

Financial Services Guide

Version number 24.0
1 March 2024

The purpose of this Financial Services Guide

This Financial Services Guide (FSG) has been authorised for distribution by the authorising licensee, Paragem Pty Ltd ABN 16 108 571 875, Australian Financial Services (AFS) Licence no. 297276 ('Paragem').

Paragem is the AFS Licensee that authorises your Paragem financial adviser ('Adviser') and their firm ('we', 'us', 'our') to provide financial services.

This is an important document designed to provide you with information to make an informed decision about whether to use the financial services that we provide.

This FSG is divided into two parts and both parts must be read together. Part One of this FSG provides important information about Paragem and the financial services it is responsible for. Part Two of this FSG is an Adviser Profile and more specifically outlines the services, fees, and other important information applicable to us, as an authorised representative of Paragem.

Part One

Part One of this FSG provides information about:

- Paragem as the holder of the AFS License that authorises us to provide financial services;
- Relationships or associations with other entities;
- Other disclosure documents you may receive;
- The financial services and types of products we provide or recommend;
- Collecting your personal information and providing us with instructions;
- Fees or costs that may apply to you;
- Remuneration that Paragem, us, your Adviser, or a related entity may receive; and
- What you can do if you are not happy with our services or have a complaint.

Not Independent

Paragem and its authorised representatives maintain relationships with product issuers which prevents us from being classified as *independent*, *impartial*, or *unbiased* under s923A of the Corporations Act 2001.

Commission Payments

Paragem and its authorised representatives may receive regulated commissions from life insurance product issuers where financial services are provided in relation to these products.

For more information on commission payments, refer to section 4.

Paragem's Approved Product List (APL)

Authorised representatives of Paragem are generally restricted from recommending products that are not part of Paragem's APL.

Paragem may utilise Lonsec Research as a primary research provider for the construction of Paragem's APL. Lonsec Research is a wholly owned subsidiary of Lonsec Holdings Pty Ltd (ABN 41 151 235 406) (Lonsec Holdings). Lonsec Investment Solutions Pty Ltd (ABN 95 608) is also a subsidiary of Lonsec Holdings, and portfolios managed by this entity may appear on Paragem's APL.

Paragem has established a partnership program with a number of financial product issuers, through which it receives financial benefits. While these financial benefits are strictly governed for the purpose of funding education initiatives for Paragem's authorised representatives, participating product issuers may also have products included on Paragem's APL. For more information on Paragem's APL, refer to 'Approved Products', in section 3, below.

Contacting Paragem

If you need to contact us, you can speak with your Adviser. You can also contact Paragem using the following details:

Writing:	Paragem Pty Ltd GPO Box 1453 Sydney NSW 2001
Phone:	1300 650 432
Email:	info@count.au

1. About Paragem

Paragem is a subsidiary of Count Limited ABN 111 26 990 832 ("Count"). Under these arrangements Paragem provides client engagement services, training, licensing, compliance, investments advice and support services to the Advisers.

2. About Count

Count is a listed Financial Services provider (ASX: CUP). Count's purpose is to help Australians afford their dreams. Count educates clients and helps them make informed decisions about their future. So, whether you are just starting out or approaching retirement, Count can assist you by providing you with a financial plan which gives you greater control over your financial future.

Count has subsidiaries and associates that provide accounting and financial advice services.

3. Other relationships which might influence Paragem in providing financial advice services

Hub24 Limited

Count is the owner of Paragem. HUB24 Limited is an ASX listed provider of investment administration platform and technology services and holds a material shareholding in Count.

The Hub24 platform is available to us through an APL. We are obliged to always act in a client's best interests and will only recommend the use of the Hub24 platform if it is appropriate to do. We also continue to use other platforms to implement our investment advice and you are free to request us to use an alternative platform if you would prefer. Importantly, we are not under any incentive, sales target, or obligation to recommend the Hub24 platform.

CARE Managed Accounts

DWA Managed Accounts Pty Ltd ('DWA') (AFSL 264125), a subsidiary of Count, will receive fees for the provision of investment advice in their role as investment adviser to the CARE investment process (please contact your Adviser for more details of the CARE investment process). Any such fees will be outlined in the SoA, should it be applicable, and relate to the work done by DWA's Investment Committee in maintaining the CARE portfolios.

The CARE Portfolio Management fee is 0.297% (inclusive of GST) of funds invested as part of CARE. For example, if your account balance in the CARE Managed Account facility was \$100,000, the fee would be \$297 (inclusive of GST) for that year.

No part of this fee is paid to Paragem.

4. Disclosure documents

You may receive the following documents when your Adviser provides financial services to you.

Statement of Advice (SoA)

If your Adviser provides personal advice tailored to your circumstances and needs, you will receive a SoA. The information contained in the SoA will help you make an informed decision in relation to the advice provided. It also sets out the advice, the reasons for the advice and details about any remuneration payable.

Record of Advice (RoA)

In certain circumstances, if you were previously issued with a SoA, your Adviser may provide further advice without the need for another SoA. Where this is the case, you will be provided with a Record of Advice (RoA). Additionally, in certain circumstances where you are provided advice on a small investment balance you may be issued with a RoA. Your Adviser may provide you with a copy of the RoA, which will outline the advice, the reason for the advice, and details about any remuneration payable.

Product Disclosure Document (PDS)

You will receive a PDS if your Adviser recommends a financial product or offers to arrange the issue of a financial product at your request. The PDS contains information about a financial product's features, fees, benefits and risks.

5. Services and products we offer

Having access to a comprehensive range of products and services helps ensure your Adviser can provide a tailored financial solution just for you.

Advice services we provide

Paragem's AFS Licence authorises the provision of financial services related to the following classes of financial products:

- Basic deposit products
- Life insurance
- Government debentures, stocks and bonds
- Managed investment schemes
- Retirement Savings Accounts
- Securities
- Superannuation, and
- Standard margin lending

Approved products

Count's specialist product research team undertakes due diligence on product providers and also uses independent research providers to select a range of high-quality products which your Advisers may recommend.

While other products may also be suitable to your needs, your Adviser will generally only provide advice on products that are listed on the Paragem APL.

All products included on the Paragem APL must meet Count's rigorous selection criteria and approval process.

Depending on your objectives, financial situation and needs, your Adviser may need to recommend a financial product that is not on the Paragem APL. If this occurs, any product recommended by your Adviser must still meet Paragem's selection criteria and approval process. The specific financial services and types of products that your Adviser is authorised to provide are outlined in Part Two of this FSG.

Non-advised transactions

At times you may wish to make an investment transaction and do not need assistance from us with any decisions in relation to the product or transaction. In these cases, we can take your instructions and arrange for the transaction to be completed, without providing personal advice. If you wish to proceed without advice from us, we will ask you to confirm your instructions in writing and sign an acknowledgment form. Any assistance we provide to complete your transaction should not be taken as a recommendation or endorsement of the product or transaction.

Services Paragem is not responsible for

Paragem is only responsible for those financial services or products offered by your Adviser in their capacity as an authorised representative of Paragem. This does not include any other services your Adviser may provide in any other capacity, including as an accountant or tax agent, such as:

- Taxation advice and services, e.g., completing tax returns,
- Accounting and audit services,
- Self-Managed Super Fund compliance and administration services,
- Advice on specific credit products (excluding Margin Lending),
- Business or legal advisory services,
- Advice on unlisted or private companies and investments, private development funds, franchises, high yield debentures, direct property, property syndicates, solicitor's or other mortgage schemes, derivatives, general insurance or direct international share holdings, and
- Any other services not provided as an authorised representative of Paragem.

In all your interactions with your Adviser, it's essential to ensure that you understand who is accountable for the advice or services offered to you. If you need additional clarification, please feel free to contact your Adviser or Paragem.

In order to provide tax (financial) services to you an Adviser must be a Qualified Tax Relevant Provider (QTRP). Based on the information collected from you, your Adviser will consider the tax consequences that relate directly to the financial advice being provided, however, this financial advice will not include an assessment of your overall tax position. To determine how your Adviser's financial advice fits with your overall tax position, you should seek separate tax advice about liabilities, obligations or entitlements that arise, or could arise, under taxation law.

6. Remuneration that we or Paragem may receive

All advice fees, including non-advised fees, and commissions are typically paid directly to Paragem as the licensee. Paragem may retain a percentage, and the remainder, that is attributable to the financial services we provide, is passed on to us.

If the fees, commissions or benefits cannot be determined at the commencement of our services, we will describe the manner by which they are calculated and provide you with an estimate of the applicable remuneration.

Financial planning advice fees

The fees or other costs associated with the services we offer and products we recommend depend on the complexity of your situation and the nature of the advice provided.

Your Adviser will discuss and determine the fees with you before providing any advice or services. Typically, payment for our services is through our financial planning advice fees.

We will clarify the method for calculating costs and provide you the actual costs in an agreement before starting any work that you will be charged for. You can ask for more information about the fees and the remuneration we may receive. The fees and charges for our advice and service may be based on a fixed dollar amount, percentage of funds invested, an hourly rate, or any combination of these.

Where we are aware that you have used borrowed funds to invest, including where we recommend that you borrow to invest, we will not charge you percentage-based fees on the borrowed amount.

Our financial planning advice fees generally include charges for providing you with a SoA, RoA, ongoing advice and services, or other transaction-related fees. You may choose to pay these fees directly or from an eligible financial product which you hold, or which we recommend.

Please refer to Part Two of this FSG for further details on fees that we charge.

Insurance commission payments

When we advise on an insurance policy that you hold, or we recommend, we may receive initial and ongoing commission payments from the product issuer.

An initial commission is a one-off payment made upon entry to a financial product and an ongoing commission is paid each year, starting from the second year, as long as you hold the policy. These commissions are a percentage of the premiums you pay. They are not paid directly by you but instead paid by the product issuer. We only receive commission where we are entitled to receive these payments through existing arrangements with product providers.

If you are charged a financial planning advice fee, we may rebate some or all of the above commission to you.

Detailed Commission Rates

Additional cover added to an existing product which was issued before 1 January 2018

The initial commission we receive on insurance products may be up to 124% of the first year's premium. The ongoing commission we receive may be up to 33% per annum of the renewal premium.

Additional cover added to an existing product which was issued after 1 January 2018 and before 1 January 2020

Where additional cover is added on or after 1 January 2019 and before 1 January 2020, to an existing product issued after 1 January 2018, the initial commission that Paragem will receive will be no more than 77% of the increase in premium. The ongoing commission that Paragem can receive will not exceed 22% p.a. of the premium (33% p.a. of the premium for level commission structures).

Additional cover added to an existing product after 1 January 2020

Where additional cover is added on or after 1 January 2020, to an existing product issued after 1 January 2018, the initial commission that Paragem will receive will be no more than 66% of the increase in premium. The ongoing commission that Paragem can receive will not exceed 22% p.a. of the premium (33% p.a. of the premium for level commission structures).

New products issued on or after 1 January 2020

The initial commission that Paragem may receive on insurance products applied for and issued on or after 1 January 2020 will be no more than 66% of the premium in the year of issue. The ongoing commission that Paragem can receive will not exceed 22% p.a. of the premium (33% p.a. of the premium for level commission structures).

Referral fees

If you have been referred to your Adviser or us by a third party, Count, Paragem or the Adviser's firm may also receive a benefit for referring you to third parties for specialist services. These benefits are not passed on to your Adviser.

Class Super is Paragem's preferred third-party service provider of software to assist in the administration of Self-Managed Super Funds. In situations where you purchase this software Count may receive up to 17.5% of the annual software licence fee.

If applicable, further details will be disclosed in Part Two of this FSG or within your SoA.

Fee rebate or waiver

Paragem, your Adviser and/or we may also receive fee waivers, fee subsidies and/or fee reimbursements. These fees are for the provision of support services provided by Paragem to its authorised representatives, including expenses such as annual membership fees, software and data service fees, paraplanning fees, as well as travel and accommodation costs related to conferences and training events.

Professional Development Sponsorship

Count may receive sponsorship payments from product providers which are in no way linked to volume of sales. These sponsorship arrangements help Count to offset the organisational and running costs of providing education and training services to Paragem's authorised representatives.

Safeguards Adopted

Paragem has adopted safeguards to manage conflicts of interest that may arise wholly or partially in relation to the activities that we undertake. These may include:

- us providing full disclosure of the conflict of interest, potential conflict of interest, or perceived conflict of interest to you,
- us referring you to another adviser to provide advice to you, and
- us declining or withdrawing the services provided to you.

We consider these safeguards to be a robust and effective way to manage and prevent conflicts of interest. If we detect a conflict of interest, we will act as an impartial advisor would, prioritising advice that is in your best interests.

7. Complaints, privacy and compensation arrangements

How we handle your personal information

Paragem is committed to ensuring the privacy and security of your personal information. As part of its continuing commitment to client service and maintenance of client confidentiality, Paragem has adopted the principles set out in the Privacy Act 1988. For further details you can refer to Paragem's Privacy Policy, available at:

www.count.au/privacy

If you wish to review your personal information held by us, please contact your Adviser directly, or Paragem by emailing info@count.au.

You may also contact the Australian Securities & Investments Commission (ASIC) on 1300 300 630 (free call info line) to make a complaint and obtain information about your rights.

As a financial service provider, we have obligations under the Anti-Money Laundering and Counter Terrorism Finance Act to verify your identity and the source of any funds. This means that we will ask you to present identification documents such as your passport or driver licence. We will also retain copies of this information. We cannot provide you with services if you are unwilling to provide this information.

What to do if you have a complaint

We are committed to resolving your concerns. If you are not fully satisfied with any part of the service or advice you have received, for whatever reason, you should take the following steps:

Step 1: Contact your Adviser

You should contact your Adviser in the first instance and discuss your concerns with them. Most complaints can be resolved quickly and fairly at this stage.

Step 2: Contact the Paragem Complaints Manager

If your complaint is not resolved by your Adviser to your satisfaction, or if you would prefer to contact Paragem directly to discuss the issue, it has an internal complaints process through which it independently reviews and seeks to address your concerns. In these circumstances your complaint will be escalated to the Paragem complaints manager who will aim to resolve your complaint quickly and fairly and will communicate a proposed solution to you. Paragem will try to resolve complaints as quickly as possible, and in any event within 30 days of receipt of your complaint. Paragem will let you know if it needs more time to finalise your complaint.

Writing: Paragem Complaints Manager
GPO Box 1453
Sydney NSW 2001

Phone: 1300 650 432 (option 2)

Email: reportcomplaints@count.au

Step 3: Contact the Australian Financial Complaints Authority (AFCA)

If you remain dissatisfied with the outcome provided by our, or Paragem's internal complaints processes, you are entitled to refer your complaint to the Australian Financial Complaints Authority (AFCA). AFCA is an external, independent body offering free and accessible dispute resolution services to individuals who have been unable to satisfactorily resolve their complaint.

Time limits may apply to complain to AFCA and so you should act promptly or otherwise consult the AFCA website to find out if or when the time limit relevant to your circumstances expires.

The AFCA contact details are set out below:

Writing: Australian Financial Complaints Authority
GPO Box 3
Melbourne VIC 3001

Online: www.afca.org.au

Phone: 1800 931 678 (free call)

Email: info@afca.org.au

Our compensation arrangements

Paragem has professional indemnity insurance cover in place and these arrangements comply with the requirements for compensation under the Corporations Act.

Paragem's professional indemnity insurance is subject to terms and exclusions and generally covers claims arising from the actions of our current and former employees or authorised representatives whilst they acted on Paragem's behalf.

Privacy Collection Statement

We collect and verify personal information about you (and where applicable, persons acting on your behalf) to manage our relationship with you, to ensure that we provide the products and services most appropriate to your needs and to make certain that we comply with our legal obligations under the Privacy Act 1988 (Cth) and under the Corporations Act 2001 (Cth). This Privacy Collection Notice forms part of our Privacy Policy, and together they form our notice for collecting personal information under Australian Privacy Principle 5.

The information required to be collected and verified by us depends on who you are and the nature of the service to be provided by us. If you fail to provide us with the required information, or if you provide us with incomplete, or inaccurate information we may not be able to provide you with the products or services you are seeking within the time periods contemplated. For a complete list of the information we may collect and verify please see our Privacy Policy.

If you elect not to provide us with the personal information you may be exposed to higher risks in respect of the recommendations made to you and this may affect the adequacy or appropriateness of advice given to you. Alternatively, we may elect to terminate our relationship with you if we believe we are unable to provide you with adequate service.

Personal information acquired by us in the course of providing our services may be provided to external service providers, product and platform providers, auditors, taxation and legal advisers and information technology consultants. Otherwise your personal information will not be disclosed unless:

Australian law requires us to; or

you authorise us to disclose it to a 3rd Party on your behalf, e.g. your tax adviser.

Some of the entities that we share information with may be located in, or have operations in, other countries. This means that your information might be stored or accessed in overseas countries, including but not limited to New Zealand, Sri Lanka, Singapore, United Kingdom, Philippines, India and the United States of America. Details of the countries we disclose to you may change from time to time. You can contact us for further details regarding where we may send your personal information.

Personal information may also be processed by staff or by other third parties operating outside Australia who work for us or for one of our suppliers, agents, partners or related companies.

When we send information overseas, we will take reasonable steps to ensure that overseas providers do not breach the Privacy Act and that any third parties are subject to a similar level of protection or similar obligations that are offered by the Privacy Act. If you do not agree to the transfer of your personal information outside Australia, please contact us.

Some of our financial advisers may enter their own outsourcing arrangements to countries other than those detailed above. Those arrangements will be disclosed separately by the financial adviser to their clients.

If you think any of the details that we hold are incorrect or out of date, please contact us to correct this. You can always access the personal information held about you by contacting us.

A copy of our Privacy Policy is on our websites. Otherwise if you contact us, we can send you a copy.

Financial Services Guide

1 MARCH 2024 – VERSION 17 – PART TWO

This document is part of a Financial Services Guide (“Guide”) and should be read in conjunction with Part 1 (A Guide to Our Relationship with You and Others) version 24.0, dated 1 March 2024.

This section is designed to provide you with enough information to decide whether to obtain financial advice (or any other financial service) from us. It’s an important document that will introduce your adviser, [Reuben Zelwer, and provide you with the information you need to consider before you engage us to provide you with advice or services.

This document complements Part 1 that provided information about our Licensee and the types of documents – Statements of Advice, Records of Advice and Product Disclosure Statements – that you will receive if we provide you with personal advice. Part 1 also explained how you can provide information to us, our compensation arrangements and who to contact if you want to provide feedback or complain about our advice or services.

We’ve tried to be as clear and direct as possible but if you have any questions, we’re happy to answer them.

Authorised Representative Profile

Your adviser is Reuben Zelwer who is an Authorised Representatives of Paragem. Reuben’s ASIC Authorised Representative number is 223804.

Reuben operates through the business name of Adapt Wealth Management Pty Ltd* which is also a Corporate Authorised Representative (ASIC CAR no. 408772) of Paragem Pty Ltd. Reuben is the sole owner and director of Adapt Wealth Management Pty Ltd.

Reuben Zelwer has been a financial planner for the past 15 years, most of which has been in private practice. Reuben’s career experience includes working at a leading Trustee company and as an Accountant at KPMG. Reuben is a Certified Financial Planner practitioner® (CFP), holds a Graduate Diploma in Financial Planning from FINSIA and a Bachelor of Accounting (B Acc) from Monash University.

Reuben is contactable at Adapt Wealth Management’s office.

**Adapt Wealth Management is a registered business name of the K & R Zelwer Family Trust.*

Reuben is authorised by Paragem to advise and deal in the following financial products:

Deposit products (cash and Term Deposits)
Debentures, stock and bonds issued by a government

Adapt Wealth Management
Suite 2, 91 Station Street, Malvern VIC 3144
P. 03 9211 0175

Life Insurance risk products
Life Insurance investment products
Managed Investment Schemes (Unit Trusts & MDA Services)
Securities (shares)
Superannuation including Self-Managed Superannuation Funds
Retirement Savings Accounts
Standard Margin Lending Facility

Reuben is not authorised to recommend any strategy that involves an agricultural scheme investment.

Remuneration

The following is a schedule of the fees that are payable for our services and/or the commissions we may receive from product issuers. Note that you may pay a fee for a service and we may also receive commissions as a result of you accepting our recommendations. The costs applicable to the services you require will be discussed with you by your adviser.

Paragem will pay Adapt Wealth Management 100% of the fees and/or commissions detailed in this schedule. Paragem will charge Adapt Wealth Management for licensee services and is not linked to client revenue.

As the owner of Adapt Wealth Management, Reuben receives a share of its profits

Fees

Adapt Wealth Management adopts a transparent, flexible fee structure to suit our client's requirements. These fees should be used as a guide only. Our fees will be outlined in a formal engagement letter and may be charged in one (or more) of the following methods.

Advice Preparation/Statement of Advice Fees: Fees for the preparation of your advice may range from \$2,200 to \$8,800

Implementation Fees: for the implementation of your advice may range between \$2,200 and \$8,800.

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Ongoing Service Fees: These are the fees you pay when you have agreed to receive our ongoing advice and will be agreed with you in an ongoing services agreement. They may be charged in one or more of the following methods.

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- **An annual fixed fee** between \$3,300 and \$36,000 per annum, based on complexity of your situation, including the number of entities and strategies involved.
- **Percentage of funds under advice** between 0.22% and 0.88% (GST inclusive) of the value of your portfolio. For example, if the value of funds under management is \$500,000 and a rate of 0.88% applies, the annual fee will be \$4,400 per annum. This fee structure will not apply to funds invested using borrowed funds.
- **Hourly fee.** In limited circumstances, you may pay for our services at an hourly rate of \$385 (including GST) for a financial planner and between \$110 and \$198 (including GST) for support staff billed in a minimum of 1 hour increments.

The above fees may her be payable directly by you or via deduction from your investment portfolio. They may be paid as lump sum or by instalments.

Commissions

Insurance Products

Commissions can be received for life insurance products with the exception of life insurance implemented after 1 July 2014 for a member in a default superannuation fund or a group life policy in a superannuation fund.

1. The issuers of certain insurance products I recommend may pay an initial commission. This commission which may vary depending on the product and insurer. The maximum initial commission that will be accepted is 66% (inclusive of GST) of the initial annual premium you pay in the first year. For example, if your premium is \$500 and the insurer pays us 66% we will receive \$330.

2. The issuers of the insurance products I recommend may pay an ongoing commission when you renew your policy. The maximum renewal commission that will be accepted is 22% (inclusive of GST). For example, if your renewal premium is \$550 and the insurer pays us 22% we will receive \$121.
3. We may choose to receive a level commission rate from the insurer. The rate is a maximum of 33% (inclusive of GST) of the annual premium initially and every year the policy is renewed. For example, if your annual premium is \$500 and the insurer pays us 33% we will receive \$165.

Potential Conflicts of Interest

Ownership

Paragem is a wholly owned subsidiary of Count Limited, ABN 111 26 990 832 ("Count"). Count has subsidiaries and associates that provide accounting and financial advice services. Many of the Count subsidiaries and associates that provide financial advice services do so as authorised representatives of Count Financial.

Paragem was previously owned by HUB24 as such if you use the HUB24 platform, some of Paragem's employees and representatives (our advisers) may benefit financially by virtue of being shareholders in the company. This will be disclosed to you below and in the Statement of Advice if you wish to receive advice, where applicable.

We are obliged to always act in a client's best interests and will only recommend the use of the HUB24 platform if it is appropriate to do. We also continue to use other platforms to implement our investment advice and you are free to request your adviser use an alternative platform if you would prefer.