

Myrmidon Private Capital LLC

Invested Intellect

CRD #298125

ADV PART 2A & B, Firm Brochure

March 30, 2024

Contact: Matthew Espina, Chief Compliance Officer

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301-820-1602

www.myrmidonpc.com

www.investedintellect.com

This Brochure provides information about the qualifications and business practices of Myrmidon Private Capital LLC **and its fictitious business name, Invested Intellect**. If you have any questions about the contents of this Brochure, please contact us at 301-820-1602. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Myrmidon Private Capital LLC is a “registered investment adviser”. Registration of an investment adviser does not imply a certain level of skill or training.

Additional information about Myrmidon Private Capital LLC also is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

Material Changes

Myrmidon Private Capital LLC's most recent update to Part 2 of Form ADV (Disclosure Brochure) includes the following material changes:

- Added a DBA named Invested Intellect
- Item 5 – Fees and Compensation added an additional option to calculate fees based on the account's balance at the close of the billing period.
- Item 5's minimum value of assets to engage in service is now \$200,000.00.

We encourage you to review the document in its entirety and contact our office with any questions.

OTHER NON-MATERIAL CHANGES

- Registered additional website: www.investedintellect.com
- Item 4's Regulatory Assets under management has been updated to \$6,796,496.73 as of March 29, 2024

Item 3 -Table of Contents

Item 1 – Cover Page.....	i
Item 2 – Material Changes.....	ii
Item 3 - Table of Contents.....	iii
Item 4 –Advisory Business.....	4
Item 5 – Fees and Compensation.....	6
Item 6 – Performance-Based Fees and Side-By-Side Management	8
Item 7 – Types of Clients.....	9
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss	10
Item 9 – Disciplinary Information.....	12
Item 10 – Other Financial Industry Activities and Affiliations	13
Item 11 – Code of Ethics.....	14
Item 12 – Brokerage Practices.....	16
Item 13 – Review of Accounts.....	18
Item 14 – Client Referrals and Other Compensation	19
Item 15 – Custody.....	20
Item 16 – Investment Discretion.....	21
Item 17 – Voting Client Securities.....	22
Item 18 – Financial Information.....	23
Item 19 - Requirements for State-Registered Advisors.....	24
Brochure Supplement (Part 2B)	
Matthew T. Espina	25

Item 4 – Advisory Business

Myrmidon Private Capital LLC has been a fee-only investment advisory firm for small and mid-size groups and individuals since 2018. Myrmidon Private Capital LLC's mission is to make every individual investment plan work in terms of performance at a selected risk tolerance and accomplish specific objectives for the client. Clients can customize investment plans by imposing restrictions on investing in certain securities or types of securities. Clients who work with Myrmidon Private Capital LLC are typically seeking an advisor who knows each client well, approaches each relationship on an individual basis, and who helps to coordinate a host of financial considerations.

Services provided:

Investment advisory services involve the selection of a preferred investment strategy to match goals and risk tolerance, selection of investment vehicles and a plan for monitoring and adjusting the portfolio on an ongoing basis.

Advice for clients not involving securities may include financial advice on such matters as budgeting, education planning, retirement planning and insurance planning, and are provided on an as-needed basis (i.e. client requests such services). A financial plan may include but is not limited to: a net worth statement; a cash flow statement; a review of investment accounts, including reviewing asset allocation and providing repositioning recommendations; a review of retirement accounts and plans including recommendations; a review of insurance policies; one or more retirement scenarios; estate planning review and recommendations; and education planning with funding recommendations.

Please Note: In performing its services, Myrmidon Private Capital LLC shall not be required to verify any information received from client or from the client's other professionals and is expressly authorized to rely thereon. Moreover, each client is advised that it remains the client's responsibility to promptly notify Myrmidon Private Capital LLC if there is ever any change in their financial situation or investment objectives for the purpose of reviewing/evaluating/revising Myrmidon Private Capital LLC's previous recommendations and/or services.

A copy of Myrmidon Private Capital LLC's written Brochure as set forth on Part 2A of Form ADV shall be provided to each client prior to, or contemporaneously with, the execution of the Investment Advisory Agreement. When a copy of the Brochure Document(s) is not provided to the client at least 48 hours prior to signing the contract(s), client has five business days in which to cancel the contract, without penalty.

Myrmidon Private Capital LLC is owned by Matthew T. Espina. As of 03/29/2024, Myrmidon Private Capital LLC has \$6,796,496.73 of assets under discretionary management.

The asset types we advise on include mutual funds, exchange traded funds/notes, individual common and preferred stocks, options, warrants, structured products, government, municipal and corporate bonds, certificates of deposit and money market funds. We do not advise on commodities or collectibles unless they are exchange traded funds (ETFs) or exchange traded notes (ETNs). We may also comment on interests in partnerships, real estate and oil and gas, but this is uncommon.

Retirement Rollovers-Potential for Conflict of Interest:

If Myrmidon Private Capital LLC recommends that a client roll over their retirement plan assets into an account to be managed by Myrmidon Private Capital LLC, such a recommendation creates a conflict of interest since Myrmidon Private Capital LLC has an economic incentive to recommend that clients rollover assets from their existing plan because Myrmidon Private Capital LLC will earn an advisory fee on the additional assets. The client has options other than rolling over the assets to an account managed by Myrmidon Private Capital LLC, including managing the assets without the assistance of Myrmidon Private Capital LLC as part of their current employer sponsored retirement plan or by rolling over the assets to an IRA. In both cases, the client would not be required to pay additional fees to Myrmidon Private Capital LLC and the client would be responsible for managing the assets on their own. No client is under any obligation to rollover retirement plan assets to an account managed by Myrmidon Private Capital LLC.

Limitations of Financial Planning and Non-Investment Consulting/Implementation:

As indicated above, to the extent requested by a client, we may provide financial planning and related consulting services regarding non-investment related matters, such as estate planning, tax planning, insurance, etc. Please Note: We do not serve as an attorney, accountant, or insurance agency, and no portion of our services should be construed as legal or accounting services. Accordingly, we do not prepare estate planning documents, tax returns or sell insurance products. To the extent requested by a client, we may recommend the services of other professionals for certain non-investment implementation purpose (i.e. attorneys, accountants, insurance, etc). Clients are reminded that they are under no obligation to engage the services of any such recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation made by Myrmidon Private Capital LLC or its representatives. Please Note: If the client engages any unaffiliated recommended professional, and a dispute arises thereafter relative to such engagement, the client agrees to seek recourse exclusively from and against the engaged professional.

Item 5 – Fees and Compensation

The specific manner in which fees are charged by Myrmidon Private Capital LLC is established in a client's written agreement with Myrmidon Private Capital LLC. Myrmidon Private Capital LLC generally will bill its fees monthly on a pro-rata basis, in arrears. Clients may also elect to be billed directly for fees or to authorize Myrmidon Private Capital LLC to directly debit fees from client accounts.

Basic fee schedule: (client chooses either A (1), A (2), or B)

A. Percentage of assets under management

Percentage fees are as follows for assets under management:

- 2.0% annually for all asset amounts

Fees for the monthly period will be assessed using one of the two following methods:

(1) Average Daily Balance

Fee = Average Daily Balance by the close of each market day in the period where an agreement is in place * 2% Annualized Assets Under Management Fee * (Market days in the period where an agreement is in place / Market days in the year)

(2) Month End Balance

Fee = Balance at the close of the final market day in the period where an agreement is in place * 2% Annualized Assets Under Management Fee * (Market days in the period where an agreement is in place / Market days in the year)

Percentage fees are negotiable according to the complexity of the portfolio and could be lower than the above fees. Services include selection of investments, monitoring and adjusting as needed. Clients are advised to hold cash balances intended for non-investment purposes in alternate accounts if they wish to avoid fees. Myrmidon Private Capital LLC does not charge a minimum fee amount for Assets under Management. Annualized Asset Under Management fees will never exceed 2% of a client's account value. The combination of fees for services and third-party managers will not exceed the industry standard of excessive fees, which is 3%.

B. Hourly Charges

\$250/hour for business clients for non-investment advice or consultation; \$250/hour for individual clients for investment advice or other financial planning consultation; \$250/hour for business clients for investment advice. The hourly rate is non-negotiable. However, there is no minimum number of hours, so a client may choose one hour or fraction of hour, depending on situation.

Clients working with us under the hourly arrangement should be aware that we take no responsibility for implementing what we advise and do not monitor the investment portfolios or decisions on an ongoing basis. The advice we give may only be appropriate at the time we give it and we do not take responsibility for advising hourly clients if that advice changes with time. This is true whether or not we are sent duplicate statements.

Billing for hourly charges usually occurs at the completion of the work.

All fees and asset minimums are subject to negotiation.

There is no minimum fee.

There is a minimum value of assets to engage in service: \$200,000.00. Clients choosing hourly charges are not subject to a minimum charge.

Contract termination/refund, etc: (For Arrangements A and B above)

An advisory contract can be terminated by either client or advisor at any time with written notice and/or transferring all assets out of the accounts managed by Myrmidon Private Capital LLC. Accounts terminated during a month will be charged a prorated fee.

Myrmidon Private Capital LLC's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to Myrmidon Private Capital LLC's fee, and Myrmidon Private Capital LLC shall not receive any portion of these commissions, fees, and costs.

Item 12 further describes the factors that Myrmidon Private Capital LLC considers in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

Item 6 – Performance-Based Fees and Side-By-Side Management

Myrmidon Private Capital LLC does **not** charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

Item 7 – Types of Clients

Myrmidon Private Capital LLC provides advisory services to individual clients, both High Net Worth and Mass Affluent. The following are two general categories of client services:

1) Financial planning with ongoing investment monitoring - This arrangement involves an initial financial plan which includes an investment plan and may include a retirement model reflecting sources of income, current positions, and projections of future income at retirement, based on a set of assumptions. Some plans may include insurance planning and/or children's education planning. We frequently coordinate the plan with the client's other professionals but we do not prepare tax returns or provide estate planning such as the writing of wills and trusts. We monitor investments on an ongoing basis and clients have access to us by phone, email or face-to-face meetings to discuss their plan and ask questions. Clients receive a quarterly report from us and monthly reports from the custodian/broker. We usually bill clients with this type of arrangement based on a percentage of agreed upon assets.

2) Investment management without financial planning - With this type of arrangement we provide advice for one or more accounts for which the client has a predetermined purpose, goal or constraint. For example, a client may want to get an income stream from an account with no expectation for growth but a high need for capital preservation. Another client may have a goal of aggressive growth with no need for income and a higher tolerance for volatility. Sometimes we advise on a portion of an overall portfolio while the client uses other advisors for other parts. It is our policy in those situations to be available upon client request to confer with other advisors to develop or enhance a coordinated approach. Clients can seek their own balance of control and support as they use our advice. Some clients select some of their own investments but use us as a sounding board. Others want recommendations for particular investment types. Clients receive a quarterly portfolio report from us and a monthly report from the custodian/broker. Billing with this type of arrangement is based on a percentage of agreed upon assets.

Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss

It is not our intention to dictate a client's risk tolerance. We ask questions to determine the risk tolerance and at times will employ short tests if the client is uncertain about it. With these questions we emphasize the client's age and time period until the assets will be needed as important determinants. The client's overall situation and goals are also factors. We understand that risk tolerance is not static and may change over time.

The asset types we advise on include mutual funds, exchange traded funds/notes, individual common and preferred stocks, options, warrants, structured products, government and corporate bonds, certificates of deposit and money market funds. We do not advise on commodities or collectibles unless they are exchange traded funds (ETFs) or exchange trade notes (ETNs). We may also comment on interests in partnerships, real estate and oil and gas, but this is uncommon.

We rely primarily on third party investment research from but not limited to Value Line, Morningstar, Standard and Poors, Moody's, and Merrill Lynch research reports. In addition, we use company filings such as annual reports, press releases and periodicals such as The Wall Street Journal, Barron's, Investors Business Daily to support investment recommendations. We primarily use long term investment strategies complemented with short term or trading where appropriate.

When hedging portfolios, we primarily use options, but also have the ability to sell short when appropriate. Investing in securities involves risk of loss that clients should be prepared to bear. Investors should be prepared to bear risks including, but not limited to the following:

- Interest-rate risk is the risk that the value of a security will go down because of changes in interest rates.
- Inflation risk is the risk that increases in the prices of goods and services, and therefore the cost of living, reduce your purchasing power.
- Currency risk occurs because many world currencies float against each other. If money needs to be converted to a different currency to make an investment, any change in the exchange rate between that currency and yours can increase or reduce your investment return.
- Liquidity risk is the risk that you might not be able to buy or sell investments quickly for a price that is close to the true underlying value of the asset.
- Sociopolitical risk is the possibility that instability or unrest in one or more regions of the world will affect investment markets.
- Management risk also known as company risk, refers to the impact that bad management decisions, other internal missteps, or even external situations can have on a company's performance and, as a consequence, on the value of investments in that company.
- Trading risk is the risk that portfolio management strategies used may generate increased brokerage and other transaction costs and taxes. Such expenses, fees and taxes may have a negative impact on portfolio performance.

- Credit risk also called default risk, is the possibility that a bond issuer won't pay interest as scheduled or repay the principal at maturity.

- Market risk is the risk that the price of a security, bond, ETF or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances.

The investment decisions you make- and sometimes those you fail to make- can expose you to certain risks that can impede your progress toward meeting your investment goals.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Myrmidon Private Capital LLC or the integrity of Myrmidon Private Capital LLC's management. At this time, Myrmidon Private Capital LLC has no such events requiring reporting.

Item 10 – Other Financial Industry Activities and Affiliations

Registered investment advisers are required to disclose Financial Industry Activities and Affiliations that would be material to your evaluation of Myrmidon Private Capital LLC. Myrmidon Private Capital LLC and its employees do not have any Financial Industry Activities or Affiliations to report.

Item 11 – Code of Ethics

Myrmidon Private Capital LLC has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at Myrmidon Private Capital LLC must acknowledge the terms of the Code of Ethics annually, or as amended.

Myrmidon Private Capital LLC anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which Myrmidon Private Capital LLC has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which Myrmidon Private Capital LLC, and/or clients, directly or indirectly, have a position of interest. Myrmidon Private Capital LLC's employees and associated persons are required to follow Myrmidon Private Capital LLC's Code of Ethics. Subject to satisfying this policy and applicable laws, employees of Myrmidon Private Capital LLC and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for Myrmidon Private Capital LLC's clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of Myrmidon Private Capital LLC will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would not materially interfere with the best interest of Myrmidon Private Capital LLC's clients. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between Myrmidon Private Capital LLC and its clients.

On an infrequent basis, certain fixed income prime broker transactions occur whereas affiliated accounts trade in the same securities with client accounts on an aggregated basis. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price. Myrmidon Private Capital LLC affiliates shall not allocate trades in a manner that their accounts receive more favorable treatment than the clients' accounts.

Myrmidon Private Capital LLC's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Matthew Espina at 301-820-1602. It is Myrmidon Private Capital LLC's policy that the firm will not effect any principal or agency cross securities transactions for client accounts. They will also not cross trades between client accounts. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction.

Retirement Plan (ERISA) Clients – IRA, Roth IRA, SEP, Simple, or Keogh accounts: Myrmidon Private Capital LLC confirms that it is acting as a fiduciary as defined by the Department of Labor for the above account types and that Myrmidon Private Capital LLC's advice is based on the particular investment needs of Retirement Plan Clients. As a fiduciary, Myrmidon Private Capital LLC complies with the following impartial standards of conduct:

A. Myrmidon Private Capital LLC will act in the best interest of the Retirement Plan Client. Acting in this manner is defined as acting with the care, skill, prudence and diligence that a person, in similar circumstances, in a like capacity, and familiar with the situation would conduct themselves based on the investment objectives, risk tolerance, financial circumstances and needs of the Retirement Plan Client. Such action will be without regard to the financial or other interests of Myrmidon Private Capital LLC.

B. Compensation charged by Myrmidon Private Capital LLC will be reasonable considering all circumstances.

C. Myrmidon Private Capital LLC and its employees will not make any materially misleading statements to Retirement Plan Clients about recommended transactions, fees and compensation, conflicts of interest and any other matters relevant to the Retirement Plan Client.

Item 12 – Brokerage Practices

Myrmidon Private Capital LLC generally suggests the use of a discount brokerage account through which Myrmidon Private Capital LLC receives no commissions. Myrmidon Private Capital LLC may recommend trade-away transactions or prime broker relationships for fixed income investments if it's determined that another broker dealer has better offerings or pricing.

Prior to engaging Myrmidon Private Capital LLC to provide investment management services, the client will be required to enter into a formal Investment Advisory Contract with Myrmidon Private Capital LLC setting forth the terms and conditions under which Myrmidon Private Capital LLC shall manage the client's assets, and a separate custodial/clearing agreement with each custodian. Although the commissions and/or transaction fees paid by Myrmidon Private Capital LLC's clients shall comply with Myrmidon Private Capital LLC's duty to obtain best execution, a client may pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where Myrmidon Private Capital LLC determines, in good faith, that the commission/ transaction fee is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of broker-dealer services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although Myrmidon Private Capital LLC will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for client account transactions. The brokerage commissions or transaction fees charged by the designated broker-dealer/custodian are exclusive of, and in addition to, Myrmidon Private Capital LLC's investment management fee.

Research and Additional Benefits:

Included within the support services that may be obtained by Myrmidon Private Capital LLC, may be investment-related research, pricing information and market data, software and other technology that provide access to client account data, compliance and/or practice management-related publications, discounted or gratis consulting services, discounted and/or gratis attendance at conferences, meetings, and other educational and/or social events, marketing support, computer hardware and/or software and/or other products used by Myrmidon Private Capital LLC in furtherance of its investment advisory business operations.

As indicated above, certain of the support services and/or products that may be received may assist Myrmidon Private Capital LLC in managing and administering client accounts. Others do not directly provide such assistance, but rather assist Myrmidon Private Capital LLC to manage and further develop its business. Myrmidon Private Capital LLC's clients do not pay more for investment transactions effected and/or assets maintained at any broker-dealer/custodian as a result of this arrangement. There is no corresponding commitment made by Myrmidon Private Capital LLC to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as a result of the above arrangement. From time to time Myrmidon Private Capital LLC may make an error in submitting a trade order on a client's behalf. When this occurs, Myrmidon Private Capital LLC may place a correcting trade with the broker-dealer/custodian which has custody of the client's account.

If an investment gain results from the correcting trade, the gain will remain in your account unless the same error involved other client account (s) that should have received the gain, it is not permissible for client to retain the gain, or Myrmidon Private Capital LLC confers with client and client decides to forgo the gain (e.g. due to tax reasons). If a loss occurs greater than \$100, Myrmidon Private Capital LLC will be responsible for the loss. Generally, if related trade errors result in both gains and losses in your account, they may be netted.

Item 13 – Review of Accounts

Accounts are reviewed on an as-needed basis, with the reviewer making this determination. However, certain accounts are reviewed at least quarterly and more frequent reviews may be occasioned by business, financial, economic or political events. Reviewer — There is one reviewer: Matthew Espina. Reports are sent to clients on a quarterly basis as well on an as-needed basis determined by the reviewer. Typically, they describe the valuation of the account as of a recent date plus a rate of return. Myrmidon Private Capital LLC strongly urges clients to compare our quarterly reports with the month end statements from the independent custodian of the assets. If you find any discrepancies, please contact Matthew Espina, Chief Compliance Officer at 301-820-1602.

Item 14 – Client Referrals and Other Compensation

Registered investment advisers are required to disclose any agreements or compensation arrangements for client referrals. Myrmidon Private Capital LLC has no agreements to disclose.

Item 15 – Custody

Clients should receive a monthly or quarterly statement from the broker dealer, bank or other qualified custodian that holds and maintains client's investment assets. Myrmidon Private Capital LLC urges clients to carefully review such statements and compare such official custodial records to the account statements that we may provide on a quarterly basis. It should be noted that our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Myrmidon Private Capital LLC and associated custodian brokers may be authorized to debit client fees for investment advisory services directly from client accounts and remit to Myrmidon Private Capital LLC. Such fee payments can be completed in accordance with applicable custody rules.

Myrmidon Private Capital, LLC (MPC) is deemed to have limited custody solely because advisory fees are directly deducted from client's account by the custodian on behalf of Myrmidon Private Capital, LLC.

Although the payment of investment adviser fees directly from a client's account is deemed custody, the custody requirements of Regulation 303.042, shall not be applicable when the following procedures are incorporated in Item 15-Form ADV-Part 2A as well as the contracts as applicable:

- that MPC possesses written authorization from the client to deduct advisory fees from an account held by a qualified custodian;
- that MPC sends the qualified custodian written notice of the amount of the fee to be deducted from the client's account and
- that MPC sends the client a written invoice itemizing the fee, including any formulae used to calculate the fee, the time period covered by the fee and the amount of assets under management on which the fee was based.

Item 16 – Investment Discretion

Myrmidon Private Capital LLC usually receives discretionary authority from the client at the outset of an advisory relationship, via a written Limited Power of Attorney form, to select the identity and amount of securities to be bought or sold. Myrmidon Private Capital LLC's policy is to discuss investment vehicles and strategies with a client and if stocks are involved, place limit/market orders on behalf of a client after receiving client consent. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account. When selecting securities and determining amounts, Myrmidon Private Capital LLC observes the investment policies, limitations and restrictions of the client being advised. It should be noted that Limited Power of Attorney is NOT a mandatory requirement of Myrmidon Private Capital LLC. Clients are free to execute their own trades. Investment guidelines and restrictions must be provided to Myrmidon Private Capital LLC in writing.

Item 17 – Voting Client Securities

The conditions that govern Myrmidon Private Capital LLC's authority to vote proxies on behalf of its clients are contained in its investment advisory contract. The advisory contract states that Myrmidon Private Capital LLC will not vote proxies on behalf of its clients unless specifically requested to do so by the client in a written request. An exception to this policy pertains to ERISA clients (pension plans). Myrmidon Private Capital LLC will vote proxies for ERISA clients unless a client reserves the right to vote its own proxies. When requested by the client, Myrmidon Private Capital LLC may provide advice to the client regarding proposals submitted to the client for voting. In the event an employee determines that Myrmidon Private Capital LLC has a conflict of interest due to, for example, a relationship with a company or an affiliate of a company, or for any other reason which could influence the advice given, employee will notify Matthew Espina, Myrmidon Private Capital LLC's Chief Compliance Officer, and Myrmidon Private Capital LLC will (1) disclose to the client the conflict to enable the client to evaluate the advice in light of the conflict or (2) disclose to the client the conflict and decline to provide the advice.

In cases where the client has delegated proxy voting responsibility or ERISA clients not withholding proxy voting responsibility, Myrmidon Private Capital LLC has adopted and implemented policies and procedures which it believes are reasonably designed to ensure that proxies are voted in the best interests of its clients. In pursuing this policy, proxies should be voted in a manner that is intended to maximize value to the client.

If you would like to receive a copy of our proxy voting policies and procedures, a record of historical votes or if you would like to direct a vote please contact Matthew Espina, Chief Compliance Officer at 301-820-1602.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide certain financial information or disclosures about Myrmidon Private Capital LLC's financial condition. Myrmidon Private Capital LLC has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding.

Item 19 – Requirements for State-Registered Advisers

C. Performance-based fees

Myrmidon Private Capital LLC does **not** charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

D. Disclosures

Myrmidon Private Capital LLC, its officers, and management persons have **not** been involved in or found liable for any arbitration claims, civil suits, administrative proceedings, or criminal proceedings.

E. Relationships and arrangements with issuers of securities

Myrmidon Private Capital LLC, its officers, and management persons have **no** relationships or arrangements with issuers of securities to disclose.

Matthew T. Espina, Myrmidon Private Capital LLC

3060 Forrest Ln, York, PA 17402

301-820-1602

March 29, 2024

This Brochure Supplement provides information about Matthew T. Espina that supplements the Myrmidon Private Capital LLC Brochure. You should have received a copy of that Brochure. Please contact Matthew Espina, Chief Compliance Officer at the above number if you did not receive Myrmidon Private Capital LLC's Brochure or if you have any questions about the contents of this supplement.

Additional information about Matthew T. Espina is available on the SEC's website at www.adviserinfo.sec.gov.

25

Item 2- Educational Background and Business Experience

Matthew Espina is the Owner, Chief Executive Officer, and Chief Compliance Officer of Myrmidon Private Capital LLC. He was born in 1987 and received a BS from American College in Washington, DC in 2005. Matthew worked for GAP Solutions Inc. from May 2009 to Sep 2012 as a Training Program Specialist. From there, he worked for DSFederal until Dec 2016 as a Project Manager, before returning to his previous employer, GAP Solutions, Inc as a Sr. Program Manager, until founding Myrmidon Private Capital LLC in July 2018. He also worked as a LMS Systems Architect for PowerTrain, Inc. from October 2018 to January 2023.

Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 4- Other Business Activities

Registered investment advisers are required to disclose all material facts regarding any Other Business Activities that would be material to your evaluation of each supervised person providing investment advice. In addition to his investment adviser role, Mr. Espina currently has no other business activities.

Item 5- Additional Compensation

Registered investment advisers are required to disclose all material facts regarding any Additional Compensation that would be material to your evaluation of each supervised person providing investment advice. No information is applicable to this Item.

Item 6 - Supervision

The actions and advice of Matthew Espina are monitored and supervised by Matthew Espina, Chief Compliance Officer of Myrmidon Private Capital LLC.