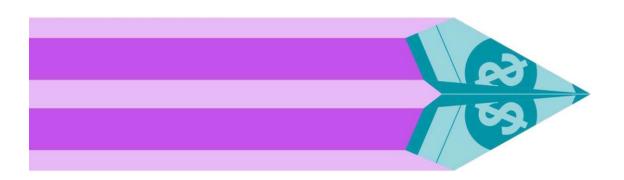
[] Payrix



Financial Services Guide and Product Disclosure Statement

ABN: 63 135 196 397

Australian Financial Services Licence No. 418105

FINANCIAL SERVICES GUIDE AND PRODUCT DISCLOSURE STATEMENT



Financial Services Guide (FSG) and Product Disclosure Statement (PDS)

This Financial Services Guide (FSG) is an important document which we are required to give to you to assist you in deciding whether to use the financial services we provide.

This FSG outlines the types of services and products Payrix can offer to you. It also explains how Payrix, and other relevant parties, are remunerated for these services. It includes details of our internal and external dispute resolution systems and how you can access them.

To utilise any of the financial products outlined in this FSG, you must review and consider the Product Disclosure Statement (PDS) relevant to the product and complete the relevant Application Form. The PDS contains important information about the particular product or service that will assist you in making an informed decision about that product or service.

Who are we? Who will provide the financial services?

Payrix Australia Pty Ltd (ABN 63 135 196 397) is the holder of Australian Financial Services Licence (AFSL) No. 418105. All financial products and services will be provided by Payrix Australia Pty Ltd.

Payrix Australia Pty Ltd has authorised the distribution of this FSG.

Payrix Australia Pty Ltd acts on its own behalf when Payrix Australia Pty Ltd and its employees provide the financial services to you.

All references to 'Payrix', 'PAX', 'IPY', 'us', 'we' or 'our' in this FSG shall refer to these entities as discussed above.

Contact details

The full contact details of Payrix Australia Pty Ltd are as follows:

Payrix Australia Pty Ltd

ACN:135 196 397 ABN: 63 135 196 397

PO Box 6290

Upper Mt Gravatt Qld 4122

Telephone: (07) 3040 4320

AUS: 1300 592 283 NZ: 1800 480 054

Email: admin@payrix.com.au

What financial products and services do we offer?

Payrix, pursuant to the conditions of the Australian Financial Services Licence, is permitted to:

- a) provide general financial product advice for non-cash payment products; and
- b) issue, apply for, acquire, vary or dispose of non-cash payment products to retail and wholesale clients.

Please note that this is a summary of the services that Payrix is permitted to provide. Full details of the conditions applicable to the Australian Financial Services Licence are available upon request.

Payrix may or may not offer any or all of these services at any particular time. You should refer to the PDS issued by Payrix for further information on the specific products and services provided.

You should be aware that in providing these services, Payrix will provide general advice only and will not take account of your particular objectives, financial situation or needs and there is a risk that the products and services described may not be appropriate for you. Prior to acquiring any financial products and services, you should carefully consider those products and services and consider seeking independent advice before making a decision about whether or not the financial products and services are suitable for your particular objectives, financial situations and needs.

FINANCIAL SERVICES GUIDE AND PRODUCT DISCLOSURE STATEMENT



How do you do business with us?

The PDS outlines the procedures for acquiring or utilising a particular product or service we offer. Please refer to the PDS as to how a particular product or service is administered.

How are you charged for our financial products and services?

Payrix charges fees for products and services it provides to you. Details of fees and charges Payrix receives for providing the products and services will be contained in the PDS Schedule A – Fee Schedule for those products.

Benefits received by Payrix

In addition to the fees described above, Payrix does not receive any additional benefits as a result of you utilising the products or services outlined in this FSG.

Remuneration or other benefits received by our staff

Generally, Payrix's staff are salaried employees and do not receive any commissions or fees calculated by reference to the sale of products or services referred to in this FSG. Sales representatives do, however, receive a sales commission based on the volume of sales and the level of revenue generated from such sales, which may vary from time to time.

You may request further particulars of these commissions by contacting Payrix via the details above. However, such a request must be made within a reasonable time after you have been provided with this FSG and before any financial service identified in this FSG has been provided to you.

Benefits to other parties

If you have been referred to Payrix by a third party, Payrix may have an arrangement with that third party that may result in remuneration, including a commission, being paid to the referral third party. Such remuneration will generally be calculated by reference to the quantity of services provided by Payrix to you or the level of revenue generated as a result of you utilising the products or services identified in this FSG.

You may request further particulars of these payments by contacting Payrix on the details above. However, such a request must be made within a reasonable time after you have been provided with this FSG and before any financial service identified in this FSG has been provided to you.

How do we protect the information you give us?

At Payrix, the privacy of your personal information is important to us. All personal information collected will be handled in accordance with our Privacy Policy. Our Privacy Policy details how we comply with the requirements of the Privacy Act in the handling of your personal information.

Our Privacy Policy, outlining exactly how we go about protecting your rights and privacy, can be viewed at www.payrix.com/au/privacy-policy/ or a copy can be sent to you upon request.

Your rights include full access to the personal information held concerning yourself. You may request a copy of this information or further information about our privacy practices at any time by contacting us on (07) 3040 4320 or by emailing privacy@payrix.com.au. For further information regarding your rights visit the Australian Privacy Commissioner's website at www.oaic.gov.au/

FINANCIAL SERVICES GUIDE AND PRODUCT DISCLOSURE STATEMENT



Complaints and dispute resolution

If you have a concern or complaint about any aspect of the products or services referred to in this FSG, please contact us at:

Head of Client Success and Operations Postal: PO BOX 6290 Upper Mt Gravatt,

QLD 4122

Email: complaints@payrix.com.au

Phone: 1300 592 283

Payrix will acknowledge your complaint within one business day, consider the matter, determine an appropriate response and communicate a final written decision within 30 days after receiving your complaint.

Payrix is also a member of the Australian Financial Services Complaints Authority (AFCA).

If you are not satisfied with the response from Payrix, or Payrix fails to resolve the complaint within 30 days, you can raise the matter with AFCA.

You can contact AFCA at:

Website: www.afca.org.au
Email: info@afca.org.au
Phone: 1800 931 678 (free call)

In writing to: Australian Financial Complaints Authority GPO

Box 3, Melbourne VIC 3001

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.

Professional indemnity insurance

Payrix has professional indemnity insurance arrangements in place for compensating persons who suffer loss or damage as a result of Payrix breaching its obligations under the Corporations Act 2001 (Cth) (herein referred to as the Act).

These professional indemnity insurance arrangements comply with Payrix's legal obligations under the Corporations Act 2001 (Cth). Additional information in relation to Payrix's professional indemnity insurance arrangements is available upon request.

Product Disclosure Statement (PDS)

A Product Disclosure Statement (PDS) provides information in relation to financial products and services, in order to enable you to make an informed decision about whether the particular products and/or services offered will meet your needs. The information will also assist you when comparing the particular financial products and services with other services that are of a similar type to what you may be considering.

The particular functions, benefits and risks in relation to the Services are discussed later in this PDS. If you wish to receive any further information in relation to this PDS or the Services, please contact Payrix on the details outlined below.



Financial Products

Payrix Direct Debit system

Payrix's Direct Debit System is a fully automatic Direct Debit service that allows for the collection of recurring payments, fees, variable amounts, invoiced or payment plan amounts from your Customers. Payments made via the Payrix system can be made from Customer bank, building society or credit union accounts or supported credit and debit card accounts.

To use Payrix's Direct Debit service, Customers must complete a Payrix Direct Debit Request (DDR), electronic Direct Debit Request (eDDR) or custom Direct Debit Request form approved by Payrix, in print or electronic format, containing the Customer's details, details of the payment arrangement, nominated account details and the account holder's approval by signature or electronic acknowledgement.

Payrix Payment Gateway

The Payrix Payment Gateway provides a secure payment solution to allow you to accept credit or debit card payments through your website, kiosk, Virtual POS or management software.

Payrix's Payment Gateway application supports the ability for your Customers to generate invoice or account payments on your website, finalise purchases in real time from your integrated shopping cart program, process real time bookings or membership purchases from an approved kiosk, and allow for the triggering of real time payments via your Client management software.

Payments are processed in real time via Payrix's secure payment servers through a merchant facility provided by the Business or sub-merchant assigned by Payrix. For online, shopping cart and kiosk transactions, the Payrix system passes back a transaction result and transaction ID for display to the Customer to confirm the result of the transaction.

Payrix BPAY® Payment System

Payrix's BPAY® Payment System allows you to accept payments using the BPAY® system. The Payrix BPAY® Payment System is appropriate for invoice or account style payments, however it may also be used for online purchases. If you choose this service, Payrix will provide you with either a general biller code and unique Customer Reference Numbers (CRN), or your own unique biller code and your management system will generate unique CRNs for your Customers.

Payrix can assist to set up and provide you with details on how to display the BPAY® logo, biller code and CRN on the invoices or statements issued to your Customers.

Payrix IVR Payment System

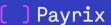
Payrix's IVR (Interactive Voice Response) provides businesses the ability to securely accept credit card payments 24/7 via their own unique phone number. The Payment IVR announcement and data capture flow is built by Payrix in collaboration with its IVR provider, based on requirements provided by the client.

The Payment IVR allows a single real time purchase transaction via a call, which is appropriate for invoice or account style payments, where the solution is an automated customer self-service model.

Payrix can assist in setting up and provide you with details on how to display the IVR Payrix Account Number and Biller ID to be issued to your Customers.

Payrix PayTo

Payrix's PayTo is a real time payment service that allows businesses to initiate payment from customers' bank accounts via a BSB and account number or PayID around the clock. The payment is pre-authorised with immediate payment confirmation and status updates.



Benefits

Payrix Direct Debit System:

- Simple and easy to use;
- · Accepts bank accounts, credit and debit cards;
- Ability to process card transactions via the Business' merchant facility;
- Ability to display the correct Business name transaction identifier on Customer bank and card statements;
- Have cleared funds settled the next business day;
- · Secure 'live' online management portal;
- Amendments can be made online and in real time;
- Seamless integration capabilities;
- · Business security risk reduced;
- Handles static and variable payments simply and easily;
- Ability to accept any appropriate batch payment upload file online.

PayTo:

- Real time payment service, available 24-7-365
- Immediate payment confirmation and status updates
- · More consistent and predictable cash flow with instant pr processing
- Reducing the rate of failed payments
- Everything in one place and easy to manage

Payrix Payment Gateway / IVR Solution:

- Customers can make payments online, 24 hours per day, 7 days per week;
- Payments made by credit or debit card are processed in real time;
- Payrix assistance in providing a suitable merchant facility for the acceptance of Visa, MasterCard and American Express payments;
- All payments processed via a merchant facility held in the name of the Business settled directly into your nominated settlement account;
- Payments are undertaken in a secure, encrypted environment;
- The Payrix Payment Gateway can be integrated with your existing website or shopping cart;
- The Payrix Payment Gateway can be integrated with selected kiosk or account management software to automate payment reconciliation;
- Level 1 PCI DSS Compliant and Secure.



Risks

Payrix Direct Debit System:

- The accounts from which Direct Debits are to be taken may not have sufficient funds or credit balance and therefore the
 debit transaction may be rejected;
- A Customer may dispute or Chargeback a debit that has been processed and you will be required to refund any amounts
 Payrix has been required to return to the Customer and a fee applied to your account;
- If you ask Payrix to perform a debit from an account without the account holder's authority, you may have to repay the amount of the payment and any loss or damage suffered;
- The account nominated by the Customer may be owned or controlled by a different party or entity;
- Customers may use forged or stolen account details or credit or debit cards, which may result in a Chargeback and a fee being processed against your account;
- Direct Debit, including payment variations, amendments or integrated Direct Debit Request information received by the Payrix System after 1530 hours AEST or not on a business day, may not be processed until the next business day; and
- Unless you take adequate security precautions, it may be possible for unauthorised persons to gain access to your account
 and use and view your information or send us instructions using your passwords. You should always ensure that appropriate
 steps are taken to reduce this risk and enable Two-Factor Authentication (2FA) to access the Payrix payment system.

Payrix Payment Gateway / IVR:

- A Customer may dispute or Chargeback a debit that has been processed and you will be required to refund any amounts
 Payrix has been required to return to the Customer; or
- Use of the Service may be disrupted if technology or systems employed by Payrix or other businesses involved in the
 payment process fail for whatever reason and may result in delays in payments being processed by Payrix and settled to
 your account. This may impact on your available cash flow; or
- Customers may use forged or stolen credit or debit cards which may result in a Chargeback being processed against your account and a fee applied to your account; and
- IVR has dependency on your phone line services. In an event that the phone line services are down due to system issues, this may disrupt the payment processing services for your Customers.

PayTo:

• If the businesses have not clearly communicated the request for the payment, the customer may not approve the PayTo Agreement request, which leads to the failure of deducting the payment(s).



Additional services

The following Additional Services may be provided by Payrix in connection with delivery of the Services:

- Payrix Online Management Portal a secure online management facility allowing you to access live up-to-date and detailed
 information about payments processed through Payrix's Services including the establishment and management of recurring
 Direct Debit payments, payment histories and transaction forecasts.
- Payrix Integration a secure interface operating between your management software and Payrix enabling the real time submission and retrieval of results across all Payrix Services.
- SMS and Email Notifications
 - Payment Reminders you can nominate to notify your Customers by SMS that their upcoming Direct Debit payment is due / will be processed.
 - Failed Payment Notification you can nominate to notify your Customers by SMS when a payment has failed.
 - Set Up Notification you can nominate to notify your Customers upon the establishment of their Direct Debit payment.
 - Recurring Payment Confirmation all Customers who complete an eDDR (electronic Direct Debit Request)
 will automatically receive SMS notification upon the establishment of their recurring payment and will be required to reply to the SMS in order for the Direct Debit to commence.
 - Online Payment Confirmation all Customers performing an online transaction where the Business is not
 processing via their own merchant facility will receive an SMS to notify them of their online payment and will be
 required to reply to the SMS in order to approve the transaction.
- Hosted Payment Page a secure real time payment capture and submission page hosted within the secure Payrix PCI DSS
 Compliant environment.
- Transparent Redirect a process that involves your web infrastructure displaying a payment page including fields to capture credit or debit card data; however, these fields are set to POST the credit or debit card data directly to your payment gateway, bypassing your web server.
- Merchant Assignment a Payrix issued merchant facility for the recurring and instant processing of credit or debit card payments.
- eDDR (electronic Direct Debit Request / No Signature DDR) an electronic Direct Debit Request hosted within the secure
 Payrix environment allowing the Business to have Customers complete, authorise and establish their recurring Direct Debit
 payment online or via an electronic device (tablet, phone, touch screen) without the need of a physical printed form or
 physical signature.
- Card Vault Data Storage the automatic tokenisation and secure storage of banking account, credit and debit card details.



Taxation implications

You are responsible for obtaining independent taxation advice for any tax implications that may arise while using the Payrix Payment Services.

Fees and charges

Full details of the fees and charges payable in relation to the Services are set out in Schedule A – Fee Schedule. You can choose to pay certain fees, or you may pass on these fees to the Customer as detailed in the Application Form or Letter of Offer. The fees, charges and other information contained in the Fee Schedule are in force at the date of this PDS and subject to change in accordance with the terms of this PDS. Payrix may waive, vary or reduce the fees and charges in certain circumstances.

Terms and conditions

The Business is required to read and consider the terms of this combined FSG and PDS.

The Business is also required to read the Payrix Terms & Conditions before completing and submitting an Payrix Application Form, along with the required additional information as listed in the Application Form.

Payrix, in its discretion, may or may not agree to provide you with the Services. Your application is not accepted until Payrix has verified all the information provided and agreed to accept your application.

Amendment

This combined FSG and PDS may be amended and in most circumstances, you will be notified of the changes electronically as an amended or supplementary FSG and PDS provided by Payrix. However, Payrix reserves the right to update this combined FSG and PDS and host them on Payrix's website, which further updates shall be legally binding on the Business. Payrix encourages the Business to check the Payrix website on a regular basis regarding any amendments or updates to this document.



Schedule A – fee schedule

Set out below are the fees and charges payable to Payrix in respect to transactions performed and Services provided by Payrix, unless otherwise agreed.

Transaction fees

Transaction Fee (bank account, credit debit card or PayTo)	Up to	\$5.50	Per transaction
Service Fee – Visa/MasterCard (Domestic) Bank Debit and PayTo	Up to	4.40%	Calculated on the total transaction value processed
Service Fee – Amex	Up to	5.50%	Calculated on the total transaction value processed
BPAY Transaction Fee (bank account, Visa or Mastercard)	Up to	\$3.30	Per transaction
BPAY Service Fee	Up to	3.30%	Calculated on the transaction value processed
International Surcharge	Up to	2.20%	Calculated on the transaction value plus Visa/Mastercard Service Fee
High Value Bank Debit Surcharge	Up to	4.40%	Transactions over \$2,000.00 Transaction over \$ 1,000.00 (USA only)
Failed Transaction Fee	Up to	\$22.00	Per failed or returned transaction attempt
Chargeback Fee (Card Transactions)	Up to	\$55.00	Per successful or unsuccessful Chargeback
Claim Fee (Bank Debits)	Up to	\$55.00	Per successful or unsuccessful Claim
Refund Fee	Up to	\$11.00	Per Refund
Settlement Fee	Up to	\$5.50	Per Settlement
Fraud Monitoring	Up to	\$1.10	Per Transaction
Chargeback Retrieval Fee	Up to	\$11.00	Per Chargeback Request
Claim Retrieval Fee	Up to	\$11.00	Per Claim Request
3DS (Security)	Up to Up to	0.55% \$1.10	Calculated on the total transaction Per Transaction
3DS (Security) Establishment Fee	Up to	\$1,100.00	Once only per Business Entity
3DS (Security) Annual Fee	Up to	\$1,100.00	Per Year Per Site (branch)
IVR Successful Transaction Fee	Up to	\$2.20	Per transaction
IVR Failed Transaction Fee	Up to	\$2.20	Per transaction
IVR Merchant Service Fee	Up to	4.40%	Calculated on the total transaction amount charged



Facility / Gateway fees			
Establishment Fee	Up to	\$550.00	Once only per Business Entity
Integration Fee	Up to	\$5,500.00	Once only per Business Entity
Software Licensing Fee	Up to	\$100	Per instance per month
Account Minimum Monthly Fee	Up to	\$55.00	Per Month
Annual Fee	Up to	\$3,300	Per Year
Data -Storage / Security / Compliance / Admin	Up to	\$3.30	Once Only Per New Direct Debit
Data Transfer fee	Up to	\$3.30	Per payer, with a minimum of \$750.00 per data transfer.
eCommerce Gateway Fee	Up to	\$55.00	Account Per Month
Fraud Monitoring Annual Fee	Up to	\$1,100.00	Per Annum Per Site (branch)
PCI DSS Compliance Toolkit Establishment Fee	Up to	\$2,200.00	Once Only Per Business Entity
PCI DSS Compliance Toolkit Monthly fee	Up to	\$330.00	Per Month Per Site (branch)
IVR (Interactive Voice Response) Establishment ¹ Fee Terminal Fees		POA	
Non-Integrated	Up to	\$77.00	Per Month
Integrated	Up to	\$88.00	Per Month
Lost Asset or non-return	Up to	\$1,100.00	Once only per terminal
Other fees			
Communication Fee (SMS and/or Email)	Up to	\$0.55	Per Message
Resubmit Credit Card (applies to Direct Debit only)	Up to	\$4.40	Per Transaction
Pre-Settlement of Funds	Up to	\$1.10	Per Transaction
(applies to Direct Debit only)			
Tokenisation Fee	Up to	\$1.10	Per Transaction
Tokenisation Maintenance Fee	Up to	\$110.00	Per Month per Site (Branch)

Notes on all fees

- Payrix may waive, vary or reduce the fees and charges in certain circumstances. Please refer to your application for fees to be charged.
- All fees are subject to change at Payrix's discretion.
- All fees are in Australian Dollars.
- All fees include GST (as defined in the New Tax System (Goods and Services Tax) Act 1999 (Cth) and all relevant support, legislation and rulings).

¹ IVR will require infrastructure and specific phone/line number to be established at your expense with a third- party provider external to and approved by Payrix. The establishment fee will depend on individual business requirements and will be disclosed an agreed prior to implementation.