

**Terms of Use link**

**RELATIONSHIP DISCLOSURE INFORMATION**

**Issuer Agreement link**

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Dear Investor,

As part of our continued efforts to keep you informed about our business operations, the regulations, policies and procedures guiding our operations, and the act of investing, we wanted to provide you with the following information:

- A. SVX.US's registration as a registered broker dealer ("BD")
- B. Risks in general
- C. Risks of using borrowed money to invest
- D. Risks of using credit cards to pay for investments.
- E. How client assets are held
- F. Compensation paid by issuers to SVX.US
- G. Conflicts of interest
- H. Dispute resolution services
- I. Suitability
- J. Client reporting

**A. SVX.US OPERATES AS A U.S. BROKER DEALER**

SVX.US operates as a broker dealer via Bequia Securities, LLC, a FINRA registered U.S. Broker Dealer located in Arlington, MA. Bequia Securities is registered with the Securities and Exchange Commission and is a member of FINRA and SIPC.

**B. RISKS**

The investment opportunities posted on this portal have not been reviewed or approved in any way by a securities regulatory authority or regulator. They are risky and may result in the loss of all or most of your investment. You may receive limited ongoing information about an issuer or an investment made through this portal.

Although the Site may provide data, information or content provided by other parties relating to investment strategies and/or opportunities to buy and/or sell securities, you should not construe any such content as tax, legal, financial, or investment advice. Unless we provide you with specific advice that is clearly identified as an individualized recommendation specifically addressed to you, (which is not expected to take place), you represent that any decision to



invest is based solely on your consideration of the risks involving a security or those of a third-party (i.e. your personal financial advisor) and is made at your own risk. All investments involve a degree of risk, and unless we provide you with individualized recommendation addressed to you, (which is not expected to take place), you acknowledge and agree that you are solely responsible for determining the suitability of an investment or strategy and accept the risks associated with such decisions that may include the risk of complete loss of your principal.

The main objective of these issuers is not to maximize returns to investors and you should invest in issuers whose offerings are posted on the SVX.US platform only if you are prepared not to receive any return on your investment and to lose your investment in its entirety. There are significant risks associated with the offerings posted on the SVX.US platform, including the severe illiquidity (including that there is no market for resale of securities issued through the offerings) and potential volatility of the investment.

All investors should understand the significant risks associated with offerings posted on the private portal including the following:

#### **Transparency**

- exempt securities are not subject to the reporting issuer regime, they provide less information to their investors, and the information provided is not subject to the oversight of the regulators
- it may be difficult for the client to ascertain whether the issuer is actually doing what it says it will do (i.e. whether it is adhering to its investment mandate, risk control process, trading discipline, and compliance processes)

#### **Liquidity Risks**

- most exempt securities are subject to resale restrictions
- there is no secondary market for exempt securities
- the only means for liquidation may be through the issuer and if there is no redemption feature, the client will not be able to liquidate the securities at all
- even exempt securities which offer redemption features often do so on a limited basis and, in most cases, the issuer also has the option to suspend redemptions
- the accuracy and integrity of valuations can give rise to concerns which include:
  - conflicts of interest
  - accuracy of valuations

#### **Investor Rights**

- investors in exempt securities may not be afforded the same legal rights that are available to investors who purchase other kinds of investments
- there are typically no statutory rights for damages including:
  - right of rescission
  - right of withdrawal

- o secondary market civil liability

### **Investment Risk**

- there is increased investment risk with exempt securities for the following reasons:
  - o the risk of smaller businesses including those in the start-up phase pose higher risks
  - o there is a higher risk of fraud due to the lack of transparency
  - o the possibility that the client may lose some or all of the principal invested

### **C. RISKS OF USING BORROWED MONEY TO INVEST**

Using borrowed money to finance the purchase of a security involves greater risk than a purchase using cash resources only. The purchase of securities using borrowed money magnifies the gain or loss on the cash invested. This effect is called leveraging. If you borrow money to purchase a security, your responsibility to repay the loan and any interest as required by the terms of the loan remain constant even if the value of the securities declines.

### **D. RISKS USING CREDIT CARDS TO PAY FOR INVESTMENTS**

The SEC's Office of Investor Education and Advocacy issued an alert to inform investors about the risks in using credit cards to purchase an investment or to fund an investment account.

For some, credit cards can be a convenient way to purchase goods and services. However, investors should understand that most licensed and registered investment firms do not allow their customers to use credit cards to buy investments or to fund an investment account.

Investing using a credit card has several risks:

- **Fraud.** Carefully research the background of any investment professional or firm before handing over your money. Use the free, simple search tool on [Investor.gov](http://Investor.gov) to make sure the firm and professional is licensed.
- **High Interest Rates.** High interest rates may significantly reduce the return you receive on any investment or may even cause you to lose more money than you invested. For example, if your credit card charges a 15% interest rate and your investment provides a 10% return, you will owe more money than you made on your investment if you do not pay off your credit card balance before any interest accrues.
- **Credit Risk.** If you cannot make your credit card's minimum payments, you may incur additional credit card fees and risk damage to your credit score.
- **Transaction Fees.** Credit card companies generally charge a processing fee (often ranging from 1.5% to 3%) for each credit card transaction. If you use a credit card to



buy an investment, you generally must pay this processing fee with each investment purchase which would have a major impact on the investment's return.

#### **E. HOW CLIENT ASSETS ARE PROCESSED AND HELD**

SVX.US does not hold any client assets. Transactions are processed using a third party firm: Goldstar. Goldstar utilizes a trust account and holds the funds in the client's name until approval for the release of funds has been granted from SVX.US. Once the transaction has been approved by SVX.US, the funds, less SVX.US fees, will be released to the issuer. The assets will be held in the client's name with the issuer.

#### **F. COMPENSATION PAID BY ISSUERS TO THE SVX.US**

Campaigns involving SVX.US will have the following fees:

1. Issuer Review and Support Fee: Issuers will be charged a fee to cover review and support costs for their campaign. Fees will be determined based on issuer and offering readiness and the level of development and customization required.
2. Issuer Transaction Fee: SVX.US charges the issuer a success-fee for all funds raised through the platform. The fee will vary, based again on the issuer, offering readiness and level of development, support and customization required. This covers support that SVX.US provides over the course of raising the funds as well as post-investment support.

#### **G. CONFLICTS OF INTEREST**

SVX.US will provide prior written disclosure of a conflict of interest to issuers that are promoted on the SVX.US Platform and to investors in such issuers when there is a reasonable likelihood that the investor would consider the conflict important when entering into a proposed transaction, or where otherwise required by law.

Examples of situations in which a conflict of interest may arise include the following:

- SVX.US has relationships with "related issuers" or "connected issuers";
- SVX.US has relationships with other issuers;
- there are competing interests of issuers that are promoted on the SVX.US platform;
- SVX.US individuals (e.g., Registered Individuals) serve on a board of directors of another entity;
- SVX.US individuals have Outside Business Activities that may be connected to an offering; and
- SVX.US employs certain compensation practices that create incentives to promote certain issuers or securities over other issuers or securities.

To reduce the chance of an investor being exposed to conflicts of interest, the SVX.US and its dealing representatives do not/are not:



1. Buy or sell securities as principal or agent
2. Act as a portfolio manager or investment fund manager
3. Related to or connected to any issuer
4. Comment on the merits or expected returns of an investment
5. Hold client assets
6. Clear or settle any trades
7. Invest itself in any issuer
8. Underwrite any issuer

If, however, a member of either the SVX.US team or the advisory or review team is involved with an issuer as outlined below, then that person is required to inform the Chief Compliance Officer of the SVX.US. A review of the involvement will be conducted and if needed, the person will be recused from the onboarding and approval process of the issuer. Being involved with an issuer may include, but is not limited to:

1. Being a family member, close friend or business associate of the issuer or a member of the issuer
2. Provided legal or financial assistance to the issuer
3. Invested in the issuer
4. Contemplating investing in the issuer

#### **H. INDEPENDENT DISPUTE RESOLUTION SERVICE**

In the rare event that there is a financial dispute between you and the SVX.US that we cannot mutually resolve, or if the Complainant is not satisfied with the resolution, you may use arbitration to resolve the matter. For SVX.US's complaint policy and procedures, please go to Complaints Policy.

#### **I. SUITABILITY**

SVX.US, as a registered U.S. Broker Dealer, is required under securities legislation, as part of the Know Your Client (KYC") rules, to review and advise clients on the suitability of any products being offered for sale. The KYC obligations require SVX.US to make all recommendations based on a careful analysis of both information about the client and information relating to a transaction. SVX.US and its registered individuals must take reasonable steps to ensure that, before they make a recommendation to or accept an instruction from a client to buy a security, the purchase is suitable for the client. The obligation to conduct a suitability assessment generally applies to all clients, regardless of their size or the level of sophistication, unless an exemption is available. Having SVX.US's approval to sell the issuers that are promoted on the SVX.US platform or other securities does not mean that the issuers or other securities will be suitable for all clients; therefore, SVX.US's Registered Individuals must determine the suitability of each transaction for every client.



SVX.US will review the suitability of the securities by reviewing the following information of the client:

- investment needs and objectives;
- financial circumstances (including net worth, income, current investment holdings, and employment status);
- time horizon for their investments; and
- risk tolerance for various types of securities and investment portfolios (taking into account the client's investment knowledge).

The extent of KYC information a registrant needs to determine suitability of a trade will depend on the:

- client's circumstances
- type of security
- client's relationship to the registrant
- registrant's business model

Even if a SVX.US dealing representative has determined that an investor qualifies as an accredited investor, the dealing representative must still assess whether the investment is suitable for the investor.

## **J. CLIENT REPORTING**

The following will be provided to all clients:

- trade confirmations of each investment
- monthly statements in the month that there has been a transaction
- quarterly statements, even where there have been no transactions
- annual statement summarizing, all investment transactions made during the year, detailing the quantity, description of the investment, initial cost, any gain or loss, value at year end and fees paid.

The client reports will be available to all investors via the platform. Each client who has created a transaction will receive an email containing a link taking them to their transaction dashboard with a preset filter to show all transactions for a specific time period.

### **Setting Expectations**

The SVX.US encourages you, as our client, to actively participate in our relationship. You are encouraged to:

- Keep SVX.US up to date about your Know-Your-Client (KYC) information
  - Promptly notify the SVX.US about any change in your information that could result in a change to the types of investments appropriate for you, such as a



change to your income, net worth, investment objectives, risk tolerance, or time horizon.

- Be informed about your investments
  - You should fully understand your investments by asking questions, consulting professionals, and carefully reviewing the literature provided to you.
- Stay informed about your investments
  - Review all account documentation provided to you and to regularly review portfolio holdings and performance. You should also request information from the SVX.US if you have concerns about your accounts, transactions, your relationship with the SVX.US, or your relationship with the Dealing Representatives.