



## UBS Securities Australia Limited

# Financial Services Guide (Brambles Limited – Sale Facility)

### WHAT IS THE PURPOSE AND CONTENT OF THIS GUIDE

This Financial Services Guide ("FSG") dated 9 December 2013 is an important document. You should read it carefully and make sure you understand it. This FSG provides generic information about UBS Securities Australia Limited (ABN 62 008 586 481) (AFSL No. 231098) ("UBS Securities Australia", "us", "we", "our") and the services we offer.

This FSG also provides specific information about how you pay for our services and how complaints are dealt with. UBS Securities Australia is providing this FSG to give you key information about the types of financial services we offer. This FSG is intended to assist you in deciding whether to use any of the services offered.

#### THE FSG CONTAINS, AMONG OTHER THINGS:

- a summary of the financial services which we will be providing to you and the kinds of financial products to which those services relate;
- information about the capacity in which we act when providing services to you;
- information about your rights as an investor;
- details on how you can instruct us in relation to your investment;
- information about remuneration that may be paid to us and other relevant persons in relation to the services provided; and
- information about how complaints against us are dealt with.

UBS Securities Australia will not provide you with any financial product advice. You should contact your financial adviser for any financial product advice which you require.

In addition to this FSG, you may, from time to time, receive from your financial adviser or other financial intermediary ("Intermediary") other documents issued by UBS Securities Australia, including our Best Execution arrangements. Our Best Execution arrangements contain important information about how your orders are executed by UBS Securities Australia through a Relevant Exchange (such as ASX or Chi-X) or otherwise. You should read the document summarising these arrangements carefully

before deciding whether you wish to use the services that we offer.

#### IMPORTANT INFORMATION IS PROVIDED BELOW IN ANSWER TO COMMONLY ASKED QUESTIONS

#### WHO WILL BE RESPONSIBLE FOR THE FINANCIAL SERVICES GIVEN TO YOU?

##### *UBS Securities Australia*

The financial services listed below (other than custodial service) will be provided by UBS Securities Australia. UBS Securities Australia is an Australian Financial Services Licensee under the Corporations Act (AFSL No. 231098). It is a participant of ASX, Chi-X, ASX Clear Pty Limited (the clearing facility for transactions executed on or reported to ASX or Chi-X) and CHESS (the settlement facility operated by ASX Settlement Pty Ltd).

UBS Securities Australia is a wholly owned subsidiary of UBS AG, and is a related company of UBS Nominees Pty Ltd (ABN 32 001 450 522) (AFSL No. 231088) ("UBS Nominees") and Warbont Nominees Pty Ltd (ABN 19 003 943 799).

UBS Securities Australia uses the nominee services provided by Warbont Nominees Pty Ltd ("Warbont Nominees"), during the transitional T+3 settlement period, in accordance with the Market Integrity Rules on behalf of clients of UBS Securities Australia. The Market Integrity Rules require that all financial products being held for a client during this period may only be registered under a nominee company. Warbont Nominees is the company that has been established to hold these financial products on your behalf in accordance with the Market Integrity Rules.

These services are conducted under the Australian Financial Services Licence of UBS Securities Australia and UBS Securities Australia is responsible for the conduct of Warbont Nominees in respect of those services. Warbont Nominees is a wholly owned subsidiary of UBS Securities Australia.

UBS Securities Australia and UBS Nominees are not authorised deposit-taking institutions under the Banking Act 1959 (Cth). The obligations of UBS Securities Australia and UBS Nominees do not represent deposits or other liabilities of UBS AG, and UBS AG does not stand behind, support or guarantee these entities in any way.

#### **WHAT FINANCIAL SERVICES ARE WE AUTHORISED TO PROVIDE?**

UBS Securities Australia is authorised under its Australian Financial Services Licence to provide the following financial services to retail and wholesale clients:

1. Advising in the following classes of financial products (including financial products traded on a Relevant Exchange):
  - securities;
  - debentures, stocks or bonds issued or proposed to be issued by a government;
  - derivatives;
  - interests in managed investment schemes (excluding investor directed portfolio services);
  - deposit and payment products; and
  - foreign exchange contracts (general advice to wholesale clients);
2. Dealing in the following classes of financial products (including financial products traded on a Relevant Exchange):
  - securities;
  - debentures, stocks or bonds issued or proposed to be issued by a government;
  - derivatives;
  - interests in managed investment schemes (excluding investor directed portfolio services);
  - deposit and payment products; and
  - foreign exchange contracts;
3. Underwriting interests in managed investment schemes and issues of securities;
4. Making markets for all financial products excluding foreign exchange contracts; and
5. Operating custodial or depository services other than investor directed portfolio services.

USB Nominees is authorised to operate custodial or depository services to both retail and wholesale clients.

#### **WHAT FINANCIAL SERVICES WILL WE PROVIDE TO YOU?**

UBS AG has been appointed by Brambles Limited (ABN 89 118 896 021) ("Brambles"), as Brambles's agent, to sell shares in Recall Holdings Limited (ACN 128 776 401) ("Recall") in connection with the Sale Facility (which has the meaning given to that term in the demerger scheme booklet dated 23 October 2013 ("Scheme Booklet").

When providing these services, UBS Securities Australia will be dealing as agent for Brambles.

UBS Securities Australia will deal in financial products by selling Recall shares. The Sale Facility is further described in Section 5.4 of the Scheme Booklet.

The Scheme Booklet has been provided to you separately by Brambles and does not form part of this FSG. UBS Securities Australia and UBS AG are not parties to the Scheme (as such term is defined in the Scheme Booklet) or the Sale Facility (it is a contract between you and Brambles) and do not accept any responsibility for the content of the Scheme Booklet or make any recommendation or otherwise about the Sale Facility.

UBS Securities Australia will deal in financial products by selling Recall shares. When providing these services, and in accordance with UBS Securities Australia's Best Execution arrangements, the sales may pass through the components of the UBS Crossing System, and may be systematically matched with other orders in the UBS Crossing System to achieve enhanced liquidity and possible price improvement (from that which is available on a Relevant Exchange).

For orders that match within the UBS Crossing System, they may match with other UBS Securities Australia client orders (agency orders) or with UBS Securities Australia as principal, and will then be reported to a Relevant Exchange. Where your orders match with UBS Securities Australia as principal, UBS Securities Australia will receive the same benefits and risks that any buyer or seller (as the case may be) of securities receives, in particular in relation to price fluctuations. The UBS Crossing System and any decision by UBS Securities Australia to buy or sell securities as principal are in accordance with internal risk management and conflict procedures to ensure compliance with applicable laws and regulations and best practice.

For orders that do not match within the UBS Crossing System, they will be routed to the Relevant Exchange for execution.

If you would like more information in relation to the UBS Crossing System, please notify UBS. If you do

not wish your orders to pass through the UBS Crossing System, please discuss this with UBS.

The provision of settlement services may also involve UBS Securities Australia arranging dealings in deposit and payment products to facilitate settlement.

Note: UBS Securities Australia does not provide financial product advice. Should you require financial product advice, please contact your financial adviser.

### **HOW WILL YOU PAY FOR THE SERVICES AND HOW ARE ANY COMMISSIONS, FEES OR OTHER BENEFITS CALCULATED?**

UBS Securities Australia will not charge you any brokerage or fees. You will not pay UBS Nominees or Warbont Nominees any fees in respect of the services they provide.

UBS Securities Australia and its affiliated entities will not be paid a brokerage fee for providing the services set out in this FSG but will be reimbursed for certain expenses and stamp duty it incurs or they incur.

UBS Securities Australia or its affiliated entities may also benefit if, in connection with buying or selling shares under the Facility, it receives commission from a client which buys or sells those shares through a crossing. Any such commissions are payable by the client following the trade.

### **WILL ANYONE BE PAID FOR REFERRING YOU TO US?**

Nobody will be paid for referring you to us.

### **IN WHAT CAPACITY DO WE ACT?**

When providing the above financial services to you we act at the direction of Brambles and are responsible for the financial services provided to Brambles.

### **DO WE HAVE ANY RELATIONSHIPS OR ASSOCIATIONS WITH FINANCIAL PRODUCT PROVIDERS?**

UBS Securities Australia may from time to time provide financial services in connection with financial products issued by its related companies. For example, UBS Securities Australia offers execution services and acts as market maker in respect of warrants issued by UBS AG, Australia Branch. UBS Securities Australia may also receive commissions and benefits from issuers of financial products where it is involved in the distribution of their financial products, for example, financial products issued by UBS AG, Australia Branch.

### **HOW CAN YOU GIVE INSTRUCTIONS TO BUY OR SELL RECALL SHARES?**

You give (or are deemed to give) Brambles instructions under the Scheme and Scheme Booklet which enable us to act in relation to the Facility.

### **WHAT INFORMATION DO WE MAINTAIN IN YOUR FILE?**

It is not expected that Brambles will provide your personal information to UBS AG or UBS Securities Australia in connection with the Facility.

However, any personal information (as defined in the *Privacy Act 1988* (Cth)) collected from Brambles will be used and stored by us in accordance with the Privacy Policy for UBS Securities Australia. A copy of the Privacy Policy can be made available to you on request.

### **WHAT CAN YOU DO IF YOU HAVE A COMPLAINT?**

If you have a complaint about the service provided to you by UBS Securities Australia or any of our representatives, you should take the following steps.

1. Contact Brambles and tell Brambles about your complaint.
2. If your complaint is not satisfactorily resolved within 3 business days, please put your complaint in writing and send it to us at the following address:

**The Complaints Officer**  
**c/- Legal & Compliance Department**  
**UBS**  
**Level 16, Chifley Tower**  
**2 Chifley Square**  
**Sydney NSW 2000**

**Telephone: (612) 9324 2000**

**Facsimile: (612) 9324 2558**

We will try to resolve your complaint quickly and fairly.

3. If you still do not get a satisfactory outcome, depending on the nature of your complaint, you have the right to complain to:

**Financial Ombudsman Service**  
**GPO Box 3**  
**Melbourne VIC 3001**  
**Telephone: 1300 78 08 08**  
**Email: info@fos.org.au**

The Australian Securities and Investments Commission (ASIC) also has a free call Infoline on 1300 300 630 which you may use

to make a complaint and obtain information about your rights.

UBS Securities Australia has Professional Indemnity ("PI") insurance in place which satisfies the requirements of section D of the ASIC Regulatory Guide 126. These compensation arrangements satisfy the requirements of section 912B of the Corporations Act. The PI insurance will not cover work done for us by representatives after they cease to work for us.

If you would like a clarification of any of the matters discussed in this FSG, or require further information, please contact us.

## DEFINITIONS

In this FSG:

**ASX** means ASX Limited (ABN 98 008 624 691) or the market operated by it (as the context requires);

**Chi-X** means Chi-X Australia Pty Ltd (ABN 47 129 584 667) or the market operated by it (as the context requires);

**Corporations Act** means the *Corporations Act 2001* (Cth) as amended from time to time;

**Market Integrity Rules** means any market integrity rules made by ASIC in accordance with Part 7.2A of the Corporations Act, as amended from time to time, that apply to a Relevant Exchange;

**Relevant Exchange** means:

- (a) ASX or Chi-X, or the financial markets operated by them (as the context requires); and
- (b) any other financial market (whether or not licensed under Part 7.2 of the Corporations Act) to which orders for transactions in financial products may be transmitted for execution or to which transactions are reported, or which provides clearing or settlement services in respect of transactions on such a market (whether or not licensed under Part 7.3 of the Corporations Act).

**UBS Crossing System** means an automated service provided by UBS Securities Australia to clients which matches orders with orders of:

- (a) UBS Securities Australia; or
- (b) other clients of UBS Securities Australia,

otherwise than on an order book.

## CONTACT DETAILS

If you have any queries, you can contact us on (612) 9324 2000.