club Drive Building 400  
Suite D  
Stockbridge, GA ,30281

Re: Account Name \_\_\_\_\_ Account No. \_\_\_\_\_

I acknowledge that I have received a copy of the Penny Stock Disclosure Statement from my Representative that details the risks inherent in trading Bulletin Board/Pink Sheets securities, the so-called Penny-Stock Disclosure statement. That letter covers the following topics:

- Important Information on Penny Stocks:
  - Penny Stocks can be very risky Investments\* Brokers Duties & Customer remedies
- Use caution when "investing" in Penny Stocks
- Your rights
- Market Information

In addition, I acknowledge the following additional information:

- I will be required to sign this acknowledgement for each Penny Stock purchase I affect through Kingswood Capital Partners LLC. ("KCP")

I hereby acknowledge that I have read the letter and understand all of the potential risks involved with the trading of these highly speculative securities.

I further acknowledge that my intent is to purchase (Quantity) \_\_\_\_\_ Shares of (Symbol) \_\_\_\_\_ is completely my own decision.

My Registered Representative (Name) \_\_\_\_\_ did not in any way solicit or otherwise encourage me to purchase these shares. I am fully aware that this purchase is highly speculative and that the funds used to purchase this security represent risk capital, funds that, if lost, will not impact my liquidity or net worth to a material extent.

I am aware that KCP will not execute my purchase transaction until they are in possession of this letter signed and dated by all registered account holders. I am aware that a delay in delivery of the letter to KCP may expose me to a market risk, and that KCP bears no liability for any delay in the execution of this transaction.

I am aware that this investment may be highly illiquid at the time I wish to sell, and that there may not be markets for which the security can be liquidated. I am further aware that KCP bears no liability other than a best efforts attempt to close this position at my direction.

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(Print Client's Name)

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(Client's Signature)

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(Date)

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(Print Client's Name)

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(Client's Signature)

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(Date)

## **Important Information on Penny Stocks**

The U.S. Securities and Exchange Commission (SEC) requires your broker to give this statement to you, and to obtain your signature to show that you have received it, before your first trade in a penny stock. This statement contains important information — and you should read it carefully before you sign it, and before you decide to purchase or sell a penny stock.

In addition to obtaining your signature, the SEC requires your broker to wait at least two business days after sending you this statement before executing your first trade to give you time to carefully consider your trade.

### **Penny stocks can be very risky.**

Penny stocks are low-priced shares of small companies. Penny stocks may trade infrequently – which means that it may be difficult to sell penny stock shares once you have them. Because it may also be difficult to find quotations for penny stocks, they may be impossible to accurately price. Investors in penny stock should be prepared for the possibility that they may lose their whole investment.

While penny stocks generally trade over-the-counter, they may also trade on U.S. securities exchanges, facilities of U.S. exchanges, or foreign exchanges. You should learn about the market in which the penny stock trades to determine how much demand there is for this stock and how difficult it will be to sell. Be especially careful if your broker is offering to sell you newly issued penny stock that has no established trading market.

The securities you are considering have not been approved or disapproved by the SEC. Moreover, the SEC has not passed upon the fairness or the merits of this transaction nor upon the accuracy or adequacy of the information contained in any prospectus or any other information provided by an issuer or a broker or dealer.

### **Information you should get.**

In addition to this statement, your broker is required to give you a statement of your financial situation and investment goals explaining why his or her firm has determined that penny stocks are a suitable investment for you. In addition, your broker is required to obtain your agreement to the proposed penny stock transaction.

**Before you buy penny stock,** federal law requires your salesperson to tell you the “offer” and the “bid” on the stock, and the “compensation” the salesperson and the firm receive for the trade. The firm also must send a confirmation of these prices to you after the trade. You will need this price information to determine what profit or loss, if any, you will have when you sell your stock.

The offer price is the wholesale price at which the dealer is willing to sell stock to other dealers. The bid price is the wholesale price at which the dealer is willing to buy the stock from other dealers. In its trade with you, the dealer may add a retail charge to these wholesale prices as compensation (called a “markup” or “markdown”).

The difference between the bid and the offer price is the dealer's "spread." A spread that is large compared with the purchase price can make a resale of a stock very costly. To be profitable when you sell, the bid price of your stock must rise above the amount of this spread and the compensation charged by both your selling and purchasing dealers. Remember that if the dealer has no bid price, you may not be able to sell the stock after you buy it, and may lose your whole investment.

After you buy penny stock, your brokerage firm must send you a monthly account statement that gives an estimate of the value of each penny stock in your account, if there is enough information to make an estimate. If the firm has not bought or sold any penny stocks for your account for six months, it can provide these statements every three months.

Additional information about low-priced securities – including penny stocks – is available on the SEC's Web site at <http://www.sec.gov/investor/pubs/microcapstock.htm> In addition, your broker will send you a copy of this information upon request. The SEC encourages you to learn all you can before making this investment.

### **Brokers' duties and customer's rights and remedies.**

Remember that your salesperson is not an impartial advisor – he or she is being paid to sell you stock. Do not rely only on the salesperson, but seek outside advice before you buy any stock. You can get the disciplinary history of a salesperson or firm from FINRA at 1-800-289-9999 or contact FINRA via the Internet at [www.finra.org](http://www.finra.org). You can also get additional information from your state securities official. The North American Securities Administrators Association, Inc. can give you contact information for your state. You can reach NASAA at: (202) 737-0900 or via the Internet at [www.nasaa.org](http://www.nasaa.org).

If you have problems with a salesperson, contact the firm's compliance officer. You can also contact the securities regulators listed above. Finally, if you are a victim of fraud, you may have rights and remedies under state and federal law. In addition to the regulators listed above, you also may contact the SEC with complaints at (800) SEC-0330 or via the Internet at [Complaint Form](#).