ICC INDEPENDENCE CAPITAL COMPANY, INC.

Form CRS – Client Relationship Summary – June 2026

Introduction

Independence Capital Co., Inc. (referred to as "ICC" or "we" or "us") is is registered with the Securities and Exchange Commission (SEC) as both a broker-dealer and an investment adviser 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 www.investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisors and investing.

The Client Relationship Summary is being provided to you to summarize all of the available relationships and services we offer to retail investors.

What investment services and advice can you provide me?

We offer both brokerage and investment advisory services to retail investors. Depending on the services you choose, we will act as a broker-dealer, an investment adviser, or both at different times.

Brokerage Services

We provide transaction-based brokerage services, including buying and selling securities such as stocks, bonds, mutual funds, annuities, REITs, and other investments. We may make recommendations, but you make the final investment decisions. We do not monitor your brokerage account on an ongoing basis unless we agree to do so in writing. You do not need to have a minimum account size or make a minimum initial investment to have a brokerage account with us.

Advisory Services

Investment Management Services: We provide services such as ongoing portfolio management based on the individual goals, objectives, time horizon, and risk tolerance of each client which we monitor on an ongoing basis as part of our standard services.

When engaging us for investment management services, you can choose whether you'd like us to provide services on a **discretionary** basis (we will have the authority to determine the type and amount of securities to be bought or sold in your account without requiring your prior approval) or a **non-discretionary** basis (we will have to confirm any transactions in your account with you before we place them).

Selection of Other Advisors: ICC will be compensated via a fee share from third party money managers to which it directs clients. This relationship will be disclosed in each contract between ICC and each third party money manager.

Financial Planning: Financial plans and financial planning may include, but are not limited to: investment planning, life insurance; tax concerns; retirement planning; college planning; and debt/credit planning.

Limited Investment Offerings: Our investment recommendations are not limited to any specific product or services but will generally include advice regarding the following securities: exchange-listed securities, securities traded over-the-counter, corporate debt securities (other than commercial paper), United States government securities, and various alternative investments. ICC may use other securities as well to help diversify a portfolio when applicable.

For more information about the investment advisory services we provide, including costs, fees and conflicts, see our Form ADV, Part 2A Brochure (specifically Item 4), available at https://adviserinfo.sec.gov/firm/summary/24723..

Conversation Starters: Ask your financial professional:
• *Given my financial situation, should I choose an investment advisory service? Should I choose a brokerage service? Should I choose both types of services? 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 fees you pay depend on whether you choose brokerage services, advisory services or both.

Brokerage Service Fees

We charge a transaction-based fee (sometimes referred to as a commission) every time you buy or sell an investment. The amount you pay as a transaction-based fee varies according to the particular investment and amount invested. The more you trade, the more fees we receive. So, there is an incentive to encourage you to trade often. There is also a transaction-based fee for investments in stocks or exchange-traded funds. In that case, the transaction-based fee is usually charged as a separate commission or sales charge. For investments in bonds, this fee is typically included as part of the price you pay for the investment (called a markup or markdown).

Advisory Service Fees

If you choose our ongoing investment management services, you will pay a fee based on a percentage of the assets we manage for you. This fee generally ranges from 0.50% to 2.5% per year. These fees are negotiable and the final fee schedule is attached as Exhibit II of the Investment Advisory Contract. The balance in the client's account on the last day of the billing period is used to determine the market value of the assets upon which the advisory fee is based. When fees are billed in advance, the balance in the client's account on the last day of the prior billing period is used to determine the market value of the assets upon which the advisory fee is based. Fees may be paid monthly or quarterly in advance or in arrears as stipulated in the individual client's advisory agreement.

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.

For more detailed information about our fees and costs, please review Item 5 of our Form ADV, Part 2A brochure (which can be found at https://adviserinfo.sec.gov/firm/summary/24723. For more detailed information about our broker-dealer fees and costs please review our Regulation BI disclosure and Fee Schedule found at indcap.com.

Conversation Starters: 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 into fees and costs and how much will be invested for me?*

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

When we provide you with a recommendation as your broker-dealer or act as your investment advisor, we have to 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 and investment advice we provide you. Here are some examples to help you understand what this means:

- **Other Compensation:** For investments in certain products like mutual funds, annuities, and alternative investments, we receive transaction-based fees from the investment product sponsor in the form of asset-based sales charges (e.g., sales loads). These fees are based on the amount invested in a product and, depending on the product, may be based on how long you hold the investment. Our receipt of asset-based sales loads creates an incentive to recommend products or sponsors that include such charges.

- **Product Due Diligence Fees:** ICC receives due diligence fees from some of the product sponsors in which we offer investment products. The fees received by ICC vary by product sponsor as disclosed in the offering memorandum. These due diligences fees are used by ICC to provide training to our Financial Professionals and perform ongoing due diligence on the products we offer. Furthermore, ICC offers all product vendors (i.e., sponsor companies, fund companies, etc.) in which it has selling agreements with, to attend the Firm's annual compliance meeting. If these vendors choose to attend the meeting, ICC charges them a fee that ranges from $1250 to $2500 for their participation and attendance. These fees are used to cover meals and other expenses associated with hosting the annual compliance meeting. In return, the vendors are given the opportunity to present material information about the products and funds they make available to our Financial Professionals, that may be offered to you.

For more information about our conflicts of interest, please see Items 5 and 10 of our Form ADV, Part 2A brochure (which can be found at https://adviserinfo.sec.gov/firm/summary/24723 and our Regulation BI disclosure found at indcap.com.

Conversation Starters: Ask your financial professional:
• *How might your conflicts affect me and how do you address them?*

How do your financial professionals make money?

Our financial advisors are compensated by a portion of the transaction based commissions or markups/markdowns from your trades. The more you trade, the more fees your financial professional will receive. So, there is an incentive for your financial professional to encourage you to trade more often.

In addition, our professionals receive different levels of compensation for selling different types of investments for services. This could include, for example, a share of the 12b-1 fees, trail payments, or sales loads paid to us by a product you invest in. Although your professional must recommend investment products in your best interest, these additional forms of compensation create an incentive for them to recommend specific financial products. We have systems in place to mitigate the conflicts of interest that arise from the way he or she makes money, including systems to review whether an investment recommendation is in your best interest.

Advisory fees are based on the value of your account at each billing period end and charged appropriately according to your agreement with the firm Typically, this is based on a tiered schedule, so the greater the household assets under management with the firm, the lower overall asset-based charge per invested dollar is applied.

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

Yes. Visit www.investor.gov/CRS for a free and simple search tool to research us and our financial professionals. You may also check the background of this firm or your financial professional at https://brokercheck.finra.org

Conversation Starters: Ask your financial professional:
• *As a financial professional, do you have any disciplinary history? For what kind of conduct?*

Additional Information

For additional information or a copy of this relationship summary please contact Dennis Twarogowski at 440.888.7000 or by email at dtwarogowski@indcap.com or visit https://adviserinfo.sec.gov/firm/summary/24723.

Conversation Starters: 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 speak to about how this person is treating me?*