

Financial Services Guide

Version number 23.00

29 May 2023

The purpose of this Financial Services Guide

This Financial Services Guide (FSG) has been authorised for distribution by the authorising licensee, Count Financial Limited ABN 19 001 974 625, AFSL no. 227232 ('Count Financial'). Count Financial is the financial services licensee that authorises your Count 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.

We are authorised by Count Financial to provide financial planning services to our clients.

This FSG is divided into two parts and both parts must be read together. Part One of this FSG provides important information about Count Financial 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 Count Financial.

Part One

Part One of this FSG provides information about:

- Count Financial as the holder of the Australian Financial Services License (AFSL) 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 we, 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

Count Financial and its Authorised Representatives maintain relationships with Product Issuers which prevent us from being classified as *independent*, *impartial*, or *unbiased* under s923A of the Corporations Act 2001.

Commission Payments

Count Financial 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 '*Commission Payments*', in section 4, below.

Count Financial's Approved Product List (APL)

Authorised Representatives of Count Financial are generally restricted from recommending products which are not included on Count Financial's APL.

Count Financial utilises Lonsec Research as a primary research provider for the construction of Count Financial'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 Count Financial's APL.

Count Financial operates a partnership program with a number of financial product issuers, whereby financial benefits are received by Count Financial. While these financial benefits are strictly governed for the purpose of funding education initiatives for Count Financial's Authorised Representatives, participating product issuers may also have products included on Count Financial's Approved Product List (APL). For more information on Count Financial's Approved Product List, refer to '*Approved Products*', in section 3, below.

Count Financial Limited is a subsidiary of Count Limited ABN 111 26 990 832.

Contacting us

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

Writing:	Count Financial Limited GPO Box 1453 Sydney NSW 2001
Phone:	1300 650 432

1. About Count Financial Limited

Count Financial's purpose is to help Australians afford their dreams. We educate clients and help them make informed decisions about their future. So, whether you are just starting out or approaching retirement, we assist you by providing you with a financial plan which gives you greater control over your financial future.

Count Financial's relationship with Count

Count Limited ABN 111 26 990 832 ("Count") owns 85% of the shares in the Licensee and Count Member Firm Pty Ltd ACN 633 983 490 owns the remaining 15% of the shares in Count Financial. 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.

2. 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)

If you were previously issued with a Count Financial SoA, certain circumstances may allow the provision of further advice without the need for another SoA. Where this is the case, you will be provided 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 on your request. The PDS contains information about a financial product's features, fees, benefits and risks.

3. 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

Our licence can provide advice, and deal in, 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

Our specialist product research team undertakes due diligence on product providers and also use independent research providers to select a range of high-quality products worthy of recommendation to our clients.

While other products may also be suitable to your needs, your Adviser will generally only provide advice on products that are listed on the Count Financial Approved Product List ('Count Financial APL').

All products on the Count Financial APL must meet our rigorous selection criteria and approval process to be listed on the Count Financial APL.

Depending on your objectives, financial situation and needs, your Adviser may need to recommend a financial product that is not on the Count Financial APL. If this happens, any product that your Adviser may recommend needs to meet our 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-advisory 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 we are not responsible for

We are only responsible for those financial services or products offered by your Adviser in their capacity as an Authorised Representative of Count Financial. 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 and referrals
- 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 Count Financial.

In all your dealings with your Adviser you must satisfy yourself as to who is responsible for the advice or services provided to you. If you require further clarification, please do not hesitate to contact Count Financial.

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 claim entitlements that arise, or could arise, under taxation law.

4. Remuneration that we or Count Financial may receive

All advice fees and commissions are required to be paid directly to Count Financial as the licensee. Count Financial may retain a percentage and the balance that is attributable to the financial services we provide is passed on to us.

If the fees, commissions or benefits are not calculable prior to the commencement of our services we provide, we will describe the manner in which they are calculated and provide an estimate of the applicable remuneration.

Financial planning advice fees

The fees or other costs that we may charge for services provided or products recommended, depends on the nature and complexity of your situation and the advice that is provided.

Your Adviser will agree with you on the form and amount of charges before they provide any advice or services. The general way you pay for our services is through our financial planning advice fees.

The methods are explained below, and the actual costs, will be disclosed to you in an agreement, before we undertake this work at your expense. You have the right to request further information in relation to the remuneration, the range of amounts or rates of remuneration that we or your Adviser 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 through us, including where we recommend that you borrow to invest, we will not charge you percentage based fees on any borrowed amount.

Our financial planning advice fees generally include charges for providing you with a SoA, RoA, ongoing advice and services, or it can be for other fees, such as a fee for a transaction. 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 for which a financial product is maintained beginning from year two. These commissions are based on a percentage of the funds you invest, or the premiums you pay. They are not paid directly by you and are 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 Count Financial will receive will be no more than 77% of the increase in premium. The ongoing commission that Count Financial 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 Count Financial will receive will be no more than 66% of the increase in premium. The ongoing commission that Count Financial 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 Count Financial 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 Count Financial 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 Financial 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 Count Financial'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 Financial may receive up to 17.5% of the annual software licence fee which is paid to Count Financial.
- SUPERCentral is Count Financial's preferred third-party service provider for preparing trust deeds. In situations where you utilise their services, Count Financial receives between 25% and 46% of revenues that SUPERCentral receives as a result of the referral.
- Count Financial also has a referral arrangement in place with Townsends Business and Corporate Lawyers (Townsends). If you use the services of this provider as a result of a referral from us, Count Financial will receive up to 10% of the invoice payable by you to Townsends and this is not an additional cost to you.

If applicable, further details will be disclosed in Part Two of this FSG at 'Referral Arrangements' and in your SoA.

Count Member Firm Trust

Your Adviser is employed by a Corporate Authorised Representative (CAR) of Count Financial and may also be a shareholder in the entity. This CAR may be a beneficiary under a discretionary trust in which Count Member Firm DT Pty Ltd holds the assets as trustee for that trust. These assets are all of the shares in Count Member Firm Pty Ltd. Count Member Firm Pty Ltd owns 15% of Count Financial. Whether a benefit is received by the CAR will be determined by the CAR satisfying certain key indicators which may include financial and compliance standards.

Fee rebate or waiver

Count Financial, 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 Count Financial to its authorised representatives and includes such items as annual membership fees, software and data service fees, paraplanning fees and the travel and accommodation costs associated for attending conferences and training events.

Professional Development Sponsorship

Count Financial may receive sponsorship payments from product providers which are in no way linked to volume of sales. These

sponsorship arrangements help us to offset the organisational and running costs of providing education and training services to our Advisers.

Safeguards Adopted

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

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

We believe these safeguards are a sound and effective means for controlling and avoiding conflicts of interest. Where we have identified a conflict of interest, we will act as a reasonable advice provider without a conflict would do, including providing advice that is in the client's best interests.

5. Complaints, privacy and compensation arrangements

We always strive to provide quality advice and service and welcome any feedback that allows us to continue to improve our services.

How we handle your personal information

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

www.count.com.au/privacy

If you wish to review your personal information held by Count Financial, please contact your Adviser directly, or Count Financial by emailing reportcomplaints@count.com.au.

As a financial service provider, we have an obligation 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 assure you that this information will be held securely. 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

If you have a complaint or are not satisfied with the advice or services provided to you, 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: Complaints Manager

If your complaint has not been resolved to your satisfaction, you can request that the matter is escalated to or contact our Complaints Manager by:

Writing:	Complaints Manager Count Financial Limited Level 8, 1 Chifley Square Sydney NSW 2000
Emailing:	reportcomplaints@count.com.au

Step 3: Australian Financial Complaints Authority (AFCA)

If you are not satisfied with our handling of your complaint or our decision, you may refer your complaint to the Australian Financial Complaints Authority (AFCA) at any time. AFCA offers a free independent dispute resolution service for consumer and small business complaints.

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

Information about your rights can also be obtained from the Australian Securities and Investments Commission on 1300 300 630.

Our compensation arrangements

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

Our 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 our behalf.

Nebula Advisory Pty Ltd

Financial Services Guide

ABN 16 612 870 596 | Authorised Representative No: 1245657

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PART TWO - ADVISER PROFILE

This adviser profile is Part Two of the Count Financial Limited Financial Services Guide (FSG) 29th May 2023 and should be read in conjunction with Part One of our FSG dated 29th May 2023. Together these documents form the complete FSG.

Nebula Advisory Pty Ltd is an Authorised Representative of Count Financial Limited (Count Financial).

The individual listed in this FSG is authorised by Count Financial to provide personal advice through Nebula Advisory Pty Ltd.

Our contact details:

Address: 3 Warneford Street HOBART TAS 7000

Phone: (03) 6224 2166

Email: admin@nebulafinancial.com.au

Fax: (03) 62232753

Web: www.nebulafinancial.com.au

Matthew Mitchell



Authorised Representative Number: 1268533

Matthew is an Authorised Representative of Count and a director of Nebula Advisory Pty Ltd and receives a salary payable from the business.

Matthew has 20 years of experience in the provision of financial / accounting advice and 8 years' experience in the provision of financial planning advice.

Matthew attained undergraduate Bachelor of Commerce from the University of Tasmania in 2004. He is a member of the Institute of Chartered Accountants Australia and New Zealand since 2011.

Matthew is also accredited to offer Aged Care advice, SMSF advice and is a registered Tax Agent.

Matthew is authorised to provide advice in the following areas:

- Deposit and payment products
- Government debentures, stocks and bonds
- Life products
- Managed investment schemes
- Retirement Savings Accounts
- Securities
- Superannuation.

How to contact me: matthew@nebulafinancial.com.au or (03) 6224 2166

Advice preparation and implementation fees

Prior to the provision of personal advice, we will agree upon a preferred payment option and disclose how our fee is calculated. Below is a summary of our available payment options that can be combined to pay for our services. We will provide you with a quote for our services before we undertake any work on your behalf.

These fee options include:

***Time based charging**

- i) The fee for the preparation and implementation of our advice is calculated based upon the time we spend developing the plan. Our hourly rate is \$250 per hour (incl. GST).

Price can vary depending on scope and complexity of the advice and we will provide you with an estimate of the overall cost. If extra charges apply, then we will inform you before proceeding with any work.

***Service based charging**

- ii) The fee for the preparation and implementation of our advice is calculated based upon a fixed price agreement. This fixed dollar amount will vary based upon the complexity of advice being provided and agreed upon prior to commencement. Our minimum fee for this is \$3,300 (incl. GST)

If you decide not to implement our recommendations, the fee for the preparation of the Statement of Advice will be payable in full.

Supplementary service fees

For supplementary services, such as the provision of general research material or the completion of administrative tasks, our fee will be calculated on a time basis of \$250 per hour.

Where you enter into an Ongoing Service Arrangement, Supplementary services are included, and will not be provided at an additional cost.

Ongoing service fees

Our ongoing advice fees vary depending on scope and complexity and range from \$1,650 to \$20,000 (incl. GST) unless otherwise agreed. The exact cost of the ongoing review service will depend on the review offering we recommend and this will be disclosed within the Ongoing Service Agreement we provide to you.

We will recommend an appropriate review package in light of your circumstances.

1. Essential Service at a cost of \$2,200
 - Annual comprehensive review and advice
2. Full service at a cost of \$2,201 to \$20,000
 - Annual comprehensive review and advice
 - Subscription to Now & Next
 - Access to our team as required.
 - Assistance with administration of superannuation and investments

Should you require any additional services outside of any agreement between you and your adviser, an amount of up to \$250 per hour may be applied.

Non-advised transaction fees

If we assist you on an execution only basis (ie where you have been offered and declined advice), a fee of up to \$250 per hour will be applicable.

Other associations and relationships

Matthew Mitchell is a director and shareholder of both Nebula Advisory Pty Ltd and Nebula Services Pty Ltd which are separate entities. Referrals may pass between these two entities. Whilst there is no direct payment received by either party, there may be a potential financial benefit received by the owners of either business as a result of fees charged for services provided to the referred party.

**Other third-party
payments we may
receive**

We may also receive the following fees, which are not payable by you.

Stamping Fees

Where we facilitate Share Placements and Initial Public Offers in relation to ASX-listed Direct Equities (i.e. Shares - this excludes Listed Investment Companies and Trusts), we may receive up to 1.5% of the transaction value as "stamping fees".

Insurance Commissions

Where we facilitate the acquisition, or modification of a Life Insurance product, we may receive commissions as described in Part 1 of this FSG.

Where we provide advice in relation to the above transactions and charge an advice fee, we may choose to rebate part or all of the third-party payment, to you.