

FINANCIAL SERVICES GUIDE

INTRODUCTION

This Financial Services Guide (**FSG**) is dated 16 September 2020 and was prepared to assist you in deciding whether to use any of the financial services offered by iQX Investment Services Pty Ltd (ABN 85 163 056 371) (**iQXIS**). iQXIS is the holder of Australian Financial Services Licence (**AFSL**) number 451144.

PURPOSE OF THIS FSG

This FSG is designed to provide you with information about the financial services offered by iQXIS and to assist you in deciding whether to use any of those financial services. In particular, this FSG contains information about:

- documents that you should read in relation to offers available through the Capital Labs platform;
- the financial services we provide under our AFSL;
- the financial products to which those services relate;
- our contact details and how you may reach us;
- how we, our staff and other relevant persons are paid for the financial services we offer;
- the associations and relationships between us, any of our related bodies corporate and any issuers of financial products that may influence us in providing financial services; and
- how complaints can be made and how complaints are dealt with.

PRODUCTS AND SERVICES WE ARE AUTHORISED TO PROVIDE

Financial advice

iQXIS is authorised to provide general financial product advice only.

Any advice provided by iQXIS is general in nature and does not constitute personal financial product advice for the purposes of section 766B of the *Corporations Act 2001* (Cth) (the **Corporations Act**). It does not take into account your personal objectives, financial situation or needs. iQXIS strongly recommends that you consider your personal objectives, financial situation and needs and seek independent legal, tax and financial advice prior to making any investment decision.

iQXIS is responsible for the financial services provided under its AFSL. iQXIS does not act as an authorised representative of any other AFSL holder.

Crowd-funding service

iQXIS is authorised to provide a crowd-funding service (**CF Service**) in Australia.

iQXIS operates the Capital Labs platform, an electronic facility through which eligible companies (each, a **CSF Issuer**) can offer ordinary shares under the crowd-sourced funding regime pursuant to Part 6D.3A of the Corporations Act and the *Corporations Regulations 2001* (Cth) (each, a **CSF Offer**) and investors can apply for those shares. iQXIS is licenced to perform all aspects of the role of a crowd-sourced funding intermediary (**CSF Intermediary**).

The name of each CSF Issuer and the details of the relevant CSF Offer will be clearly displayed through the Capital Labs platform.

The shares offered under a CSF offer document (**CSF Offer Document**) published on the Capital Labs platform are not listed or traded on the Australian Securities Exchange or any other exchange.

iQXIS provides a CF Service to a person who uses the application facility through the Capital Labs platform to make an application in connection with a relevant CSF Offer. This service is provided from the time the person first uses the application facility to make an application in connection with the relevant CSF Offer. Before making an application in connection with a CSF Offer, investors should review the terms and conditions, risk warnings and privacy policy available on the Capital Labs website, <http://www.capitallabs.com/>.

iQXIS also provides a CF Service to a CSF Issuer making a CSF Offer. This service is provided from the time the CSF Issuer enters into a hosting agreement with iQXIS in respect of the CSF Offer.

In its capacity as CSF Intermediary, iQXIS is subject to gatekeeper obligations and must perform certain checks in respect of the relevant CSF Issuer, the CSF Offer and the CSF Offer Document.

iQXIS reserves the right, in its sole discretion, to refuse registration, terminate or suspend any person's registration on the Capital Labs platform or to refuse to permit any person to invest in any financial product or CSF Issuer.

Other financial services we are authorised provide

Under its AFSL, iQXIS is authorised to:

- provide general financial product advice in respect of:
 - securities (including shares);
 - interests in managed investment schemes (other than investor directed portfolio services);
 - deposit products; and
 - superannuation;
- deal in financial products on behalf of retail and wholesale clients by applying for, acquiring, varying or disposing of:
 - securities (including shares);
 - interests in managed investment schemes (other than investor directed portfolio services); and
 - deposit products; and

- underwrite issues of securities (including shares) to retail and wholesale clients.

OFFER DOCUMENTS

When deciding whether to invest in any CSF Offer, you should read the CSF Offer Document in full, including any attached and other referenced documents relating to the CSF Offer. You should also read the risk disclosures and other notices available on the Capital Labs website, <http://www.capitallabs.com/>. Each investor will be directed to, and required to acknowledge, these statements before making an application in connection with a CSF Offer.

If you are classified as a sophisticated investor, experienced investor or wholesale investor under section 708, section 761G or section 761GA of the Corporations Act, you may be eligible to participate in offers that are only available to wholesale clients (as defined in the Corporations Act). Protections available to retail clients under the Corporations Act will not be available in respect of these offers, and such offers will not be made pursuant to a disclosure document or a product disclosure statement (each as defined in the Corporations Act). If relying on a wholesale client exemption, you will be asked to verify your investor status prior to investing.

BENEFITS IQXIS MAY GIVE OR RECEIVE

Fees, commission and other benefits that iQXIS may receive in respect of particular financial services will be disclosed in the relevant CSF Offer Document. Such fees, commission and other benefits may include establishment fees, commission or success fees, administration fees and other fees applicable to the particular financial service. You may request further particulars in relation to these arrangements from iQXIS.

Investor Fees

iQXIS does not charge fees to investors that invest in financial products available through the Capital Labs platform.

Commission or Success Fees

iQXIS may receive commission or success fees, which are paid to iQXIS by a CSF Issuer upon successful completion of the relevant CSF Offer. These fees are typically calculated as a percentage of the aggregate subscription amount in connection with the relevant CSF Offer.

iQXIS may earn and may be entitled to retain any interest on application moneys deposited with it by investors.

iQXIS' directors may receive director fees and iQXIS' officers and employees receive a salary and other employee benefits in respect of their employment. A discretionary cash bonus may be paid to employees as part of their remuneration, based on their performance and/or the performance of iQXIS as a whole.

Referral Fees

iQXIS may pay a commission or other benefits to parties who refer customers to use iQXIS' products or services, where the law permits us to do so. Such fees may vary between transactions, but are typically calculated as a percentage of the total value of financial products subscribed by the referred person in connection with a CSF Offer.

RELATED PARTIES AND SERVICE PROVIDERS

iQXIS is a member of The iQ Group Global group of companies, which is comprised of each related body corporate and each affiliate of any of The iQ Group Global Ltd (ACN 149 731 644), iQ3Corp Ltd (ACN 160 238 282), IQX Ltd (ACN 155 518 380) or Farmaforce Ltd (ACN 167 748 843).

iQXIS may enter into transactions with, and use the services of, related parties. iQXIS' policy is to ensure that any arrangements with related parties are on arm's length commercial terms.

We, any of our related bodies corporate or any of our or their directors, officers or employees may acquire shares of, or otherwise contract with, CSF Issuers for which we act as CSF Intermediary. It is possible that iQXIS may agree with a particular CSF Issuer to take shares in lieu of, or in partial satisfaction of, fees due to iQXIS from the CSF Issuer. If iQXIS or any of our related bodies corporate were to agree to take shares in lieu of, or in partial satisfaction of, fees in connection with a CSF Offer, such arrangements would be disclosed in the relevant CSF Offer Document.

CONFLICTS OF INTEREST

Potential conflicts may occasionally arise between the interests of investors, iQXIS and our related parties and other parties (including service providers appointed by us). iQXIS has statutory and common law fiduciary duties to manage conflicts of interest, act in the interests of investors and, if there is a conflict, give priority to investors' interests.

iQXIS has have policies, procedures and organisational arrangements in place to manage conflicts of interest. The board of directors of iQXIS is responsible for the management and resolution of conflicts of interest arising in respect of the financial services we provide.

PRIVACY

iQXIS respects your privacy and has developed a Privacy Policy, which embodies our legal obligations in respect of your privacy. iQXIS' Privacy Policy is available on the Capital Labs website, <http://www.capitallabs.com/>.

COMPLAINTS AND DISPUTE RESOLUTION

iQXIS is committed to providing clients with a high standard of service.

iQXIS has an established complaint handling procedure and endeavours to resolve all complaints quickly and fairly.

If you have any concerns about iQXIS or queries regarding the services offered, you can contact us on +61 2 8239 5400 or via email at info@capitallabs.com.

If you are not satisfied with the resolution offered by us, you can access our external dispute resolution scheme. iQXIS is a member of the Australian Financial Complaints Authority (**AFCA**) (member number 33297). AFCA can be contacted on 1300 931 678. This is a free service for complainants.

AFCA can also be contacted at:

Australian Financial Complaints Authority
<https://www.afca.org.au/>
GPO Box 3
Melbourne, VIC 3001
Australia

Compensation

iQXIS has professional indemnity insurance in place, which satisfies the requirements for compensation arrangements pursuant to section 912B of the Corporations Act and related ASIC guidance. This insurance policy is subject to terms and exclusions and covers claims made against iQXIS or our responsible officers or employees in relation to financial services provided by us.

CONTACT

You may contact iQXIS via the details below:

Registered business address:	Level 9, 85 Castlereagh Street Sydney, NSW 2000 Australia
Phone:	+61 2 8239 5400
Facsimile:	+61 2 8362 9547
Email:	info@capitallabs.com
Website:	http://www.capitallabs.com