

Disclosure Statement Stephen McFarlane

In accordance with the provisions of the Securities Markets Act 1988 and the Securities Markets (Investment Advisers and Brokers) Regulations 2007 this Disclosure Statement provides you with information and answers to questions about me. It provides details about:

- How I operate my business;
- My qualifications as an investment adviser;
- The types of investments that I advise on;
- Which financial organisations I am able to place business with; and
- How I am paid;

This document was prepared on 25 February 2008.

MY CONTACT DETAILS

- **Name** Stephen McFarlane
Director
One to One Financial Management Limited
- **Address:** 338 Stafford Street
P O Box 457
Timaru
- **Phone:** Bus: 03 686 9121 Mobile: 027 221 3464
- **Email:** stephen@one-to-one.co.nz

EXPERIENCE AND QUALIFICATIONS

I have a Bachelor of Commerce degree from the University of Canterbury, awarded in 1984. I also have a Graduate Diploma in Business Studies (Personal Financial Planning) from Massey University, awarded in 1992.

I am a Certified Financial Planner (CFP^{CM}) practitioner and a Chartered Accountant with a public practice certificate.

I provide both comprehensive financial planning services and chartered accounting services to the public. I commenced to offer financial planning services in 1993.

I keep my qualifications up-to-date by completing at least 60 hours of Continuing Professional Development (CPD) every two years as required by the Institute of Financial Advisers and I also meet the CPD requirements of the NZ Institute of Chartered Accountants. CPD hours are earned by participating in approved courses, briefings, conferences and educational activities.

I am also committed to extensive industry based reading of books, articles and periodicals which activity is ongoing.

When I commenced to offer financial planning services in 1993 I was a Partner in the Timaru Chartered Accounting firm of McFarlane Hornsey Simpson. I resigned from that Partnership and formed One to One Financial Management Limited (One to One), which commenced trading on 1 January 2000, continuing to offer the same services.

HOW WE OPERATE

When we give advice we follow the internationally recognised financial planning six-step process:

1. Establishing the client-adviser relationship,
2. Gathering client data and determining your goals and expectations,
3. Analysing and evaluating the client's financial position, cash and debt management, personal insurance, retirement planning, estate and tax, and/or investment needs,
4. Developing and presenting our written advice,
5. Overseeing the implementation of the plan, and
6. Monitoring and reviewing the plan.

Not all clients want or require the full range of advice that we can provide, and the services we provide will depend on the client's needs. If a client wishes to obtain limited advice or product implementation without advice we may choose to provide it. However it will be documented that the advice or transaction was limited in nature. Any recommendations will be clear and concise, with enough detail for you to make an informed decision about whether to act upon it.

Our advice will be provided in writing taking into account your personal objectives, financial situation and needs. It may be that a series of meetings are required to complete the process.

PROFESSIONAL BODIES

I am a member of the Institute of Financial Advisers (IFA) and, as a condition of my membership I adhere to the IFA Code of Ethics and IFA Practice Standards in all facets of my practice.

As a Chartered Accountant I am a member of and bound by the standards of practice of the New Zealand Institute of Chartered Accountants as well.

PROFESSIONAL INDEMNITY INSURANCE

In compliance with the Institute of Financial Advisers Code of Ethics, I have professional indemnity insurance through One to One which covers all my areas of practice as listed above.

This insurance provides protection for clients for:

- any error or omission;
- defamation;
- employee dishonesty; and
- includes full "prior acts" protection.

The minimum level of cover is in compliance with Institute of Financial Adviser's Membership By-laws.

The underwriter is QBE Insurance (International) Ltd.

As with all insurance this cover has limitations and is subject to certain exclusions and terms and conditions.

DISPUTE RESOLUTION

In the event of a dispute you should first contact me or another Director/Principal Officer of One to One.

If the matter is not resolved this way, you should contact IFA National Office by telephoning 0800-404-422 during business hours, or at PO Box 5513, Wellington. IFA has comprehensive complaints and disciplinary processes.

DISCLOSURE OF CRIMINAL CONVICTIONS

Neither I nor any principal officer of One to One has, within the last five years (or prior to that), been:

- convicted of an offence under the Securities Markets Act 1988; the Investment Advisers (Disclosure) Act 1996 or the Securities Act 1978, or for a crime involving dishonesty;
- a director or principal officer of a body corporate that has committed an offence against the Securities Markets Act 1988, the Investment Advisers (Disclosure Act) 1996 or the Securities Act 1978 or for a crime involving dishonesty;
- adjudged bankrupt;
- prohibited by and Act or by a court from taking part in the management of a company or business;
- the subject of an adverse finding by a court in any proceeding taken against me in my professional capacity; or
- expelled from, or prohibited from being a member of, a professional body.

In addition, during the previous five years (or prior to that), One to One has not been placed in statutory management or receivership.

REMUNERATION

I am remunerated by One to One by salary only. I also participate in Company profits as a shareholder and through a Family Trust. I am not paid commissions on sales.

Neither I nor One to One nor any related persons accepts 'soft dollar rewards' from suppliers of financial products or services (i.e. gifts, entertainment, contributions to travel or conference costs or other benefits worth more than \$500, and linked to sales volumes and or relationships).

FEES

One to One charge fees for advice and services. These fees may be based on an hourly rate or on a percentage of funds invested. They are payable by the twentieth of the month following the invoice being issued.

One to One also accepts commission in some limited instances but that is not our preference. Commission of all types currently makes up less than 4% of One to One Financial Management's revenue.

Our first step is to meet with clients so they can learn about us and the services we offer. We have the opportunity to understand your needs at the same time. We do not charge for this meeting.

If your needs are to receive immediate advice then we will give you a Disclosure Statement. We will discuss fees. Generally a simple advice situation revolving around one meeting is \$100 + GST.

If we embark on a planning process which is intended to involve the investment of funds then the following maximum fees apply unless we separately disclose to you in writing:

From \$20,000 to \$50,000	2.00%
From \$50,001 to \$150,000	1.45%
From \$150,001 plus	0.80%

A minimum fee of \$400 + GST applies for this work.

Any brokerages or commissions that we might earn from the initial investment of your funds are automatically given back to you, our client, either in cash or as additional investment units unless otherwise agreed with you in writing. This is called rebating.

We also seek to cancel any entry fees that you might otherwise pay for managed funds so that the full amount is invested.

We have an arrangement with First NZ Securities that any purchase or sale of debt or equity (share) securities will have a rebate of 50%. This rebate belongs to you unless we agree with you otherwise and disclose in writing.

Some investment managers or other providers pay smaller, ongoing, commissions called trails. We do not rebate these to individual clients because of the administrative work required. We will disclose the value of trail commissions retained by us to you on a six monthly basis.

Where we utilise KiwiSaver solutions provided by Grosvenor Financial Services Group Limited we receive a trail commission/servicing fee of 0.50% of the amount invested. This is paid to us by Grosvenor and no additional fees are charged to you as an investor over and above the normal charges as detailed in the Investment Statement for the Scheme. We do not charge you a separate fee for Grosvenor KiwiSaver.

If we decide to work together on an ongoing basis we will disclose to you the level of ongoing fees as part of the initial planning process.

Where we utilise investment managers for you who have their own internal fees we will provide you with their Investment Statements which disclose those fees.

OTHER INTERESTS AND RELATIONSHIPS

One to One are not contractually required to, and have not entered into any agreements, that require us to place business with any specific financial institutions in New Zealand or overseas.

We do maintain strong supplier relationships with several specific organisations (while retaining the freedom to utilise other suppliers as we see fit).

Investment

- ASB Bank
- New Zealand Funds Management Limited.
- Grosvenor Financial Services Group Limited.
- First NZ Capital

We maintain a Trust Account facility with ASB Bank for client use. ASB do not benefit One to One or its employees.

Neither I nor an associate has any other financial or other relationship with any other person that would be reasonably likely to influence me in giving advice, except as described above.

AREAS OF ADVICE

I can provide advice on personal financial management, personal and business insurance, retirement planning, investments and estate and tax planning.

Specific types of securities on which we offer investment services:

- | | |
|--------------------------------------|--|
| ▪ Cash and fixed interest securities | [advice and implementation] |
| ▪ Shares | [implementation] |
| ▪ Managed Funds | [advice and implementation] |
| ▪ Property | [general advice] |
| ▪ KiwiSaver | [Advice and implementation]
[Grosvenor KiwiSaver Scheme unless otherwise advised] |

DECLARATION

I declare that the information in this statement was materially accurate and up-to-date when it was provided to you.

Stephen McFarlane