

## Client Information MiFID II

Domicile in the European Union (EU)

### Information about VENTIRA Private Wealth Management Ltd.

VENTIRA Private Wealth Management Ltd. (hereinafter referred to as „VENTIRA“) offers asset management, investment advisory and execution-only services and has its registered office at: Genferstrasse 23 in CH-8002 Zurich. VENTIRA is registered as corporation in the Swiss Commercial Register.

VENTIRA will be licensed in due course as an asset manager by the Swiss Financial Market Supervisory Authority (FINMA) and will then be supervised by it in accordance with the Federal Financial Institutions Act (FinIA) with involvement of

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Florastrasse 44, CH-8008 Zürich  
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Webpage: www.osfin.ch

a supervisory organization. The provision of financial services by VENTIRA is subject to the Federal Financial Services Act (FinSA).

### How can I contact VENTIRA?

The client can communicate with VENTIRA in German, English and French. VENTIRA can be reached as follows:

Postal address: VENTIRA Private Wealth Management Ltd.  
Genferstrasse 23, CH-8002 Zurich  
Phone: +41 41 748 2290  
E-mail: info@ventira.ch  
Webpage: www.ventira.ch or www.ventira.swiss

Further details on the communication between the parties are regulated individually by contract.

### What are the terms and conditions of the services provided by VENTIRA?

The rights and obligations between VENTIRA and the client in connection with the provision of financial services shall be governed by the individual service agreement. This client information serves as supplementary information.

### In which categories are the clients classified?

VENTIRA is obliged to classify their clients with exactly defined legal criteria into three categories: “retail clients”, “professional clients” and “eligible counterparties”. This classification is designed to ensure that the client is treated in a manner adjusted to his individual knowledge and experience of financial instruments and in accordance with the type, frequency and volume of the transactions involved.

#### Retail Client

A retail client is considered to be one who cannot be clearly assigned to the professional client or institutional client category. By being classified as a retail client, the client enjoys the highest level of protection by law.

### Professional clients are:

VENTIRA distinguishes between born and elective professional clients. As a born professional client, all clients defined as such by the Directive 2014/65 / EU apply. Retail clients who have agreed to change the client classification from retail client to professional client with VENTIRA are considered to be elective professional clients (see below "Change of the client classification").

For a professional client, a lower level of protection applies than for a retail client. In contrast to latter, VENTIRA may expect a professional client to have sufficient experience, knowledge and expertise to make investment decisions and adequately assess the risks involved.

### Institutional Clients

According to MiFID II, the following clients are to be classified as Eligible Counterparties:

- Credit Institutions;
- Investment firms;
- Other authorized or regulated financial institutions;
- Insurance companies;
- Collective investment undertakings and their management companies;
- Pension funds and their management companies;
- national governments;
- Central banks;
- Supranational organizations

### Reclassification

At any time retail clients may request VENTIRA in writing to change their client classification to the category of professional client if they meet at least two of the following criteria:

- The Client has transacted an average of ten significant transactions per quarter in the relevant markets during the four preceding quarters;
- The Client has total liquid assets and financial instruments with an equivalent value of more than € 500,000;
- The Client has been employed for at least one year in a professional position in the financial sector that requires knowledge of the business or services it intends to use.
- Pension institutions and institutions with professional treasury which, according to their purpose, serve the purpose of occupational pension provision and companies with professional treasury may declare that they wish to be regarded as institutional clients instead of professional clients;
- (born) Professional clients have the option to request a reclassification as private client;
- Institutional clients may declare that they wish to be considered professional clients or retail clients.

In no case VENTIRA is obliged to accept the clients request of a reclassification.

Such a change also entails a change in the level of protection applicable to the client.

All declarations with regard to the change of client segment must always be made in writing.

The client is obliged to inform VENTIRA of any changes that might affect his classification. If VENTIRA realises that the client no longer meets the conditions of the client segment he is classified, VENTIRA is obliged to take action itself and adjust the client segmentation. In this case VENTIRA will inform the client immediately.

## Which services are offered?

### Asset Management

Asset management is offered to clients who wish to entrust VENTIRA with the discretionary management of their assets within the framework of the VENTIRA investment policy as well as individually defined and written criteria (investment strategy). The investment strategy considers the knowledge and experience of the client as well as the investment objectives and financial circumstances of the client. With an asset management agreement, VENTIRA is authorised to make investments at its own discretion.

### Investment Advisory

VENTIRA does not offer Investment Advisory services to clients with domicile in the European Union (EU).

### Execution-Only

Transactions with financial instruments that are not based on an investment decision by VENTIRA and are carried out exclusively at the instigation of the client shall be treated by VENTIRA as execution-only transactions, i.e. as pure execution transactions. For transactions involving non-complex financial instruments, VENTIRA shall perform neither a suitability nor an appropriateness test (see below). If, on the other hand, the transactions involve complex financial instruments, only an appropriateness test is performed.

## What is the test for suitability and appropriateness?

The suitability and appropriateness test by VENTIRA is based on the information provided by the client, which is deemed by VENTIRA to be accurate. If the client does not provide the requested information and data or only provides it insufficiently, VENTIRA is not able to provide the services to the client in an appropriate manner.

### Suitability Test

In connection with portfolio-based asset management, VENTIRA must obtain various information from the client. This includes - as far as relevant - information on:

- The client's knowledge and experience in the investment business, including:  
Information on the type of services, transactions and financial instruments with which the client is familiar, as well as the type, scope and frequency of transactions in financial instruments carried out by the client; in addition, educational background and profession or previous professional activities;
- The client's investment objectives, including:  
Information on the intended investment purpose, time horizon of investment, risk tolerance and risk profile;
- The client's financial circumstances, including  
Information on the source and amount of regular income and regular obligations, total assets including liquid assets and real estate, and the ability to bear losses.

It is only by obtaining this information that VENTIRA is able to make suitable transactions with financial instruments for the client within the scope of asset management. VENTIRA considers only services and financial instruments as suitable:

- which correspond to the client's investment objectives;
- whose investment risks are financially acceptable to the client;

- whose risks the client is able to understand on the basis of his knowledge and experience

#### Appropriateness Test

In the case of pure execution transactions involving complex financial instruments, VENTIRA shall verify whether the client has sufficient knowledge and experience to understand the risks associated with the transaction.

#### Presumption for Professional Clients

If a client is classified as a professional client (born or elective), VENTIRA assumes that the client has the necessary knowledge and experience and that the financial risks associated with the investment decisions are bearable for the client.

#### Proxy Relationship and Joint Accounts

In assessing the knowledge and experience of legal persons or in the case of a power of attorney, VENTIRA focuses on the person acting vis-à-vis VENTIRA. If the authorised person is only collectively authorised to sign, all persons concerned must have the necessary knowledge and experience. When assessing financial circumstances and investment objectives, VENTIRA always focuses on the account holder. In the case of an account with two or more account holders, VENTIRA always focuses on the person with the weakest financial circumstances or the lowest risk capacity.

### **Which market offer does VENTIRA consider when selecting financial instruments?**

The investment universe considered when making investment decisions by VENTIRA is determined by all common banking financial instruments without geographic restrictions. The investment universe of VENTIRA includes in particular:

- Buy and sale (spot or with future date/price): Securities and security rights, (book-entry and their derived instruments or combinations), precious metals, commercial papers, currencies, crypto currencies and money market instruments, derivatives (options and futures) and additional financial assets (in particular hedge funds and structured products);
- Conversion as well as execution or sale of subscription rights, conversion rights, exchange rights or something similar and;
- Fixed deposits and fiduciary investments in different currencies;
- All corporate actions (e.g. capital increase, dividends, take-over offer)

### **How are clients informed about the costs?**

#### *Ex-ante disclosure*

VENTIRA is obliged to disclose to the client in advance (ex-ante) the costs and incidental costs of the services and ancillary securities services (service costs). In addition, VENTIRA shall disclose to the client ex-ante the costs associated with the design and management of the financial instruments (product costs).

If corresponding data are not available, the costs are disclosed on the basis of estimates.

#### *Ex-post disclosure*

In any case, VENTIRA shall disclose the actual costs incurred ex-post as part of the reporting to be provided to the client, but at least on an annual basis. The ex-post disclosure may differ from the ex-ante disclosure.

## When does the client receive a loss threshold reporting?

The client is informed in the case of asset management mandates if the total value of the corresponding portfolio falls by 10% compared to the last statement of account, and subsequently for each further drop in value in 10% increments. Such notification is made as soon as possible after the threshold value has been exceeded.

## Where can the client turn in the event of a dispute?

VENTIRA always strives to provide the best possible service for its customers. Should the customer nevertheless be dissatisfied with the service provided by VENTIRA, he has the option of initiating a mediation procedure with:

Adresse: VENTIRA Private Wealth Management Ltd.  
Genferstrasse 23, CH-8002 Zürich  
Phone: +41 41 748 2290  
E-mail: info@ventira.ch  
Webpage: www.ventira.ch or www.ventira.swiss

VENTIRA will ensure that any complaint is received and dealt with efficiently. Complaints will be dealt with within a reasonable time.

If no amicable solution can be found, the client has the possibility to initiate a mediation procedure with:

Adresse: OFD Ombudsstelle für Finanzdienstleister  
Bleicherweg 10, CH-8001 Zürich  
Phone: +41 44 562 0525  
E-mail: ombudsmann@ofd.ch  
Webpage: www.ofd.ch

## Conflicts of Interest – General Principles

VENTIRA tries to protect and harmonize the interests of its clients, shareholders and employees. Nevertheless, conflicts of interest cannot always be completely ruled out. In general, conflicts of interest can arise between VENTIRA, its employees and its clients or between the clients of VENTIRA. In this context, VENTIRA has taken the following organisational measures to deal with possible conflicts of interest:

- Creating of a compliance function within the company responsible for identifying, avoiding and managing potential conflicts of interest;
- Establishment of organizational procedures to safeguard the customer's interest;
- Regulation on the acceptance of benefits from third parties;
- All employees who may have conflicts of interest in the course of their work are identified and are required to disclose all their transactions in financial instruments;
- When executing orders VENTIRA acts in accordance with its Best Execution Policy or the customer's instructions;
- Ongoing training of employees.

Conflicts of interest that cannot be avoided by these measures are disclosed to the client before services are provided.

## Business affiliations with third parties in particular

VENTIRA has no business affiliations with third parties (custodians, financial intermediaries etc.), which could lead to a conflict of interest in connection with their financial services.

## Best Execution

The following principles apply to the selection of a custodian bank by VENTIRA or to direct execution via brokers of orders placed by VENTIRA within the scope of the provision of services and the investment strategy laid down and for the purpose of acquiring or disposing of securities or other financial instruments.

The recommendation of a custodian bank to be entrusted with the execution of investment decisions of VENTIRA or the client, as well as the selection of a broker, shall be made taking into account the criteria of cost, probability of execution and settlement of orders, speed of full execution and settlement, security of settlement, as well as the scope and nature of the service requested. These are weighted taking into account the characteristics of the client and the financial instruments concerned.

The principles do not apply to the selection of the custodian bank by the client; in this case, the client has instructed VENTIRA to place orders with a custodian bank(s) determined by him; the naming of a custodian bank is already understood as an instruction by the client or selection of the custodian bank; in this case, the Best Execution Policy of the custodian bank applies.

When executing execution-only mandates, VENTIRA shall forward the client's orders exclusively in accordance with the instructions contained in the client order. In doing so, VENTIRA shall be released from its obligation to act in the best interest of the client.

FinSA:	Federal Financial Services Act of June 15, 2018 (SR 950.1)
FinIA:	Federal Financial Institutions Act of June 15, 2018 (SR 954.1)
MIFID II:	Markets in Financial Instruments Directives 2014/65 of the EU of May 15, 2014