



PLEASE READ THE BELOW INFORMATION FULLY AND CAREFULLY AS IT CONTAINS IMPORTANT INFORMATION

DriveWealth is an executing broker – Wio Securities is your introducing broker

Please understand that DriveWealth (“DW”) is a third party executing broker. Wio Securities LLC only acts as an introducing broker with respect to your transactions with DW. This means that for trading US equities you will interact directly with DW through our trading application (“Wio Trading App”). You will also have to agree to DW’s customer terms, privacy policy and risk disclosure among other.

Wio Securities LLC offers a non-advised (execution only) order transmission services in shares and fractions of share and therefore we do not offer any advice or provide you with any recommendation regarding appropriateness of any particular instrument. We or DW may however from time to time provide you with factual information about financial instruments, this information is not, and should not be interpreted as, advice, and any decision to submit orders is made solely by you. If you are uncertain as to whether any particular instrument is suitable and/or appropriate for your individual circumstances or needs, you should seek independent professional advice

DW will be subject to certain rules and regulations relating to how it executes your orders. You can find further information on how a third party executing broker will execute your orders in the DW’s agreements and user terms which you will have to accept or sign when you want to open a trading account with DW. You should be aware that a third party executing broker (engaged by DW) may execute your orders outside of a regulated market, multilateral trading facility or organized trading facility, and by accepting this agreement, you expressly consent to the execution of your orders in such circumstances.

Day Trading Risk

You should consider the following points before engaging in a day-trading strategy. For purposes of this notice, a “day-trading strategy” means an overall trading strategy characterized by the regular transmission by a customer of intra-day orders that include purchase and sale transactions in the same security or securities. Day trading can be extremely risky. Day trading generally is not appropriate for someone of limited resources and limited investment or trading experience and low risk tolerance. You should be prepared to lose all of the funds that you use for day trading.

In particular, you should not fund day-trading activities with retirement savings, student loans, second mortgages, emergency funds, funds set aside for purposes such as education or home ownership, or funds required to meet your living expenses.

Order Entry

DW facilitates trading for us and your account, which may include order entry on a whole share, or fractional share based/ notional (US Dollar based) basis (“**Fractional Trading**”).

Fractional Trading allows you to trade and hold fractional share quantities of less than one full share (e.g. 0.45 shares) in your account ("**Fractional Shares**").

Fractional Trading is generally available for those exchange-listed National Market System ("NMS") securities offered via DW; however, securities available for Fractional Trading are subject to change without notice in DW's sole discretion. If a security is no longer eligible for Fractional Trading, then your existing Fractional Shares may be subject to liquidation only, meaning that you cannot accumulate more Fractional Shares in the particular security, but you will be able to divest your Fractional Share interests in that security.

Security positions held in custody in your account are reflected on DW's books and records to eight decimal places. Standard rounding conventions apply to the eighth significant digit.

Order Types

DW supports a number of order types which include: market orders, market-if-touched, limit order and stop limit order. For more information about order types please see:

https://www.sec.gov/oiea/investor-alerts-and-bulletins/ib_ordertypes

DW currently supports market orders, only, for Fractional Trading. Orders placed may have Time-in-Force instructions for DAY or Good-til-Cancelled ("GTC"). *Time-in-force* is a special instruction used when placing a trade to indicate how long an order will remain active before it is executed or expires.

We cannot guarantee, we will be able to support all order types and/or instructions supported by DW.

Orders received in good form by DW will be accepted and routed to regulated broker-dealers for execution. Cancellation of a market order is not guaranteed. If the order has been released for execution you may not be able to cancel your order. Similarly, there is no ability to request that an order be "cancelled and replaced" (meaning, you cannot modify an order once it has been submitted). Instead, you will need to cancel your order outright and then submit a new one.

During periods of heavy trading and/or wide price fluctuations, there may be delays in executing your order and Fractional Trading may not be available. If you place a market order in volatile market conditions, there could be a significant difference between the quote you received prior to or at the time you placed the order and the execution price that you receive.

In the event of a trading halt of a security all trading, including Fractional Trading, will be halted and your order will be held until trading resumes. If you submitted an order with a time-in-force instruction for DAY, and trading does not resume or your order is not able to be executed, then your order will be cancelled (including any Fractional Trading), and you will need to resubmit your order the following trading day. GTC orders will be retained for the next market trading session if not cancelled.

Trade Capacity of DriveWealth

DW may act in an agent, principal, or mixed capacity basis, when executing a trade depending on the nature of the order, and whether your order contains any Fractional Shares.

DW, or one of its third party executing brokers, will execute the whole share component of a trade on an "**Agency Basis.**" When executing on an Agency Basis, DW's third party executing brokers may execute or route your order to a market venue for execution.

DW will execute the Fractional Share component of a trade on a “**Principal Basis.**” When executing on a Principal Basis, DW will execute the fractional component of the order against its principal facilitation account. Any fractional share interest in the whole share not allocated to your account may be allocated to other customers or retained by DW as principal.

DW will execute a trade which includes both a full share and Fractional Share component (e.g. 1.4 shares) on a “**Mixed Capacity**” basis. When executing on a Mixed Capacity basis, the full share component of the order is executed on an Agency Basis and the Fractional Share component of the order is executed on a Principal basis. When executing on a Mixed Capacity basis, the Fractional Share component of the trade will receive the same price as the full share component.

Trade Execution

All trading, including Fractional Trading, is executed by DW on a best-efforts basis only. DW does not guarantee that there will be a market for a particular security and makes no representations or warranties about its ability or willingness to facilitate trading in Fractional Shares, or the execution timing of an order.

All orders, including those for Fractional Trading, are marked “**Not Held,**” which gives DW and/or its agents the time and price discretion to execute the order without being held to the security’s current quote. Each time you submit an order to buy or sell a security, you authorize DW or its agents to “**work the order.**”

For orders that are executed on an Agency Basis, DW regularly reviews such orders for quality of execution. Additionally, DW will endeavor on a best-efforts basis to execute Fractional Shares at the National Best Bid or Offer (“**NBBO**”) at the time of execution. Please note that the price your order is executed at may be higher or lower than the price you are shown at the time you place your order. Fractional Shares may not be eligible for “**Price Improvement.**” Price Improvement occurs when an order is executed at a price more favorable than the NBBO. Price Improvement will operate differently, and in some situations less advantageously, in connection with Fractional Trading from the way it would if you were trading in whole share quantities. Additionally, because in certain situations Price Improvement on the fractional share component of an order will affect the execution price rather than the share quantity of an order, the effect of the improvement on a dollar-value order in those situations will be to increase or decrease the value of the order outside of what was requested.

Orders placed prior to market open may not be executed directly at the open and orders placed close in timing to the close of the market will not be guaranteed to be processed that same day; if your order has not processed and has a time-in-force of DAY or was cancelled, you will need to replace your order the following trading day. DW does not offer after hours trading. DW may wait for the primary exchange to open before commencing trading in a particular security, and the availability of trading and Fractional Trading in a particular security may depend on prevailing market conditions. When trading as principal for its own account, DW may make a profit or incur a loss on each trade. DW may periodically be required to correct or adjust trades that (for a variety of reasons) have been executed in amounts that either exceed or fall short of the amounts requested. These trade corrections and adjustments could arise in connection with either or both of the agency and principal components of the executed orders. Trade corrections and adjustments will be executed by DW in a principal capacity, and when trading as principal for its own account, DW may make a profit or incur a loss.

Shareholder Rights

Fractional Shares may have different rights from full share interests of the same security. You should be aware of the following as it relates to Shareholder Rights:

- **Transfer of Fractional Shares.** Fractional Share positions may not be able to be transferred or certificated. The Automated Customer Account Transfer System does not support Fractional Shares. If you want to transfer your account or specific Fractional Share positions to another broker, and if this feature is made available to you by us, you may be required to sell the Fractional Share position(s) and transfer the cash proceeds.
- **Voting.** DriveWealth utilizes a third-party vendor Say Communications, LLC (“**Say Communications**”) to facilitate the extension of voting rights to Fractional Shares. When you vote your interest in a Fractional Share, and if this feature is made available to you by us, Say Communications will add the fractional position voted by you to the aggregate vote total for all shares of such security reported by Say Communications on behalf of DW to the applicable vote tabulator (“**Tabulator**”) for the meeting or shareholder event. A Tabulator is an independent third-party service provider selected to provide vote tabulation services for an issuer’s shareholder meeting or similar shareholder event. Neither DW nor Say Communications are affiliated with any Tabulators. Each Tabulator may follow differing policies for counting fractional share positions submitted to it for a meeting or shareholder event, and it is therefore possible that a Tabulator may discard fractional positions submitted to it by Say Communications or follow rounding practices, such as rounding down to the nearest whole share, that have the effect of excluding some fractional positions submitted to them from the total number of shares voted. Note that issuers may also not report fractional shares voted at their meeting or shareholder event in the vote totals reported on their current report on Form 8-K or otherwise.

We cannot guarantee, that we will be able facilitate (1) transfer of your account or specific Fractional Share positions to another broker, or (2) voting.

- **Dividends.** If your Fractional Share pays a dividend, the dividend payable to your Fractional Share position must be greater than or equal to \$0.01 in order to be credited to your account. DW does not offer a dividend reinvestment program, and any proportionate dividends received will require you to place an order to invest those funds.
- **Corporate Actions.** Fractional Shares may be eligible to participate in mandatory corporate actions such as stock splits, mergers, or spin-offs. Where available, DW will distribute interests in proportion to ownership interest, inclusive of Fractional Shares. Because of the unpredictable nature of corporate actions, there may be situations that arise that are not described herein. Generally, these situations will be handled in accordance with the concepts applicable to dividends and reorganizations. Interests will be divided and distributed where possible in proportion to your ownership interest. The foregoing notwithstanding, these situations are in all cases subject to the terms contained in the materials prepared by the issuer describing the corporate action, as well as DW’s applicable policies and procedures, which may result in a different outcome from what is described above.
- **Cash-in-Lieu.** If you receive Fractional Shares as the result of a corporate action, DW may, in its sole discretion, sell such Fractional Shares on the open market or to the issuer or transfer agent and distribute the pro-rata proceeds to your account. If sold on the open market, the sale price may differ from that offered to certain registered owners by the issuer or transfer agent.

Undistributable Interests

All Trading and certain items related to Fractional Share ownership including, but not limited to, those stated above in *Shareholder Rights*, may be subject to *Undistributable Interests*.

DW will only support payments that are equal to or greater than \$0.01 per share. Amounts smaller than \$0.01, or other nondivisible amounts, will not be distributed. Instead, it is generally but not always the case, that when the aggregate value to be distributed is less than or equal to \$1.00, it will be retained by DW, and when it exceeds \$1.00, it will be escheated.

Tax Treatment

You agree to treat you as the owner of all Fractional Share interests allocated to your account, to file all tax returns in accordance with such treatment, and to take no action inconsistent with such treatment.

Data collection

Wio Securities (and its affiliates), DriveWealth, its affiliates, vendors, licensors and agents may collect anonymous, statistical data about your trading activity, including information gained through the use of tags and other means. You agree that we may use this data for purposes of improving our services, and for our other business purposes.

Is the trading platform always available?

Whilst we aim to make the Wio Trading App available to you on a continuous basis, we cannot guarantee that the Wio Trading App will be available to you continuously, meaning there may be instances where you cannot submit orders and monitor your positions. We will not be liable to you for any loss or damage which arises from the Wio Trading App being unavailable, save where it is intentionally caused or by our gross negligence or wi. Where the Wio Trading App and/or the DW Platform is unavailable as a result of scheduled or urgent maintenance work, we will try, where practical, to give you advance notice of that unavailability so you can plan around it.

Is my money protected in my trading account with DW?

DW is a member of the Securities Investor Protection Corporation (“SIPC”). This means that if DW would go out of business then your cash and securities held by DW may be protected up to \$500,000, including a \$250,000 limit for cash. When a SIPC member becomes insolvent, SIPC will ask a court to appoint a trustee to supervise the firm's liquidation and to process investors' claims.

SIPC, a US based non-government entity, covers most types of securities, such as stocks, bonds, and mutual funds. But SIPC does **not** protect you against losses caused by a decline in the market value of your securities. And it does **not** provide protection for investment contracts not registered with the SEC.

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Wio Securities LLC is approved by the UAE Securities and Commodities Authority for dealing in securities as a trading broker in the international markets (License No: 20200000072)

