

NQ VIRTUAL MANAGED ACCOUNT SERVICE

Information Booklet
Prepared 17th May 2024

NQ VMA 

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About this Information Brochure

New Quantum (NQ) offers a range of managed account and administration services to Financial Planners, accountants, Retail Fund Managers' and other AFS licensees.

This Brochure dated 5th March 2024, describes the VMA service provided by NQ.

In this Brochure, a reference to a 'Client' or 'client' means a client of the NQ VMA Service. A reference to You or 'you' means you, a client or prospective Client.

This Brochure is intended only for the purpose of providing a general understanding of the NQ VMA service and should not be relied upon in deciding about whether to invest or what investments to make. NQ does not provide personal financial advice. You must consult a Financial Adviser before deciding to invest using our VMA service.

Information contained in this Brochure is general information only and does not constitute a recommendation that you should invest through our VMA service. It does not consider your individual objectives, financial situation, needs or circumstances. Before deciding to use the VMA Service, you should consider whether it is suitable for you.

To the maximum extent permitted by law, neither NQ, Arktos Securities, their directors, employees and agents accept any liability for any loss arising in relation to this document. The VMA Service provided by NQ is not an interest in a registered managed investment scheme. No representations or warranties express or implied, are made as to the accuracy or completeness of the information, opinions and conclusions contained in this document. In preparing this document, we have relied upon and assumed, without independent verification, the accuracy and completeness of all information available to us.

This document does not constitute an offer to sell or a solicitation of an offer to buy interests or Securities in any jurisdiction. This service is only available to Australian tax residents who receive this Brochure, whether in paper or electronic form. The distribution of the Brochure in jurisdictions outside Australia may be restricted by law and persons into whose possession this Brochure comes should inform themselves about and observe any such restrictions. Failure to comply with those restrictions may violate those laws.

This Brochure should be read in conjunction with the *Terms & Conditions (T&Cs)* that apply to the use of the VMA service. The *T&Cs* for the VMA service are available on the NQ website www.newquantum.com and all clients intending to use the VMA service must agree to these terms as part of the onboarding process.

Changes to this Brochure

Information in this Brochure may change from time to time and a supplementary or revised Brochure may be issued. You can obtain updated information by asking your Adviser or by visiting www.newquantum.com.

About the providers of the VMA Service

NQ operates and administers the VMA service with the assistance of ANZ, Morrison Securities Pty Ltd and Morsec Nominees Pty Ltd. Arktos Securities Pty Ltd (Arktos) has authorised NQ to operate under its AFSL with the authorities disclosed in the *Financial Services Guide* available from the NQ website - www.newquantum.com/nq-vma/.

Investment via NQ VMA Service

NQ can only accept investors into the VMA Service through a Financial Adviser.

If you choose to invest via the NQ VMA Service your Adviser may recommend a model portfolio for some or all your investment portfolio. Your Adviser will also consider whether that model portfolio should be customised to better suit your needs. The model portfolio together with any customisation, forms the basis of an Investment Program. The Investment Program constitutes the instructions to NQ in respect of your portfolio of investments.

The investment program can be implemented under a discretionary or non-discretionary basis. A description of each implementation alternative is summarised following:

1. **Non-Discretionary** – under a non-discretionary implementation alternative you will be asked to approve each trade before it is implemented. If your adviser is providing you with personal advice the document sent to you to achieve a valid instruction to trade will be in the form of a Record of Advice (RoA). In circumstances where you receive general advice from an adviser you will be required to provide your instruction to buy or sell a Security through an “Instruction to Trade”.
2. **Managed Discretionary Account (MDA)** – under an MDA arrangement you provide NQ with the discretion to buy or sell investments without having to check with you. You and NQ agree on an Investment Program, and NQ must make investment decisions in line with this. The Investment Program sets out what the NQ can invest in, and what trading strategies to use. This reflects the investment strategy documented in the Statement of Advice (SoA) given to you by your Adviser. MDA arrangements are operated in accordance with ASIC’s regulatory guide RG 179 and are applicable for Retail Investors.
3. **Investment Management Account (IMA)** – is like an MDA arrangement except it is only available to wholesale investors. The Investment Program being implemented by NQ is contained within the IMA agreement. Moreover, the Adviser in an IMA arrangement is likely to be providing the client general rather than personal advice.

Key Features

Through our VMA service, NQ assists your Adviser to manage your portfolio using either a discretionary or non-discretionary approach (see above). NQ works with your Adviser to ensure that your Investment Program is implemented in the most efficient manner.

In broad terms, discretionary account services are arrangements that involve NQ managing a portfolio of assets for a client on an individual basis. This may include arrangements that are commonly marketed in the industry as separately managed accounts (SMA’s), IMA and MDA services.

If we are implementing your portfolio using a non-discretionary approach, we will ensure that we have your valid instruction before processing any trade.

The VMA Service offered by NQ includes the following components:

- The provision of an FSG providing information about NQ and the Managed Account Service before you make a decision to invest using the VMA Service;
- A requirement to be identified for AML / CTF requirements and agreement to the VMA T&Cs.
- Management by NQ of the assets in the Managed Account portfolio, including:
 - o opening (and closing) sub-accounts with banks and other financial service providers;
 - o operating accounts including to make payments to third parties;
 - o buying, applying for, dealing with, transferring, selling and redeeming financial products;
 - o exercising (and declining to exercise) all rights and privileges and perform all duties and obligations which now or in the future apply to the financial products in your Managed Account;
 - o appoint service providers on your behalf;
 - o reinvest any revenue earned in your VMA in accordance with your valid instructions;
 - o receive, hold and execute all necessary documents, pay all obligations and liabilities, and undertake all acts and do all things that are necessary or convenient to implement the Investment Program;
- If you elect to provide NQ with the discretion to manage your VMA, we will make decisions at our discretion and without prior consultation with you, and you will be bound by our actions and the changes we make, including to:
 - o determine how additional contributions, revenue and surplus cash are allocated between your investments;
 - o rebalance underlying investments where there has been a material variation between the market value weights of your Portfolio with the Investment Program weights and implementing transactions so that the value weights of your Portfolio are consistent with the Investment Program, and rebalance at least annually for existing monies and within 7 business days of receipt of new monies or a redemption/withdrawal request (subject to market conditions);

- o adjust asset allocations within the ranges described in the Investment Program;
 - o change investments if there is a rating change or if we consider they are no longer suitable for inclusion in the Investment Program;
 - o determine which, if any, investments will be sold to accommodate any withdrawals you wish to make;
- o Quarterly and annual reports
 - o Access to a client portal which provides continuous reporting of your managed account.

We also provide the following to assist Advisers:

- o Account set up and on boarding workflow;
- o Validation (risk analysis) of each Investment Program to be implemented by NQ;
- o Annual investment review and transaction report documentation for advisers to conduct an annual review meeting of VMA arrangements and the Investment Program with their clients;
- o Continuous reporting to Advisers (via the Portal) of VMA transactions, holdings and other information made available to clients in quarterly and annual reports.

A proprietary portfolio management module is used by NQ to support the VMA Service offering. This module assists in portfolio construction and maintains version control of the Investment Programs implemented by NQ.

Your Adviser can also customise the models' using rules and exclusions called "Screens and Constraints". Client agreed trading and screening restrictions and constraints are also considered by the rebalancing engine. This means the Adviser can tailor the Investment Program to prevent specific actions (buys or sells) on a tax effectiveness or ethical basis as per pre-agreed client instructions. Trading restrictions will set minimum parcel values for orders, to minimise brokerage costs.

Moreover, a proprietary rebalancing engine and order module is used by NQ to compare a client's portfolio holding with an Investment Program. Trade orders are generated by the engine to bring a client's portfolio back in line with the pre-agreed client Investment Program.

You remain the beneficial owner of the cash and ASX listed Securities of your investment portfolio operated under the NQ VMA Service.

Managed Accounts

If you elect to use the VMA Service, you and your Adviser can select an Investment Program, based on your specific needs, to be managed by NQ pursuant to authorities and discretions granted by you to NQ.

NQ can implement and manage the Investment Program for you.

You and your Adviser will need to regularly review, at least annually (and more frequently if your needs and circumstances change) your Investment Program to ensure it is meeting your needs and investment objectives.

The Investment Program put in place for you, will have considerable input from your Adviser.

All VMA's incorporate the following key components, which are discussed in further detail later in this Brochure:

- o Asset Class Allocation - The proportion of the portfolio to be invested in each asset class;
- o Security Allocation - For an asset class where the investor directly holds Securities (e.g. Australian Shares) the Securities to be held in the portfolio, including the buy and sell price of the Security and its weighting in the portfolio;
- o Rebalancing - The process of realigning the weighting of your portfolio of assets. Rebalancing involves periodically buying and selling Securities in your portfolio to maintain the asset and Security allocation documented in your Investment Program.
- o Client Constraints, Screens and/or Trade Restrictions - Any constraints or restrictions that you and your Adviser require, such as any Security that you do not want to either buy or sell, or the minimum dollar value (e.g. \$1,000) of any trade. Client screens, constraints and trade restrictions include instructions which, if relevant to your portfolio, are considered by NQ prior to rebalancing.

Asset Classes

The asset classes that can form part of the Managed Account Service are indicated below.

Australian Shares

Australian Shares in the service are held in a Morrison Securities broker account held by Morsec Nominees Pty Ltd as the custodian (see below for more information).

Fixed Income

Investors can have their domestic and international Fixed Income exposure through a portfolio of cash, ETFs and other ASX listed Securities held in a similar manner as Australian Shares.

Property & Infrastructure

Investors can have their Property & Infrastructure exposure through a portfolio of property-based Securities known as A-REITs, and ETFs held in a similar manner as Australian Shares.

Alternatives

Investors can have their Alternatives exposure through a portfolio of listed Securities.

ASX Broker Account

All ASX listed Securities in your Managed Account will be held in a custodial arrangement with Morsec Nominees Pty Ltd. NQ as the administrator of the VMA service will establish a sub account under this structure to hold the Securities that form your Managed Account.

Please read the custody terms reflected in the T&Cs covering the VMA service for more details on Morsec Nominees Pty Ltd and the services it provides under the arrangement.

Trades are settled from cash held in your cash account (see Cash below).

The Securities acquired or disposed of are based on the rebalance process that reweights the portfolio to your Investment Program.

Cash

Once you agree to the T&Cs of the VMA service we will establish a Cash account for you. The cash account is a custodially held account with Australia New Zealand (ANZ) bank.

The cash account forms the Cash Hub of your Managed Account and is used to settle trades, pay fees, and receive dividends/ interest. The cash account is beneficially held by you and under the T&Cs of the VMA service you grant NQ authority to issue instructions and receive confirmation to process your valid instruction to buy and sell Securities which will then settle through this account.

The balance of your cash account is incorporated within your asset allocation as cash. Your cash account balance must be maintained at a minimum of 2.0% of the total value of your Managed Account.

Before you can invest through the NQ VMA Service

You must consult your Financial Adviser before investing in the NQ VMA Service. NQ does not provide personal financial advice in respect of the VMA Service.

If you choose to invest via the NQ VMA Service your Financial Adviser will recommend an Investment Program containing an investment strategy. Your Financial Adviser will also consider whether that Investment Program should be customised to better suit your needs. NQ will ensure that the Investment Program that it implements for you is what has been agreed by you. Your Financial Adviser will be responsible for reviewing your Investment Program at least annually.

Linked Bank Account

All cash transfers into and out of the NQ VMA service must be facilitated through a linked bank account you have with any Australian based ADI.

NQ is not able to make any third-party payments from your cash account which is solely established for the purpose of the VMA service.

The linked bank account will need to be verified for AML purposes and must be in the same legal entity as the account established in the VMA service.

How to set up the accounts and transfer assets

Initial Application Process

To establish an account your details must be verified for AML / CTF purposes, and you must agree to the T&Cs of the VMA service.

The account set up process will vary depending on whether we are implementing your account on a discretionary or non-discretionary basis. Your Adviser will assist You to complete all the necessary paperwork to operate the NQ VMA Service.

To establish an Account, please follow these steps:

- Consult with your Adviser and discuss the suitability of this type of service for you.
- Assist your Adviser to capture your personal details required to establish an account.
- Read this Brochure.
- Read our FSG.
- Agree to the VMA T&Cs.
- With your Adviser, complete and sign any applicable account opening forms.
- Arrange for the direct transfer of cash to your cash account. Please ensure your linked bank account details are provided to NQ for withdrawals.
- Your Adviser will provide a copy of the signed MDA/IMA agreement if applicable and the SoA if your Adviser is providing you with personal advice.
- NQ and your Adviser will email you with confirmation of your account details (including portal logon details) as part of our welcome process.

Important Note

The cash account is dedicated to your investment service. This account is required when you select the service and is used to:

- Settle listed asset purchases.
- Receive the proceeds of listed asset sales and interest.
- Receive dividends and distributions; and
- Pay fees, including to your Adviser, NQ VMA and brokerage for ASX trades.

In-specie transfers

If you have existing shares and wish to move these to your managed account, please contact your Adviser who can assist you complete the necessary paperwork required to facilitate the transfer. As part of the process, we will need to provide the historical cost base of these investments to ensure our tax reporting is valid.

Additional contributions

- There is no required minimum additional cash investment.
- You can make additional contributions by simply transferring funds into your cash account. This will trigger a rebalance in your Managed Account when the rebalance cycle is run.

Rebalancing and tolerances

Rebalancing involves comparing the market value weights of your Portfolio with the Investment Program weights and implementing transactions so that the value weights of your Portfolio are consistent with the Investment Program.

Your Portfolio may be rebalanced if:

- An Investment Manager or responsible party in your Adviser's AFSL (responsible for monitoring a Model within your portfolio) recommends changes to the Model Portfolio weights; or there is a change in Security allocation in the model based on changes by way of float-adjusted market capitalisation (e.g. if a share is no longer one of the top 20 on ASX)
- The allocation between asset classes becomes materially different to the Investment Program weights;
- You make an investment in or a withdrawal from your portfolio; or
- You and your Adviser alter your Investment Program and notify NQ of the required changes through a controlled version approval process and verification of the new version such that it aligns to your new Investment program.

NQ will only implement a rebalance, if the result lies outside the trading tolerance range for the agreed Investment Program. This tolerance range provides a buffer for slight deviations from the Investment Program, reducing the need to make small trades. Making frequent and small trades may be inefficient and can contribute to increased transaction costs on your Portfolio.

Whilst utilising a tolerance range may reduce the frequency of rebalancing, you may still experience many transactions on your investment transactions report.

There may be instances where rebalancing may not be possible or impracticable, or the tolerance range cannot be applied due to delays affecting the timely functioning of rebalancing, for instance the suspension of valuations of Securities or other factors outside of our control.

Minimum Cash balance in NQ Cash Account

The cash balance of your Cash Account is incorporated within your asset allocation as cash. Your cash account balance will be always maintained at a minimum of 2.0% of the total value of your Managed Account. Your Adviser is kept informed of your cash balance via the NQ Adviser Portal. If the cash balance of your account falls below the minimum level, NQ will send a notification for you to approve the realisation of assets to restore the cash position to at least 2% of your account balance.

For MDA and IMA accounts your portfolio will be automatically rebalanced to ensure the agreed portfolio weights are maintained.

Screens and Constraints

Screens and Constraints in essence set the rules imposed by you at the Investment Program level to prevent the purchase or sale of a Security.

Trade Restrictions

Buy and sell instructions received in relation to your account may not be able to be implemented fully.

This may occur when:

- Trade orders are not able to be fully executed or may need to be executed in increments on the market. (e.g. illiquid stocks or where full execution of the trade order would expect to 'move the market' and accordingly, affect the share price of the relevant Security).
- A trade order is rejected if a Security becomes suspended or placed in a trading halt.
- Morrison Securities (the ASX Broker) requires us to submit trade orders of a minimum size, or otherwise places conditions on the order in accordance with their rights under their client agreement with you.
- You have insufficient cash in your account.

Income/Dividends/Distributions

Dividend and/or Distribution income is automatically paid to your cash account.

This income, unless requested by you to be withdrawn, will be automatically reinvested in other Securities as part of the regular Model rebalance (this is subject to the tolerance level which aims to minimise small trades).

Corporate Actions

Your Adviser and/or the registry will contact you regarding corporate actions on Securities you hold. Contact your Adviser in circumstances where you would like to participate in a Corporate Action for a Security owned by you in the service.

Withdrawals

The minimum withdrawal amount is \$5,000 per Managed Account. An amount of \$2,000 will be withheld in the cash account during a withdrawal process for the purpose of meeting anticipated fees and charges, i.e. \$2,000 of the total cash balance will not be available to be withdrawn. If you wish to withdraw more than the available balance, NQ will sell down assets to satisfy the withdrawal request. If a withdrawal results in there being less than the required minimum cash balance of 2% of your Managed Account balance in your cash account, or results in a material variation between the market value weights of your Portfolio with the Investment Program weights, not considering the \$2,000 retained for meeting anticipated fees and charges, then this will result in a rebalance.

Withdrawal requests should be made by contacting your Adviser. Once the Adviser has made this written instruction to NQ, your withdrawal will be processed typically within 7 business days.

However, as disclosed in our FSG and in the VMA T&Cs, in some circumstances beyond our control, withdrawals may not be processed within that time.

Funds will always be transferred to your linked bank account held in the same entity as the service as soon as the assets can be realised. Please note that we are unable to make payments to third parties on your behalf.

Note: any sales of Securities will be subject to brokerage and transaction fees and may have tax consequences.

If we need to sell down Securities on your behalf, you can generally expect cash to be available within 5 Business Days.

Suspension of withdrawals

In certain circumstances, some of which may be outside our control, we may need to suspend Withdrawals from your Managed Account. Instances where a suspension may arise includes, but is not limited to, if there has been a suspension of trading on a relevant exchange or where we experience an unusually large amount of withdrawal requests. If this is the case, we will inform you as soon as we can after we receive your request.

Account closure

If you wish to close your Managed Account you must provide NQ, and your Adviser, written notice of your intention to do so. Upon termination of the VMA service, we will not conduct any further transactions on your behalf in relation to your Investment Program without your written authorisation; and we will promptly arrange for you to be provided with final accounts and reports in relation to your Managed Account and will provide reasonable assistance to transfer all property and rights in relation to your Managed Account. During that time, we may deal with your Managed Account to settle or offset existing obligations.

You will need to liaise with your Adviser if you wish to sell down any investments to cash, or request to transfer out all Security holdings in-specie to your selected receiving broker. Any cash holding will be transferred to your linked bank account.

Termination does not affect any transaction commenced before termination; or any existing rights and obligations incurred prior to termination.

If we sell down Securities on your behalf for the Managed Account closure, you can generally expect funds to be available within five business days, subject to circumstances as disclosed in our FSG and the T&Cs covering the VMA service, where for reasons beyond our control, redemption of investments may take longer to occur. After selling down of assets in your Managed Account, any settlement payments will be made to your cash account.

Closure of a Managed Account may not be possible for some time for reasons including, but not limited to the following:

- Corporate Actions (including dividends) may be pending on certain Securities.
- Securities may be suspended from trading and/or cannot be sold or transferred out.
- Month end fees and income may be payable.
- Thirty-one days' notice for the early termination of a term deposit.

You will still receive the annual report.

NQ reserve the right to close a Managed Account and cease providing the VMA Service immediately upon notice in circumstances where you are in breach of your obligations under T&Cs.

Please refer to the VMA T&Cs further information which are available on www.newquantum.com/nq-vma/.

How we get paid?

Please refer to our *Financial Services Guide*

Risks of Managed Account Service

Please refer to our *Financial Services Guide*

General Information

How we keep you informed

You will be provided with access to the NQ client portal that will provide you with real time access to your Managed Account holdings and transactions.

Additionally, you will be sent by email, quarterly and annual reports showing:

- details of all the transactions undertaken on your behalf during the quarter;
- a reasonable valuation of each of and the total of the assets and liabilities in your Managed Account at the beginning and end of the quarter;
- all revenue and expenses (including fees and charges) incurred during the quarter; and
- the annual statement will include a summary of the information from the quarterly reports, a registered auditor's opinion regarding the Managed Account Services and a copy of the annual review of the Investment Program.

How we keep your adviser informed

Your Adviser will have access to all the following:

- Cash account balance;
- Transaction report of your investment and cash balance; and
- Income and Expense report.

Communicating with NQ

If you require any assistance regarding the VMA Service, you should first contact your Adviser.

Security of your assets

Assets in your Managed Account are custodially held for your benefit. Under the terms of the VMA Service:

- you remain the beneficial owner of your assets at all times;
- NQ is not the counterparty for any asset held in the Managed Account. In the case of the insolvency (or similar) of NQ, none of your assets are at risk;

- any Investment Program implemented via the MDA or IMA service can only be invested in accordance with the executed MDA or IMA Agreement; and
- NQ has added procedural safeguards for reconciling your Managed Accounts with all counterparties daily.

Compliance

Arktos maintains a compliance plan which NQ adheres to, which sets out how it will comply with all relevant legislation (including the Corporations Act) and industry guidelines.

Privacy

NQ is required to keep records of your personal information to create and maintain your Managed Account. You agree to NQ recording and disclosing this information as specified under our *Privacy Policy* (please refer the *Privacy Policy* on the NQ website for more information).

We may be required by law to submit your information to another party (for example regular reports of Client's TFNs and/or ABN's are required to be sent to the Australian Tax Office including year-end reports of these numbers as well as details of any investment income received). Your information may also be disclosed to NQ, its affiliates, delegates, agents and Service providers of the VMA service, on the basis that they deal with such information in the same manner as the *NQ Privacy Policy*. NQ may also need to disclose information about you to government entities and regulators as required by law.

To learn more about our collection and use of your personal information for marketing and other purposes please contact our Privacy Officer and request a copy of our *Privacy Policy*.

Anti-Money Laundering/Counter-Terrorism Financing

Your Adviser and third parties will in accordance with the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth) (AML/CTF Act), have the right to collect and identify information and to verify documents. From time to time, we may require additional information from you to assist in this process of providing your personal information as your agent under the terms of the *VMA T&Cs* in order to create and maintain your Account.

Conflicts of Interest

NQ has internal policies and procedures to ensure that any conflicts of interest arising in relation to the Managed Account Service are adequately identified and appropriately managed. NQ maintains a conflict register, which records all conflicts identified and what actions have been taken in relation to the identified conflicts. A copy of this register is available upon request in writing.

Complaints

Please see our *Financial Services Guide* for details on our complaints handling procedures.

Glossary

Account or Managed Account means your investment(s) in the VMA Service.

Adviser means the financial adviser identified as your Nominated Representative, who must be authorised by an AFS licensee to provide financial product advice to retail clients and appointed by you to prepare and review your Investment Program.

AML/CTF Act means the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth).

A-REIT refers to a unitised portfolio of property assets, listed on the Australian Stock Exchange (ASX). In Australia, such investment structures were known as a Listed Property Trusts (LPT) prior to March 2008 but were renamed to be more consistent with international terms.

ASIC means the Australian Securities and Investments Commission.

ASX means the Australian Securities Exchange.

Benchmark means the relative index used as a measure of performance in respect of an Investment Program.

Broker means any broker appointed by you or on your behalf to conduct trading in exchange traded Securities in relation to your Managed Account

Business Day means any day that is not a Saturday, Sunday, bank holiday or public holiday in Sydney, Australia.

CGT mean Capital Gains Tax.

CHESS stands for Clearing House Electronic Sub Register System.

CASH ACCOUNT means Cash Management Account.

Corporations Act means the Corporations Act 2001 (Cth).

Corporate Action means the action taken by an Issuer of Securities to give an entitlement to holders of the Securities. Examples include bonus Issues, rights Issues, dividends and buy-backs.

ETF means an Exchange Traded Fund. That is, a fund listed on a stock market that provides access to investments, which may include Australian and international shares, commodities, listed property trusts or a combination of asset classes.

FSG means *Financial Services Guide*.

GST means a Goods and Services Tax, as defined in A New Tax System (Goods and Services Tax) Act 1999 (Cth).

HIN means the Holder Identification Number which identifies your registration on the CHESS Sub register operated by the ASX.

Information Brochure or Brochure means this document and any supplement to it or replacement of it issued from time to time.

Investment Manager means an ASIC Licensed entity appointed by your Adviser and responsible for providing a separately managed model portfolio for the service.

Investment Program sets out what NQ can invest in, and what trading strategies to use. This reflects the investment strategy agreed with your Adviser.

IMA Agreement means the agreement that provides NQ with the discretion to operate your VMA service under discretion.

IMA Service means the discretionary investment service provided to a wholesale investor in accordance with the IMA Agreement.

Investment Program means the investment program prepared by your Adviser, as may be amended from time to time.

MDA Agreement means the agreement between Arktos, NQ and a client of the VMA Service, which sets out the terms upon which Arktos and NQ can act with discretion to manage the client's portfolio of assets in accordance with the Investment Program.

MDA Service means the discretionary investment service provided to a retail investor following personal advice from a financial planner.

Model Portfolio means a model of Securities constructed and maintained by the adviser or their appointed Investment manager. One or more model portfolios blended form an Investment Program.

Portal means the online website operated by NQ to provide access to Account information including Reports.

Portfolio means a portfolio of Securities managed by NQ on your behalf, according to the specified Investment Program.

Rebalance means the process of comparing the composition of a managed account Investment Program with the composition of each Client's Holding in their managed account portfolio. Where there is a difference, transactions are generated to bring the portfolio into line with the Investment Program.

Security or Securities means cash accounts/basic deposit products, financial products including shares, and interests in a trust.

SOA means a Statement of Advice provided by your Financial Adviser.

VMA Service means the Virtual Managed Account service provided by NQ in accordance with the Terms & Conditions agreed by you.