

21 February 2024

The Manager
Market Announcements Office
Australian Securities Exchange
Level 5, 20 Bridge Street
SYDNEY NSW 2000
By electronic lodgement

Acquiring a Business with Retail AFSL

Investor Centre Limited (**ICU** or the **Company**) is pleased to announce it has entered into a Heads of Agreement with Onefocus Consolidated Pty Ltd to acquire its subsidiary Onefocus Private Wealth Pty Ltd, the holder of Retail AFSL 228914. This planned acquisition is part of the planned return of ICU to the retail securities market.

The key assets of Onefocus Private Wealth Pty Ltd are:

- AFS License Number 228914.
- Policies, procedures, templates and financial record.
- Templates and IP relating to running of the AFSL.

AFS License Number 228914 is a retail AFSL which includes Managed Discretionary Accounts and dealing in ASX securities. Full details of the licence are in Annexure B.

The purchase price is \$250,000 with a \$50,000 refundable deposit. This will be paid from funds currently available to the Company. Other key terms are outlined in Annexure A.

Settlement is subject to satisfactory due diligence and the negotiation of suitable documentation to the Board's satisfaction. Settlement is targeted for 29 March 2024.

This announcement has been approved by the Board of Directors.

Yours faithfully



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Greg Starr
Company Secretary
Investor Centre Limited

Annexure A – Key Terms of the acquisition

- Any staff entitlements including long service leave to be paid out by Vendor prior to new owners taking possession
- Balance sheet of Onefocus Private Wealth Pty Ltd to show zero liabilities at the time of settlement
- Balance sheet of Onefocus Private Wealth Pty Ltd to show zero cash balance at the time of settlement
- Purchaser confirms they have done relevant due diligence in terms of understanding the authorisations of the AFSL license
- A separate agreement to be put in place detailing Responsible Manager arrangement post-settlement.
- Vendor will indemnify the purchaser against any breaches that may occur whilst Vendor was in control of the business.

Annexure B – AFS 228914 Licence conditions

1. This licence authorises the licensee to carry on a financial services business to:
- (a) provide financial product advice for the following classes of financial products:
 - (i) deposit and payment products limited to:
 - (A) basic deposit products;
 - (B) deposit products other than basic deposit products;
 - (ii) debentures, stocks or bonds issued or proposed to be issued by a government;
 - (iii) life products including:
 - (A) investment life insurance products as well as any products issued by a Registered Life Insurance Company that are backed by one or more of its statutory funds; and
 - (B) life risk insurance products as well as any products issued by a Registered Life Insurance Company that are backed by one or more of its statutory funds;
 - (iv) interests in managed investment schemes including:
 - (A) investor directed portfolio services;
 - (v) interests in managed investment schemes limited to:
 - (B) MDA services;
 - (vi) retirement savings accounts ("RSA") products (within the meaning of the Retirement Savings Account Act 1997);
 - (vii) securities;
 - (viii) standard margin lending facility; and
 - (ix) superannuation; and
 - (b) deal in a financial product by:
 - (i) issuing, applying for, acquiring, varying or disposing of a financial product in respect of the following classes of financial products:
 - (A) interests in managed investment schemes limited to:
 - (1) MDA services; and
 - (ii) applying for, acquiring, varying or disposing of a financial product on behalf of another person in respect of the following classes of products:
 - (A) deposit and payment products limited to:
 - (1) basic deposit products;
 - (2) deposit products other than basic deposit products;
 - (B) debentures, stocks or bonds issued or proposed to be issued by a government;
 - (C) life products including:
 - (1) investment life insurance products as well as any products issued by a Registered Life Insurance Company that are backed by one or more of its statutory funds; and
 - (2) life risk insurance products as well as any products issued by a Registered Life Insurance Company that are backed by one or more of its statutory funds;
 - (D) interests in managed investment schemes including:
 - (1) investor directed portfolio services;
 - (E) retirement savings accounts ("RSA") products (within the meaning of the Retirement Savings Account Act 1997);
 - (F) securities;
 - (G) standard margin lending facility; and
 - (H) superannuation;
- to retail and wholesale clients.