

FINANCIAL SERVICES GUIDE

UNDERSTANDING THE ADVICE PROCESS AND OUR RELATIONSHIP WITH YOU

ISSUE DATE: 1 MAY 2024

Service Provider

The Service Provider is Vertical Capital Markets Pty Ltd (ABN 11 147 186 114) ("VCM"), the holder of AFS Licence number 418418. Please note that VCM trades under its registered business name, VFS Group.

Contact details for VFS Group

Vertical Capital Markets Pty Ltd PO BOX 7110 Warringah Mall NSW 2100

Email: info@vfsgroup.com.au

Website: www.vfsgroup.com.au

Purpose

This Financial Services Guide (FSG) explains the financial services, products and advice provided by VFS Group. This FSG provides information on what to expect during the financial advice process including the types of documents you are likely to receive, how we manage privacy, related parties, and potential conflicts of interests, and how we manage complaints. This FSG is designed to help you decide whether to use the financial services we provide. This FSG also outlines how we are remunerated for our services, and we encourage you to read the document in full. If you have any questions at all, please feel free to contact us.

Lack of independence disclosure

Although VFS Group and its Representatives and Authorised Representatives are required to act in your best interests, VFS Group is not able to describe itself as being independent, impartial, or unbiased because VFS Group may receive commissions for the advice provided on life risk insurance products.

It is important to understand that disclosing our lack of independence and detailing the structure of our remuneration does not decrease our obligation to act in your best interests. If we provide personal advice to you, we have a duty to always provide you with appropriate advice and act in your best interests at all times.





About VFS Group

VFS Group is a results driven organisation focused on wealth management for Private Clients. Our services are designed to encompass all aspects of managing your personal wealth, no matter which stage of life you are in.

Partnering with VFS Group means you will gain access to the best bespoke advice in the market. Our advisors have attained the highest levels of qualification in their respective areas of expertise. This means that you will be guided through proven financial strategies that our qualified advisors have tested and implemented successfully over many years.

Authorised financial product and services provided by VFS Group

VFS Group and its representatives are authorised to provide financial product advice and deal in financial products by applying for, acquiring, varying, or disposing of a financial product on behalf of another person in respect of the following classes of products (for both retail and wholesale clients):

- Deposit and payment products
 - » Basic deposit products
- Derivatives
- Foreign exchange contracts
- Life products including:
 - » investment life insurance products, as well as any products issued by a Registered Life Insurance Company that are backed by one or more of its statutory funds; and
 - » life risk insurance products, as well as any products issued by a Registered Life Insurance Company that are backed by one or more of its statutory funds
- Interests in managed investment schemes including:
 - » Investor directed portfolio services
 - » MDA Services
- Securities
- · Standard Margin Lending facility; and
- Superannuation.



The Advice Process and Documents you may receive

If your Adviser provides you with personal advice in relation to a financial product or service, you will generally be provided with a Statement of Advice (SoA). The SoA will set out the advice, the basis on which it was given and all relevant information about fees, commissions and any relationships VFS Group has with third parties that may have influenced the advice. If there is any change in your personal circumstances after an initial SoA has been provided, you should immediately notify your Adviser so that an updated SoA can be prepared.

There may be times that you are issued with a Record of Advice (RoA) instead of a SoA. A RoA will serve as a formal document issued by VFS Group which confirms and summarises advice provided to you during a specific interaction or series of interactions.

For any financial products recommended to you, you will be issued with a Product Disclosure Statement (PDS). The PDS contains important information regarding the features, benefits, risks and fees applicable to those products. It is important that you carefully read all documentation and disclosure statements that we give to you to enable you to make an informed investment decision.

Fee Disclosure Statement (FDS) and ongoing service renewal notice

A FDS will be issued to you in instances where you enter an Ongoing Advice Fee arrangement with VFS Group for a period of longer than 12 months. The FDS will contain information about the services you were entitled to receive, the services you actually received and the fees you paid during the period.

General Advice

VFS Group may, from time to time provide you with general advice. VFS Group will notify you if any advice is general. If general advice is given, this means that VFS Group has not considered your personal circumstances, needs or objectives. We recommend that you consider whether any general advice is suitable for you before making any investment decisions. If you are unsure, please contact us.

Managed Discretionary Accounts (MDA)

VFS Group is duly authorised to provide MDA services to both retail and wholesale clients. In the event that a MDA service is suitable for you and achieves your objectives, we will issue you with a SoA or RoA which will outline the full costs, benefits, risks and features of a MDA.

A Managed Discretionary Account (MDA) is a financial arrangement where an investor authorises a licensed financial services provider, such as VFS Group, to make investment decisions on their behalf. The service allows VFS Group to acquire, vary, realise, sell, subscribe, purchase, withdraw or otherwise dispose of, and deal in assets and financial products in your account, including any corporate actions (such as decisions regarding voting rights and reinvestment of distributions or dividends) without seeking your prior approval or consent. Before clients are able to participate in a MDA service, they will be required to enter into a MDA agreement.

MDA AGREEMENT

The MDA agreement outlines the terms and conditions of the MDA service. It will authorise VFS Group to acquire, vary, realise, sell, subscribe, purchase, withdraw or otherwise dispose of, and deal in assets and financial products in your account, including any corporate actions (such as decisions regarding the voting rights).

Accordingly, you will not receive SOAs or ROAs in relation to ongoing financial transactions, unless we have determined that your circumstances, needs or objectives have significantly changed or if we have acquired more information from you and we believe that a new SoA will need to be developed and presented. If there are changes in your situation, please contact VFS Group at your earliest convenience.

The MDA agreement will also include:

- information about the nature and scope of the discretions we will be authorised and required to exercise;
- information about any significant risks associated with the MDA service
- warnings that the MDA Agreement may not be suitable
 to you if you have provided us with limited, incomplete
 or inaccurate information. It will also specify that the
 MDA Agreement may cease to be suitable for you if your
 relevant personal circumstances change.



INVESTMENT PROGRAM

The MDA agreement will include an Investment Program. The Investment Program outlines the way your investment is managed. The Investment Program will comply with Division 3 of Part 7.7 and Division 2 of Part 7.7A of the Corporations Act 2001 (Cth) (Corporations Act) and will be reviewed by your adviser at least every 13 months. The Investment Program will be developed by VFS Group Advisers and will be tailored to your personal circumstances. The Investment Program will include:

- Investment strategy
- Risk Tolerance
- Available asset classes
- · Target allocations.

RISKS OF THE MDA SERVICE

It is important to understand risks associated in utilising the MDA service provided by VFS Group. The SoA or RoA and MDA Agreement will outline specific risks relating to the MDA Service. These risks should be read and understood before agreeing to proceed with the MDA Service. This FSG complies with the conditions of the MDA relief extended to MDA service providers by ASIC in accordance with Division 2 of Part 7.7 of the Corporations Act, ASIC Corporations (Managed Discretionary Account Services) Instrument 2016/968 and ASIC Regulatory Guide RG179.

NON-LIMITED RECOURSE PRODUCTS

Non-limited recourse products or facilities can include equity, derivatives, and foreign exchange contracts. Investing in non-limited recourse products or facilities can significantly increase your investment risk. Specifically, a non-limited recourse product or facility imposes a legal obligation on you to pay an amount to another person or financial institution in the event of the occurrence or non-occurrence of something where the rights of the other person or financial institution are not limited to any property or asset that you have paid or set aside as security for the agreement.

In circumstances where non-limited recourse products or facilities are part of the MDA Service offered by VFS, you should understand that you can lose an amount greater than the current value of your investment, in which case you can be forced to dispose of the other assets and property you own to repay your debt.

The level of leverage and risk in terms of an MDA that could be offered to you is unknown at this point because the requisite due diligence of your circumstances, needs and objectives has not been conducted and are not known, and hence the underlying product holding of your MDA is also unknown. However, where advice is provided to you in the form of a SOA, which involves non-limited recourse products and facilities, then the level of leverage and risk related to the non-limited recourse products and facilities will be fully disclosed to you in writing, in order for you to be able to make an informed decision as to whether to proceed with the MDA.

If we issue MDA Services to you, and as part of the Investment Program you will be using or trading Non-Limited Recourse Products or Facilities, we will provide to you the PDS produced by the issuer that such financial products are acquired through. The PDS contains important information about the financial product, including, but not limited to:

- · Margin requirements
- Acceptable collateral (if applicable)
- Information about leverage
- Significant risks.

VFS Group will monitor the trading activity and ensure that the risk parameters (that is, where relevant use of stop losses, maximum loss limits, requirement to close positions, etc) defined in the SoA are adhered to and that margin calls are sent to clients and met by clients pursuant the SoA.

Outsourced Arrangements

VFS Group outsources some aspects of the management of your account to specialist organisations. This ensures the effective operation and management of your account. VFS Group has a service agreements in place with each outsourced provider to ensure that your interests are protected. The performance of each provider is monitored closely to ensure it performs each task assigned to them in accordance with the service level agreement in place with each provider.

When we outsource functions to a third party, we establish a contract, we monitor the performance of that third party closely by observing the performance of their service and we monitor their services against the agreed contractual services.



The following functions are outsourced:

Transaction Services	Brokerage and settlement functions are outsourced to third party execution and settlement platforms
Cash Management	Third party cash accounts are set up and maintained to handle the movement of monies between platforms
Administration and Custodial	Portfolio administration and Custodial services are outsourced to Interactive Brokers Australia Pty Ltd AFSL 453554 and Netwealth Investments Limited AFSL 230975

How VFS Group handles complaints

VFS Group has an internal dispute resolution process in place to resolve any complaints or concerns you may have, as quickly as possible in light of all the circumstances. If you have any complaints about any financial service provided to you by VFS Group, you should take the following steps.

1. Contact the team at VFS Group to discuss your complaint:

Phone 1300 220 360

Email info@vfsgroup.com.au

Mail Complaints Manager, VFS Group

Vertical Capital Markets Pty Ltd

PO Box 7110

Warringah Mall NSW 2100

- 2. We will acknowledge your complaint within 5 business days or as soon as practical.
- 3. We will investigate the complaint and respond within 30 days. If the matter is complex and requires deeper investigation and more time in order to bring the matter to a resolution, we will notify you in writing.
- 4. If a complaint has not been resolved to your satisfaction, you are able to then lodge a complaint with the Australian Financial Complaints Authority (AFCA).

The AFCA is an external dispute resolution scheme, of which VFS Group is a member. The contact information for the AFCA is:

Mail Australian Financial Complaints Authority

GPO Box 3

Melbourne VIC 3001

Phone 1800 931 678

Email <u>info@afca.org.au</u>

Website <u>www.afca.org.au</u>

The AFCA website also permits you to register or lodge a dispute online.

Compensation arrangements

VFS Group maintains Professional Indemnity insurance as required by s912B of the Corporations Act 2001 (Cth). Our Professional Indemnity insurance, subject to its terms and conditions, provides indemnity up to the Sum Insured for VFS Group and our representatives and employees in respect of our authorisations and obligations under our Australian Financial Services Licence. This insurance will continue to provide such coverage for any representative and employee who has ceased work with VFS Group for work done whilst engaged with us.

Disclosure and Management of any Relevant Conflicts of Interest

VFS Group is a privately-owned company. We are neither partly or wholly owned by any financial institution, bank or insurance company, and are therefore not subject to the specific potential conflicts of interest that may arise from such associations or interests. VFS Group Directors, Employees and Representatives may hold interests in companies recommended by VFS Group. There are policies and procedures in place to ensure this potential conflict is managed appropriately and that VFS Group acts in the best interest of the client.

Subject to disclosures in any PDS or other advice and transaction documents we provide to you, we do not have any relationships or associations which might influence us in providing you with our services. VFS Group may arrange for you to be supplied with financial services and products issued by non- related product issuers. VFS Group may receive a fee, commission payment, or other form of remuneration, or other benefits from these non-related issuers as a result of you investing in one of their products or services.



How we are paid for our services

VFS Group ensures that all clients are always informed of any relevant fees payable before they are issued. We pride ourselves on transparency and it is important that clients understand the fees associated with advice, execution services and ongoing management before they agree to proceed. Outlined below is a guide for potential fees associated with different services. The SoA or RoA, which will be specific to each client will outline the exact fees associated with any advice provided by VFS Group.

Did you know? Small differences in both investment performance and fees and costs can have a substantial impact on your long-term returns. For example, total annual fees and costs of 2% of your account balance rather than 1% could reduce your final return by up to 20% over a 30-year period (for example, reduce it from \$100,000 to \$80,000). If you would like to find out more or see the impact of the fees based on your own circumstances, the Australian Securities and Investments Commission (ASIC) website (www.moneysmart.gov.au) has fee calculators to help you check out different fee options.

Service	How we charge				
Initial Consultation	The initial meeting with clients is done at our cost.				
Advice Preparation and Presentation	The fee for the preparation and presentation of an advice document will vary based on the complexity of the work involved. The cost will typically range between \$900 - \$6,600 inclusive of GST. VFS Group will provide a formal quote with an exact figure for a client to consider before proceeding with any advice preparation.				
Ongoing Advice Fee	We will charge an Ongoing Advice Fee for investment management and strategic advice services which will include the offer of regular and formal reviews with your adviser. The costs associated with this fee again vary on complexity, however as a guide the range will typically be between 0.5% - 2.0%. This percentage calculation is based on funds under our advice. In certain circumstances a fixed dollar fee makes the most sense. The fee will be organised and agreed between client and adviser before being implemented. The value of this fee will depend on what we perceive to be involved in managing your affairs.				
Implementation Fee	If applicable, implementation costs associated with executing the financial strategies recommended in the SoA or RoA may be charged and range between \$500 - \$6,600 inclusive of GST.				
Transactional Services	In certain circumstances, we will charge transactional service fees. As always, these will be outlined in the Statement of Advice and will be agreed upon by the client ahead of any execution. The table below is provided as a guide:				
	Type of Product	Basis - Frequency	Maximum Fee		
	Securities – Domestic	Per transaction	Up to \$110 or 1.1% of the transaction value (whichever is greater)		
	Securities – International	Per transaction	Up to USD \$0.165 per share or 1.1% of		
			transactional value		
	Exchange traded options	Per transaction	Up to \$110 per lot		
	Exchange traded options Exchange traded funds	Per transaction Per transaction			



Service	How we charge
Managed Discretionary Accounts	Where we do not charge you an Ongoing Advice Fee and recommend an MDA service there may be costs with the management of your MDA portfolio. These annual MDA management fees can vary from 0.55% to 2.0% of the value of your investment portfolio.
	We may recommend a Managed Discretionary Account service where your portfolio is be held via an administration platform which provides custodial services. There may be additional fees charged by the external partners. These fees typically range from 0.10% to 0.35% depending on your account balance and the chosen 3rd party provider.
	Below is a table which is designed to allow clients to complete a comparison of our services against other MDA Operator providers. We have included an Ongoing Advice Fee at 0.75%. The chosen external partner for Administration and Custodian services is Netwealth Investment Limited (AFSL 230 975).

Example of Total Annual Fees & Costs

The table below sets out an example of our Ongoing Advice Fee / MDA Service Fee and the platform administration fee over a one-year period. You can use this information to compare our service with other providers.

MDA OPERATOR: VFS GROUP

Type of Fee or Cost	Amount	Amount based on a \$50,000 account
Netwealth Platform Fee : This fee is charged by Netwealth and is debited monthly	0.32%	\$160 pa
Management Costs: Associated MDA Service / Ongoing Advice Fee	We have assumed a 0.75% Fee in this example.	\$375 pa
Transactional Service Fees: Fees relating to buying and selling financial instruments	We have assumed a transactional fee of 0.6% on 35% of the Portfolio.	\$105 pa
Contribution Fee: The fee on each amount contributed to your Investment	\$0	N/a
Withdrawal Fee: The fee on each amount you take out of your Investment	\$0	N/a
Exit Fee: The fee to close your Investment	\$0	N/a
Changing Options: The fee for changing investment options	\$0	N/a
Performance Fees: The fee on new net profit within a	11%	\$550
quarter. (Includes an amount which may be payable to an adviser). Payable in arrears on the last business day of the quarter and will accrue daily between such dates	We have assumed a net profit of 10% in the period.	
based on new net profit within a quarter.	New account value \$55,000	
	Fee will be paid on \$5,000	

The above table is designed to be indicative only and is subject to change. The actual cost to you will depend on, among other factors, the investment strategy, your portfolio balance, asset mix, and any other arrangements agreed with your advisor.



The above example provides an estimation on transactional services. This will be influenced by many factors; a major factor is the performance and opportunities within global markets. This can obviously not be known ahead of time. Fund manager fees vary between investments and your actual costs will depend on the actual investments selected for your account. As we will act with discretion through the MDA service, you will not be aware of the costs prior to their selection.

VFS Group may receive remuneration in the form of interest payable on cash balances held with Interactive Brokers.

VFS Group may receive remuneration from providing mortgage broking services to clients. This remuneration is paid by the lender to VFS and does not affect the structure of a client's loan. VFS mortgage brokers will in all cases provide a Credit Guide and a Credit Proposal document which will outline any fees VFS is entitled to receive as part of this service. VFS does not charge direct fees to the client for the mortgage broking services.

We encourage you to ask any questions if anything is unclear. We are happy to take the time to work through examples with you if this is beneficial.



Adviser Profiles

Our advisers are supported by an experienced team of portfolio managers, implementation officers and administration staff. It is the strength of our team that truly provides our Private Clients with a competitive advantage. Within VFS Group we value collaboration, as demonstrated by a strong culture of teamwork that allows you to leverage off a multidisciplinary team of professionals. The end result will be a tailored strategy to suit your stage in life and your financial goals.

Stefan Urosevic

Stefan Urosevic, ASIC number 000321688 is a highly experienced senior financial adviser providing holistic advice to clients since 2008. Stefan is a founding Director of VFS Group and has been involved with the company since its formation in 2010.

EDUCATION OUALIFICATIONS

- Certified Practising Accountant (CPA Australia)
- Master of Business Administration (Deakin University)
- Graduate of Australian Institute of Company Directors (AICD)
- Graduate Certificate of Financial Planning (Deakin University)
- Advanced Diploma Financial Planning (Kaplan Professional)
- Certificate IV in Mortgage Broking (National Finance Institute)
- SMSF Accreditation (Kaplan Professional)
- ASX Accredited Derivatives Adviser Level 1 & 2 (Kaplan Professional)

EXPERIENCE AND MEMBERSHIPS

Stefan has been a financial adviser since 2008 and is a current member of the following professional bodies:

- Fellow Financial Services Institute of Australasia (FINSIA)
- Graduate Australian Institute of Company Directors (AICD)
- Financial Adviser Financial Advice Association of Australia (FAAA)

ADVICE PROVIDED IN THESE PRODUCTS AND SERVICES

Stefan provides financial product advice in the following:

- Derivatives
 - » Derivatives All
- Foreign Exchange Contracts
- Basic Deposit Products
- Life Products
 - » Investment Life Insurance Products
 - » Life Risk Insurance Products
- Managed Investment Schemes
 - » Managed Investment Schemes, including IDPS
 - » MDA Services
- Securities
- Superannuation
 - » Superannuation All
- Tax (financial) advice service.

STRATEGIES AND PRODUCTS SPECIALISED IN

Stefan's area of expertise is wealth management and tax planning. With his background in both financial advice and accounting, Stefan can take a proactive view on investment planning with an acute focus on tax efficiencies and strategic asset allocation.

HOW I AM PAID

I am paid a salary and receive a portion of profits generated by VFS Group as an equity holder.



Danilo Medojevic

Danilo Medojevic, ASIC number 000414772 is a highly experienced senior financial adviser with an extensive background in developing comprehensive strategies for clients. Danilo is an equity partner at VFS Group and has been part of the VFS Group team since 2011.

EDUCATION OUALIFICATIONS

- Certified Financial Planner (CFP) (Financial Advice Association of Australia)
- Bachelor of Applied Finance (Macquarie University)
- Diploma of Financial Services RG146 (Kaplan Professional)
- Diploma of Mortgage Broking (National Finance Institute)
- Certificate IV in Mortgage Broking (National Finance Institute)
- SMSF Accreditation (Kaplan Professional)
- Accredited Derivatives Adviser Level 1 (Kaplan Professional)

EXPERIENCE AND MEMBERSHIPS

Danilo has been in the industry for 15 years and he is a member of Financial Advice Association of Australia and Finance Brokers Association of Australia.

ADVICE PROVIDED IN THESE PRODUCTS AND SERVICES

Danilo provides financial product advice in the following:

- Derivatives
 - » Derivatives All
- Foreign Exchange Contracts
- Life Products
 - » Investment Life Insurance Products
 - » Life Risk Insurance Products
- Managed Investment Schemes
 - » Managed Investment Schemes, including IDPS
 - » MDA Services
- Securities
- Superannuation
 - » Superannuation All
- Tax (financial) advice service.

STRATEGIES AND PRODUCTS SPECIALISED IN

Danilo's areas of expertise include investment advice/ wealth building, superannuation (Including Self-Managed Super Funds), retirement planning and personal protection. Danilo puts a strong emphasis on understanding client needs and objectives in order to deliver a bespoke strategy solution for each client.

HOW I AM PAID

I am paid a salary and may receive a bonus. This bonus is based on my performance and the total remuneration to VFS Group in conjunction with my work and the profitability of VFS Group. I am an equity partner in VFS Group and may receive capital and profit related benefits.



Luke Alexander

Luke Alexander (Authorised Representative #1269826) provides holistic, individualised financial advice for his clients. His services are carefully designed to encompass all aspects of managing personal wealth, no matter which stage of life his clients are in. He takes pride in offering a multi-disciplined approach to financial planning, including in areas such as SMSF & superannuation, personal insurances, finance establishment & mortgage broking and stockbroking & execution services.

EDUCATION OUALIFICATIONS

- Graduate Diploma of Financial Planning (Kaplan Professional)
- Bachelor of Business Applied Finance (Western Sydney University)
- Certificate IV Finance & Mortgage Broking (Entry Education)
- RG146 Securities (Kaplan Professional)
- Accredited Derivatives Advisor Level 1 & Level 2 (Kaplan Professional)
- Managed Investments Accreditation (Financial Education Professionals)

EXPERIENCE AND MEMBERSHIPS

Luke has been providing personal financial advice since 2018. Luke is a current member of the Finance Brokers Association of Australasia.

ADVICE PROVIDED IN THESE PRODUCTS AND SERVICES

Luke Alexander can advise on the following product areas:

- Derivatives
 - » Derivatives All
- Foreign Exchange Contracts
- Life Products
 - » Investment Life Insurance Products
 - » Life Risk Insurance Products
- Managed Investment Schemes
 - » Managed Investment Schemes, including IDPS
 - » MDA Services
- Securities
- Superannuation
 - » Superannuation All
- · Margin Lending Facility
 - » Standard Margin Lending Facility

STRATEGIES AND PRODUCTS SPECIALISED IN

Luke Alexander is a licensed financial advisor covering a broad spectrum of financial products, including specialisation in derivatives, personal insurance products, managed investment schemes, listed securities, and superannuation. Luke provides comprehensive advice tailored to individual client needs.

HOW I AM PAID

I am paid a salary and may receive a bonus. This bonus is based on my performance and the total remuneration to VFS Group in conjunction with my work and the profitability of VFS Group.



Our Privacy Policy

VFS Group is committed to protecting your Personal Information in accordance with the Australian Privacy Principles pursuant to the Privacy Act 1988 (Cth) ("the Privacy Act"). Our Privacy Policy contains up- to-date information about our privacy practices and procedures. You can access our Privacy Policy at www.vfsgroup.com.au, or alternatively, a copy can be sent to you upon written request to:

Vertical Capital Markets Pty Ltd Privacy Officer PO Box 7110 Warringah Mall NSW 2100

Generally, VFS Group will not disclose your Personal Information without your consent, except as authorised under its client agreement, its Terms and Conditions, and/or as authorised or required under any Australian law or regulation.

