



FINANCIAL SERVICES GUIDE

What is a Financial Services Guide?

This Financial Services Guide (“FSG”) is an important document to help you understand and decide if you wish to use the financial services we are able to offer you.

It provides you with information about the GreenCollar Group and its environmental markets investor company Terra Carbon Pty Ltd, ABN 69 154 094 470 (Terra Carbon, us, our, we) and the services we provide. Its purpose is to educate you, before we provide a financial service, on matters including:

- Who we are and how we can be contacted
- What services and products we are authorised to provide to you;
- How we are paid (and any other relevant parties); and
- Who to contact if you have a complaint

Importantly, if you would like further information, please ask us.

Before we issue any particular financial product information to a “retail client”, we will provide you with a Product Disclosure Statement (“PDS”) if it is required to be given to you. The PDS would contain information about the particular product to assist you in making an informed decision about the product. It will outline relevant terms, significant risks (where such exist), and fees and charges associated with the product.

Who will be providing the Financial Services to you?

The Authorised Representative

Terra Carbon is an authorised representative of an Australian Financial Services License (“AFSL”). Greenbank Australia Pty Ltd is the Licensee of the AFSL. Terra Carbon is authorised to provide certain financial services on behalf of the Licensee. Terra Carbon is responsible for the content and distribution of this FSG.

Who we act for when providing our services to you?

Terra Carbon acts on its own behalf when providing services to you. Terra Carbon is primarily a natural resource and environmental markets investment manager and as such will be acting on its own behalf when undertaking the following:

- Setting up and implementing a domestic emissions offsets project (eg. Native Forest protection, Human induced regeneration, soil carbon and avoided clearing projects); and
- Assisting a liable entity (eg. Electricity, energy or mining company) transact for ACCUs.

What services and products are we authorised to provide to you?

We are authorised to give financial product advice to both retail and wholesale clients in relation to derivatives, carbon units, Australian carbon credit units (“ACCUs”) and eligible international emissions units. We are also authorised to deal in derivatives in relation to those same products. See the table below for examples of the products.

Financial Product	Example
Derivative	The option to sell an agreed quantity Of ACCUs at an agreed unit price on Or before a certain date
Carbon Unit	Units issued by the Clean Energy Regulator, to a person’s Australian National Registry of Emissions Units (ANREU) account.
Australian Carbon Credit Unit	Kyoto ACCUs issued to a Native Forest Protection Project for avoiding emissions as a result of deforestation.
Eligible international emissions units	Emissions reduction units (ERUs) Issued under the Kyoto Protocol

This means that we can give you general advice and personal advice. We can help you fill out the forms and undertake and complete the transactions.

We can occasionally provide general advice regarding the financial markets or our services. If we provide you with general advice, it may not be appropriate to your individual needs, financial situation or objectives, and you should consider your circumstances before choosing to proceed with using products, which may be provided to you by us.

Terra Carbon is authorised to “make a market” for derivatives, carbon units, ACCUs and eligible international emissions units. This allows us to potentially quote market prices to you, including buy and sell prices.

In providing our service, other financial issues may arise, such as the following:

- How to invest money; and/or
- Taxation issues

However, we are not authorised to provide such advice relating to those financial issues, or any other issues except those explained above.

You should seek specific advice from the appropriate professionals if these issues are relevant to you. Also we are not registered tax agents under the Tax Agent Services Act 2009. If our general advice has tax implications, you should seek advice from a registered tax agent before relying on advice that may impact your tax obligations, entitlements and liabilities.

What remuneration (including commission) or other entitlements does Terra Carbon receive?

Share in the proceeds of sale

In consideration for supplying the Project Services Terra Carbon may be entitled to a share of the proceeds of sale of a financial product generated from such project. This may be a percentage agreed between the parties.

“Project Services” include all necessary services to give effect to, or incidental to the implementation of a Project including but not limited to (advice, policy, legislation, feasibility studies, project management, technical work, reporting, documentation, supervising and monitoring work etc.)

Advice consulting

Terra Carbon may often provide consulting and advisory services to a party if Terra Carbon is not implementing a project. In

such circumstances Terra Carbon will generally seek to charge a fixed consulting fee for such services.

Brokerage

Terra Carbon may charge brokerage incurred or received by Terra Carbon in connection with the sale or other disposal or dealing with a Financial Product.

Business Spread

Terra Carbon may perform aggregation/trading services. Generally this would involve Terra Carbon buying financial products at an agreed price from one party (seller) and sell at another price to another party (purchaser) whereby we seek to generate our revenue for the trade through a positive difference between both transactions in recognition of Terra Carbon taking a price, volume, compliance and trading risk in return for liquidity to the seller and regulatory compliance to the purchaser.

How are people and third parties remunerated?

Terra Carbon directors and/or employees are remunerated by annual salary and may also be rewarded an annual bonus. These types of remuneration will depend on several factors including:

- Company performance
- Sales volume
- Professionalism and adherence to compliance procedures; and
- Team performance

Terra Carbon shareholders will also receive a benefit based on Terra Carbon's ongoing company performance.

When a third party refers you to us we may pay an agreed fee to the third party. Additionally we may receive a fee or commission for referring you to other professionals, where the law allows.

You may request more details about the way these people or entities are remunerated within a reasonable time after receiving this document.

What should you do if you have a complaint?

In the event you have a complaint, you can contact your Terra Carbon representative and discuss your complaint.

If your complaint is not satisfactorily resolved within 6 weeks, please contact by telephone or in writing:

Mr David Moore
37 George Street
The Rocks, Sydney NSW 2000
Email:
dave.moore@greencollargroup.com.au
Ph: 02 9252 2467

We will try and resolve your complaint quickly, fairly and within prescribed timeframes.

If the complaint cannot be resolved to your satisfaction you have the right to refer the matter to the Financial Ombudsman Service (FOS), which is an external complaints service.

You can contact the FOS on 1300 780 808 (if in Australia) or +613 9613 7366 (if outside Australia) or in writing at GPO Box 3, Melbourne, Victoria, 3001, Australia. You can also contact the FOS through their website www.fos.org.au

We have arrangements in place to maintain adequate professional indemnity insurance as required by the Corporations Act 2001. This insurance provides cover for claims made against us and our representatives including claims in relation to the conduct of representatives who no longer work for us but who did so at the time of the relevant conduct.

Personal Information

Terra Carbon is committed to ensuring the confidentiality and security of the personal information of its clients, and is also committed to complying with both the Privacy Act 1988 (Cth) and the Anti-Money Laundering and Counter Terrorism Financing Act 2006 (Cth).

The Privacy Policy of the Licensee detailing our handling of personal information is available upon request. You may request access to information held about you by contacting Terra Carbon on the contact details listed above.

Terra Carbon may use information received from its clients to send marketing material to its clients from time to time unless you elect not to receive it. Terra Carbon will not

provide your information to any third party other than in accordance with the Privacy Policy.

Please retain the FSG for your reference. We may also add documents at a later date which will form part of this FSG, and should be read together with it. They will include the word "FSG" in the heading.



<p>Terra Carbon Pty Ltd</p> <p>Authorised Representative Number: 001235331</p> <p>ABN 69 154 094 470</p> <p>Address: 37 George Street, The Rocks, NSW 2000</p> <p>Postal Address: GPO BOX 4494, Sydney, NSW 2001</p> <p>Phone: 02 9252 2467</p> <p>Email: dave.moore@greencollar.com.au</p> <p>Website: www.greencollar.com.au</p> <p>Preparation date: 16 September 2015</p>
