

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Long Income Plan: July 2022 - Option 2

SUITABILITY LETTER INPUT

**IMPORTANT NOTICE**

This document is intended only to be presented to, and used by, FCA authorised persons, including financial advisory firms and wealth managers *(‘Professional Advisers’).*

This document is prepared as an input for Professional Advisers, to offer factual information and wording that may help with the preparation of suitability letters for clients.

In the event of any discrepancy between the information provided in this document and the information in the plan brochure, *‘if / then …’* summary, plan application pack, or other plan documents, the information in the plan documents will take precedence.

This document does not take account of the investment objectives, particular needs or financial situation of any client or potential client of any Professional Adviser to whom this document is distributed.

The headings and layout are examples only and should not be taken as a guide for how a suitability letter should look or what a suitability assessment should include.

This document does not anticipate any other sections of a suitability letter relating to the advice given, including how that advice meets the interests and other characteristics of any client, their personal circumstances and objectives, knowledge and experience, attitude to risk and capacity for loss.

Professional Advisers are responsible for ensuring that their suitability letters are current and appropriate for any client, and comply with all applicable laws and regulations.

Please also see the IMPORTANT NOTICE at the base of this document.

|  |  |
| --- | --- |
|  | As members of Plain English Campaign, we are committed to explaining our products using simple language, avoiding unnecessary jargon and aiming to provide explanations that everyone can understand.  To find out more about Plain English Campaign, please visit [www.plainenglish.co.uk](http://www.plainenglish.co.uk) |

**Contents**

Please note that the headings below contain live links to each section in this document. If you wish to navigate to a particular section, simply click on the relevant heading.

[**Introduction** 3](#_Toc18054660)

[**What is a structured product?** 3](#_Toc18054661)

[**Why we are recommending a structured product** 4](#_Toc18054662)

[**Diversification is key** 4](#_Toc18054663)

[**The details, features and risks of the plan** 5](#_Toc18054664)

[**It is important to understand that investing in the plan is not without risk** 5](#_Toc18054665)

[**The FTSE 100 EWFD** 5](#_Toc18054666)

[**Who is involved in the plan** 6](#_Toc18054667)

[**The importance of understanding the issuer / counterparty risk** 7](#_Toc18054671)

[**Other risks you should be aware of and consider** 7](#_Toc18054672)

[**Financial Services Compensation Scheme *(‘FSCS’)*** 8](#_Toc18054673)

[**Charges** 8](#_Toc18054674)

[**‘*If / then …’* summary** 9](#_Toc18054675)

[**Is this plan suitable for you?** 1](#_Toc18054676)1

[**Prospective investors who should not invest** 1](#_Toc18054677)2

[**Final points to emphasise** 1](#_Toc18054678)2

**Tempo Long Income Plan: July 2022**

**Investment in option 2**

# **Introduction**

The Tempo Long Income Plan is a structured product.

It is designed to offer a potential return and to also repay your investment, depending on the level of the FTSE 100 Equal Weight Fixed Dividend Custom Index *(‘FTSE 100 EWFD’*) and the financial stability of the Issuer and Counterparty Bank.

Tempo Structured Products *(‘Tempo’)* is the Plan Manager. It is responsible for designing and arranging the plan, working with the Issuer and the Counterparty Bank (which is responsible for the investments that the plan is based on), and for promoting the plan.

Your money will be used to buy investments issued by SG Issuer (the *‘Issuer’*), which is part of Société Générale (the *‘Counterparty Bank’*). The investments are securities, which are a type of corporate bond.

So, investing in the plan is effectively like making a loan to Société Générale, which is legally obliged to pay you the stated returns of the plan and to repay your money when the plan matures (in other words, ends), depending on its financial stability and the level of the FTSE 100 EWFD.

**This suitability letter summarises some of the important features and risks of the plan. Please make sure you read this letter and that you understand and agree with what it sets out.**

**Please also make sure that you read the plan brochure** **and *‘if / then …’* summary together with the plan application pack, and consider the other important documents, which include the full details, terms and conditions of the plan.**

We have enclosed a copy of the plan brochure and *‘if / then …’* summary with this suitability letter.

# **What is a structured product?**

There’s no universally recognised definition of what a structured product is, but the following points offer a short explanation and highlight some important details, including:

* structured products are investments that are issued by investment banks, known as issuers or counterparties;
* they are usually designed to run for an investment term of 5 to 10 years;
* they offer investments linked to the stock market (or other types of asset), with the benefit of:
* a defined (and usually reduced) level of stock market risk (including the possibility of completely removing stock market risk with certain types of products);
* defined conditions for generating potential returns (including the possibility of positive returns being generated without the stock market rising and, with certain types of product, even if it falls);
* returns usually being *‘net’* of all charges, meaning that returns are usually calculated on the full amount of money invested, and the money that is repaid when a plan matures will not have any charges taken off first; and
* being *‘defined by contract’*;
* importantly, although structured products can contractually define both the potential risk and return of an investment, the repayment of money invested and any potential returns usually depend on the financial stability of the issuer who stands behind the contract throughout the investment term, known as the counterparty bank. In other words, the issuer and counterparty bank mustn’t *‘go bust’*. The risk of this is known as the *‘issuer / counterparty risk’.*

# **Why we are recommending a structured product**

If investors could design their own investments, it’s probably fair to say that they would be unlikely to design anything that is much like a mutual fund, which generally require investors to accept risks that they are told they cannot avoid when investing in the stock market.

However, many of the features of an investment that investors might design for themselves, if they could, might be similar to the features of a typical structured product. For example:

* less likelihood of losses being experienced as the result of the stock market falling;
* more likelihood of positive returns being generated, even in challenging stock market environments (that is, when stock markets don’t go up, or even when they go down);
* charges that have less of an effect on money invested and any returns generated; and
* an investment provider who is legally and contractually obliged to provide what they promise.

As we have discussed with you, the last decade was one in which many investors enjoyed strong returns on their investments, which were relatively easy to achieve, due to governments around the world supporting their economies with extremely low interest rates, quantitative easing (in other words putting new money into circulation to boost spending and investing), and so on, following the global financial crisis in 2008.

However, it’s probably fair to say that the economic back drop and investment outlook for stock markets have become more challenging, with the Covid-19 crisis clearly not improving the backdrop.

An important point we have been making for some time is that we think investors should be carefully considering the possibility that we could be at a point where we are moving from a decade in which it was relatively easy to make strong returns, to a decade in which it may be harder to make such strong returns. Many fund managers and commentators are referring to the possibility that we may be in a long term, low returns environment … often referred to as *‘lower for longer’*. The Covid-19 crisis and more challenging economic outlook has only added to our views regarding this.

For this and other reasons, we think that now might be a particularly good time for investors to include structured products in their investment portfolios.

The significant and important USPs of structured products includes: i) their ability to generate positive returns without needing the stock market to rise, or even if it falls; ii) a defined level of protection from stock market falls, at the end date; and iii) legally binding contractual obligations on the issuer / counterparty to deliver the stated terms of a product, if they are solvent.

Despite some criticism from certain commentators in the past, granular and comprehensive facts about the performance of maturing UK retail structured products have been emerging over the last decade or more, including thought-provoking comparisons with the performance of active and passive mutual funds.

In addition to recognising the general USPs of structured products, objective analysis of the past performance of maturing products provides clear evidence of the merits of structured products and the proven efficacy of investors including structured products in diversified and balanced portfolios, especially in a challenging and potentially low returns stock market environment.

In fact, we would suggest that it is hard to identify investment funds or products that may be better suited to the current and potential investment environment than certain types of structured products.

# **Diversification is key**

Of course, no investment is perfect, and all investments carry risk. Generally, our basic advice to our clients is that having a diverse portfolio is always key. Or as grandma used to say, *‘Don’t put all of your eggs in one basket’*. This has always been sound advice for investors.

What we mean by this is that as well as diversifying portfolios by investing across different markets and geographical regions (such as the UK, Europe, the US, Asia and so on) and different types of assets (such as equities, bonds, property and so on), we also think that investors should consider diversifying across different types of investment – using mutual funds, both actively managed and passive, along with structured products (including structured deposits) – to create portfolios that are more diversified and balanced.

The simple fact is that there are some things that investors cannot achieve with just mutual funds, things that structured products can be designed to achieve, including the ability to generate positive returns without needing the stock market to rise. In fact, many of the structured products seen today are designed to generate positive returns in flat or even moderately falling stock markets.

We think this makes good sense, and that now is a good time for investors to be including structured products in their portfolios.

# **The details, features and risks of the plan**

The plan offers two options, both of which provide the potential for income without needing the UK stock market, represented by the FTSE 100 EWFD, to rise.

Option 2 will generate a fixed income payment of 7.45% per year / 1.8625% per quarter, that is paid if the FTSE 100 EWFD closes at or above 80% of the start level on one of the quarterly income dates or on the end date.

The plan includes a memory feature, meaning that if a quarterly income payment is missed, because the FTSE 100 EWFD closes below 80% of the start level on a quarterly income date, the plan will remember any missed payments and provide the potential for any missed payments to be generated on a future quarterly income date.

Although the plan has a maximum investment term of 10 years, it has been designed with an early maturity feature which means that if the FTSE 100 EWFD closes at or above 110% of the start level on any quarterly income date from the end of the 3rd year, the plan will automatically mature at this point. You will receive the income payment for that quarter, together with any missed income payments and the money invested.

Both plan options have the same defined level of protection from stock market risk if the plan does not mature early. This means the FTSE 100 EWFD can fall by up to 40% from the start level without causing any of your original investment to be lost on the end date.

# **It is important to understand that investing in the plan is not without risk**

**All investments carry risk. It is identifying those risks, understanding how they may affect an investment and assessing whether an investment is suitable for your circumstances that is important for you.**

**The potential income payments, and repayment of the money invested, depend on the level of the FTSE 100 EWFD and the financial stability of the Issuer and Counterparty Bank.**

If the FTSE 100 EWFD closes below the level needed for option 2 on all of the quarterly income anniversary dates and at the end date, the plan will not generate any income payments.

You may get back less than you invest if the plan does not mature early during the investment term and the FTSE 100 EWFD closes more than 40% below the start level on the end date.

If the FTSE 100 EWFD is below 60% of the start level, the initial investment will be reduced on a 1% for 1% basis in line with the performance of the FTSE 100 EWFD and you will get back less than you invested. For example, if the FTSE 100 EWFD is at 20% of the start level, you will get back 20% of your investment.

**Please see page 8 of the plan brochure for details of the risks to the potential income payments and the repayment of your investment at the end date.**

The plan also depends on the financial stability of the Issuer and Counterparty Bank. Both the potential income payments and the money invested in the plan are at risk if the Issuer and Counterparty Bank fail during the investment term.

**You can find a full explanation of the risks of the plan, including the risk that the Issuer and Counterparty Bank fail to meet their obligations and what is meant by *‘financial stability’*, on pages 16 to 18 of the plan brochure.**

# **The FTSE 100 EWFD**

The potential kick-out returns of the plan, and repayment of the money invested, are linked to the level of the UK stock market, represented by the FTSE 100 Equal Weight Fixed Dividend Custom Index *(‘FTSE 100 EWFD’)*.

The FTSE 100 EWFD is developed, calculated and published by FTSE Russell. It measures the performance of the same 100 largest companies on the London Stock Exchange *(‘LSE’)* which make up the FTSE 100. However, as its name suggests, the FTSE 100 EWFD is different to the FTSE 100 in two important ways:

1. The *‘EW’*: First, the 100 shares in the FTSE 100 EWFD are all *‘equally weighted’*, at 1%, by FTSE Russell, instead of being weighted according to their market capitalisation (which means how big or small each company is, based on the value of its shares).
2. The *‘FD’*: Second, the FTSE 100 EWFD is based on a total return index. This means that all of the dividends paid by the companies are included in the FTSE 100 EWFD. However, a *‘fixed dividend’* of 50 points per year is deducted when FTSE Russell work out the FTSE 100 EWFD level.

The FTSE 100 EWFD was developed by FTSE Russell, in collaboration with Société Générale, with the aim of improving structured product terms for investors. Improved terms can include: lower end of term barrier levels; lower conditions for generating positive returns; and higher potential returns.

Neither equally weighted nor market capitalisation weighted indexes are better or worse than the other. Each offers a different approach and has different merits: risks and returns will be different for each and will depend on the future stock market environment and the performance of the companies in each index.

While the fixed dividend approach may improve the terms of structured products, it can affect the level of the FTSE 100 EWFD negatively, when the fixed dividend of 50 points is more than the average level of dividends paid by the companies in the FTSE 100 EWFD. The impact may be significant during certain conditions for the stock market, such as at times when: the FTSE 100 EWFD is below its starting level of 1,000 points; the UK stock market moves sideways or falls; companies in the FTSE 100 EWFD reduce the level of dividends which they pay, particularly if such conditions are significant, for even a short time, or persist for a long time.

As at 29 Apr 2022, the level of the FTSE 100 EWFD was 957.26 points. So, the 50 points fixed dividend was equivalent to 5.22%. As at the same date, the dividend yield of the FTSE 100, on an equally weighted basis, was 3.12% per year. At this level for the FTSE 100 EWFD and this yield level for the equally weighted FTSE 100, the fixed dividend reduces the level of the FTSE 100 EWFD by 2.10% per year, compared to the FTSE 100 on an equally weighted basis (source: Thomson Reuters)

**It is important that you understand that the FTSE 100 EWFD will perform differently to the FTSE 100, due to the equal weighting and fixed dividend approach. This means that the returns from the plan might be higher or lower than the returns from a similar product linked to the FTSE 100.**

**It is important that you carefully consider the current level of the FTSE 100 EWFD, the level of its fixed dividend and the outlook for its future level.** **You can find information about this and** **a full explanation of the FTSE 100 EWFD, including what is meant by *‘equal weight’* *and ‘fixed dividend’*, on pages 9, 10 and 11 of the plan brochure.**

**Importantly, as we have discussed, this plan is designed for investors who have a positive view of the future level of the FTSE 100 EWFD, over the medium to long term.**

You can readily find the FTSE 100 EWFD at any point, to see its daily level (and to compare performance with the FTSE 100) through the FT.com:

FT.com: <https://markets.ft.com/data/indices/tearsheet/summary?s=GPSOC002:FSI>

(if you want to use the *'comparison'* button, add the FTSE 100 and the FTSE 350 to the chart - as you need to add two indexes) and select different time periods, such as 6 months, 1 year, 3 years, etc.)

FT.com give indexes a *‘symbol’*. The FTSE 100 EWFD symbol is: GPSOC002:FSI. If opening the FT.com page, you can use this symbol in to find the FTSE 100 EWFD (and add it to any chart - as explained above, 2 indexes need to be added).

In addition, the Tempo website (which is designed for professional advisers) carries a *'ticker'*at the top of every page, displaying the daily level of both the FTSE 100 EWFD and the FTSE 100, and the FT.com link:

Tempo website: <https://tempo-sp.com>

# **Who is involved in the plan**

## **Plan Manager**

Tempo Structured Products *(‘Tempo’)* is the Plan Manager.

Tempo is responsible for designing and arranging the plan, working with the Issuer and Counterparty Bank (which is responsible for the investments that the plan is based on), and promoting the plan.

Tempo also arranges the plan administration and supports the Professional Advisers who use the plan with their clients.

## **Plan Administrator**

James Brearley & Sons Limited *(‘James Brearley’)* is the Plan Administrator.

It is responsible for providing administration and custodian services for the plan.

When you invest in the plan you become a client of James Brearley. This means that it has a number of responsibilities, including processing applications during the offer period, acting as your agent in buying the plan securities on the start date, processing any payments due during the investment term and at maturity, safekeeping the investments and any cash held within the plan, communicating with you during the term (for example, providing statements and valuations) and providing general administration support to you and your Professional Adviser throughout the life of the plan.

## **The Issuer and Counterparty Bank**

SG Issuer is responsible for issuing the investments that make up the plan.

SG Issuer is part of Société Générale, the Counterparty Bank for the plan.

Société Générale is ultimately responsible for, and if necessary will meet, the payment obligations (including paying the potential returns of the plan and repaying the money invested) of SG Issuer.

These investments are known as *‘securities’*, which are a type of corporate bond, meaning that an investment in the plan is effectively like making a loan to Société Générale, which it is legally obliged to repay when the plan matures (together with any return due).

Société Générale is a leading French bank. It operates across three core business areas: retail banking, international retail banking and corporate and investment banking. Its total assets exceed $1.8 trillion, it has approximately 133,000 employees and more than 30 million customers (source: Thomson Reuters and FT Banker Database, 29 Apr 2022).

You can find out more about Société Générale by visiting its website: [www.societegenerale.com](http://www.societegenerale.com)

The plan is not endorsed, sponsored or otherwise promoted by SG Issuer or Société Générale. Their only role in the plan is to issue the investments that make up the plan.

# **The importance of understanding the issuer / counterparty risk**

As previously explained, the money invested in a structured product, and any potential returns, usually depend on the financial stability of the issuer and counterparty bank throughout the investment term. In other words, the issuer and counterparty bank mustn’t *‘go bust’*. The risk of this happening is known as the *‘issuer / counterparty risk’.*

The Financial Times Banker Database monitors approximately 5,000 banks around the world. Every year, the Financial Stability Board, based in Basel, Switzerland, categorises 30 of these as Global Systemically Important Banks *(‘G-SIBs’).* As the name suggests, G-SIBs are the more important (and usually bigger and stronger) banking groups in the world. As a result, they are regulated to meet higher supervisory expectations, including for risk management, internal controls, and financial strength. This includes needing to have something known as higher *‘Tier 1 capital ratios’* (which is a measure of how much *‘good capital’* an institution has compared to its total assets and risks).

No bank is too big to fail. And in 2008, the collapse of Lehman Brothers highlighted that major banks can fail.

Tempo has developed *‘scorecards’*, known as *‘TICS’* (the Tempo Issuer and Counterparty Scorecards, which help professional advisers analyse, assess and compare prospective issuers and counterparties, based upon multiple factors, which supports detailed and more objective analysis and comparison of financial strength and issuer / counterparty risk.

As a G-SIB, Société Générale is identified by the Financial Stability Board as one of the biggest and strongest banks in the world, and so has to meet the higher expectations of G-SIBs.

Our research of Société Générale includes consideration of its credit ratings and other factors, such as its balance sheet, share price and other indicators, as well as its categorisation of being systemically important.

You can find information about credit ratings, and details of Société Générale’s current ratings, on page 17 of the plan brochure.

# **Other risks you should be aware of and consider**

As well as the main risks explained on page 16 of the plan brochure, you should also be aware of and consider other risks. These include the following, which are explained on page 18 of the plan brochure:

**Risks related to the stock market**

As explained earlier, the plan will not generate any income payments if the FTSE 100 EWFD closes below the level needed for option 2 on all of the quarterly income dates and on the end date.

The potential income payments are fixed. It is possible that the FTSE 100 EWFD will increase in value more than the level of income offered by option 2.

If early maturity happens on one of the quarterly income dates from the end of the 3rd year, the plan will mature automatically at this point. It will not be possible for you to remain invested in the plan.

The FTSE 100 EWFD is not the same as the FTSE 100. The performance of the FTSE 100 EWFD will be different to the performance of the FTSE 100. There is a risk that the FTSE 100 EWFD does not perform as well as the FTSE100.

**Exceptional circumstances**

In exceptional circumstances, Société Générale may change the terms of the plan.

Exceptional circumstances might include (but are not limited to): the way the FTSE 100 EWFD is calculated, whether it is changed, delayed, disrupted or discontinued; if there are regulatory or taxation changes which increase the costs of Société Générale meeting its obligations; disruption within financial markets which affects Société Générale’s normal activities. There is a risk that this may delay or reduce the value of the plan and any payment to you. These risks are explained in more detail in the other important documents which we recommend you consider before deciding to invest in the plan. Please see page 20 of the plan brochure for details of these documents.

**Cancellation instructions**

If you decide to cancel your application, once the Plan Administrator receives your cancellation notice, they will cancel your application for the plan. However, costs will have been incurred by the Plan Manager and Plan Administrator in designing and arranging the plan, including arranging the investments that make up the plan.

If you decide to cancel your application and your cancellation notice is received before the start date, these costs may reduce the amount of money which will be repaid to you.

If your cancellation notice is received after the start date, you will receive the market value of the plan on the date that the Plan Administrator completes your cancellation instruction. This may be less than you invested if the value of the plan has fallen.

In either scenario, if you decide to cancel your application to invest in the plan you may receive less than you invested.

**Partial withdrawals or cashing in the plan during the investment term**

It is possible to make partial withdrawals (with a minimum of £1,000) or cash in the plan during the investment term.

However, if you want to make a partial withdrawal or cash in your investment in the plan before the end date, you may get back less than you invested, as repaying the money invested, as described in the plan brochure, only applies on the quarterly income dates from the end of the 3rd year and on the end date. The value of your plan during the investment term depends on a number of factors, including the level of the FTSE 100 EWFD and interest rates.

While making withdrawals from the plan, or cashing it in, is possible during the investment term, this is not guaranteed. Exceptional circumstances may prevent it being possible. These circumstances include, but are not limited to, significant events related to the stock market, or if the Plan Administrator cannot arrange the withdrawal or cashing in with Société Générale.

For these reasons, while access to money invested in the plan is expected to be possible during the investment term and may not necessarily result in a loss, you should be prepared and able to stay invested in the plan until the end date.

**Tax**

Tax law could change during the investment term of the plan. As a result, the tax treatment of any investment in the plan could also change at any time.

**Inflation**

Inflation may reduce the value of any money invested in the plan and any returns paid to you in the future.

# **Financial Services Compensation Scheme *(‘FSCS’)***

As the plan is a structured product (rather than a structured deposit), investors cannot usually claim compensation under the FSCS for losses arising only as a result of the Counterparty Bank failing to meet its obligations, or the UK stock market, represented by the FTSE 100 EWFD, falling.

However, some investors, who are eligible claimants, may be protected by the FSCS in certain instances, such as if an investment was missold (that is, if the plan was sold on the basis of misleading information about the investment or the advice provided was inappropriate) or losses were caused by the failure of the plan administrator.

# **Charges**

There are various costs involved in arranging the plan, including providing for ongoing administration and custody costs.

As Plan Manager, Tempo expects its total charges for the life of the plan to be approximately 2.5%. The exact amount can be affected by various factors during the offer period. Tempo uses this single charge to pay the Plan Administrator and meet its various costs in arranging the plan.

Tempo takes all of the charges of the plan on the start date, from the amount that you invest. However, all the charges are already accounted for within the terms of the plan. This means that none of the charges reduce the returns described in the plan brochure.

The Issuer will also usually include a charge when arranging the investments that it issues for the plan. As with Tempo’s plan charges, any Issuer charges are also already accounted for within the terms of the plan, so none of the charges reduce the returns described in the plan brochure.

As a Plan Manager committed to transparency and simplicity, Tempo has removed plan and administration charges that can often be found in similar types of structured products, such as charges for partial withdrawals, cashing the plan in, or transfers during the investment term.

While Tempo’s charges are included in the terms of the plan, meaning that none of the charges reduce the returns described in the plan brochure, it takes the charges that are built into the plan on the start date and this will affect the value of the plan during the investment term, particularly during the early part of the term following the start date.

# ***‘If / then …’* summary**

Structured products are investments that are linked to the stock market. Unlike most other types of investment, the levels of risk and the conditions for positive returns to be generated are *'defined by contract'*, meaning they are legal obligations for the issuer.

The following *‘if / then …’* table provides a short summary of the plan and the key conditions, events and potential outcomes:

|  |  |  |  |
| --- | --- | --- | --- |
| ***‘If / then…’* summary** | | | |
| **If …** | on quarterly dates from the start of the investment term to the tenth anniversary, the FTSE 100 EWFD closes at or above 80% of the start level... | **then …** | You will receive the 1.8625% income payment for that quarter and any missed income payments from previous quarters. |
| **And if …** | on quarterly dates form the third to the tenth anniversary, the FTSE 100 EWFD closes at or above 110% of the start level... | **then …** | you will receive the 1.8625% income payment for that quarter, any missed income payments from previous quarters and your original investment will also be repaid. The plan will then mature early and close. |
| **If not …** | if, at the end of the investment term, the FTSE 100 EWFD closes below 80% of the start level, but at or above 60% of the start level ... | **then …** | you will receive no income payment for that quarter, but your original investment will be repaid. |
| **If not …** | if, at the end of the investment term, the FTSE 100 EWFD closes below 60% of the start level ... | **then …** | the amount of your investment that is repaid will be reduced by 1% for every 1% that the FTSE 100 EWFD is below the start level |
| **And if …** | the Issuer and Counterparty Bank fail and cannot meet their obligations (for example, making payments due to investors) ... | **then …** | you will probably receive back less than you invested. Both the potential returns of the plan and the repayment of your investment depend on the financial stability of Société Générale. |

# **Is this plan suitable for you?**

Generally, the plan is designed for investors who:

* are comfortable with investment products that are linked to the UK stock market, represented by the FTSE 100 Equal Weight Fixed Dividend Custom Index *(‘FTSE 100 EWFD’)* and understand the important differences between the FTSE 100 EWFD and the FTSE 100;
* Have carefully considered the current level of the FTSE 100 EWFD, the level of its fixed dividend and the outlook for its future level and understand that this plan is designed for investors who have a positive view of the future level of the FTSE 100 EWFD, over the medium to long term;
* want to increase the likelihood of receiving a fixed income, by investing in a product that does not need the FTSE 100 EWFD to rise – but understand that if it falls below the level needed, no income will be generated;
* want to decrease the likelihood of losing money if the FTSE 100 EWFD falls, but understand that if it is below the defined level of protection on the end date, it will reduce the amount of any money repaid;
* understand that the returns of the plan and repayment of the money invested depend on the financial stability of the Issuer and Counterparty Bank during the investment term – and accept the potential risk of loss if it fails;
* want the potential for a higher level of return than might be achieved from bank or building society savings accounts;
* are prepared and able to leave any money invested for up to 10 years, if the level of the FTSE 100 EWFD means that the plan does not mature early on one of the quarterly income dates from the end of the 3rd year – and understand that cashing in the plan before the end date may result in a loss;
* are likely to have investment experience and already hold a portfolio of different investment products and understand that any investment should be part of a diversified and balanced portfolio; and
* take advice from a Professional Adviser, who is part of an authorised and regulated investment firm and assesses the suitability of the plan for investors’ personal circumstances.

Below are more specific details of the types of investor that the plan is designed to be suitable (or unsuitable) for, which Tempo asks professional advisers to consider:

**Knowledge and experience**

Investors in the plan are expected to:

* have experience of investing and holding a portfolio of investment products and understand that any investment should be part of a diversified and balanced portfolio;
* have some knowledge of the stock market;
* understand the product features explained in the brochure, including:
* the main reasoning behind the product, including how the product can be expected to perform in different scenarios, such as those explained in the brochure;
* how changes in the level of the FTSE 100 EWFD may affect the product;
* the issuer / counterparty and market risks explained in the brochure;
* the potential risk and reward of the product compared with alternative investments, such as term deposits and investment funds; and
* be experienced in taking stock market and counterparty risk, as part of a diversified and balanced portfolio, but be interested in some protection, to a defined level, if the stock market falls market / FTSE 100 EWFD

A lack of knowledge and experience may not prevent the plan from being suitable for an investor, if this can be justified by advice from and a suitability assessment carried out by an authorised and regulated investment firm, such as us.

**Financial situation and ability to bear losses**

Investors are expected to be able to tie up their money for up to 10 years and be able to cope with losing all of their investment in the plan through it being part of a diversified and balanced portfolio.

**Risk tolerance**

Investors in the plan are expected to be financially able and willing to put the amount invested at risk, as part of a diversified and balanced portfolio.

**Investment objectives and need**

Investors in the plan are expected to be looking for potential income, and be prepared to accept risk (including issuer / counterparty risk and market risk) as part of a diversified and balanced portfolio, in return for:

* the potential for a higher level of return than might be achieved from bank or building society savings accounts;
* an increased likelihood of receiving a fixed level of return, which may be more or less than the return from investing directly in the stock market; and
* a decreased likelihood of capital loss compared with investing directly in the stock market.

# **Prospective investors who should not invest**

You should not invest in the plan if you:

* expect the stock market / FTSE 100 EWFD to fall moderately or significantly over the next 10 years; or
* want to invest in order to receive growth; or
* do not want the potential returns to be fixed; or
* may need access to your money within 10 years; or
* want any return on a specific date in the future; or
* are not willing or able to accept the products’ risks, including the risk of the Issuer and Counterparty Bank failing to meet their obligations; or
* can’t afford to lose all of the money invested; or
* do not understand the product; or
* are not investing as part of a diversified and balanced portfolio.

# **Final points to emphasise**

As with all forms of investment, there are risks involved with investing in this plan.

This plan does not guarantee to repay the money invested.

The potential returns of the plan and repayment of the money invested in it are linked to the level of the FTSE 100 EWFD and also depend on the financial stability of the Issuer and Counterparty Bank.

It is important that you carefully consider the current level of the FTSE 100 EWFD, the level of its fixed dividend and the outlook for its future level.

Importantly, as we have discussed, this plan is designed for investors who have a positive view of the future level of the FTSE 100 EWFD, over the medium to long term.

We have also discussed and drawn your attention to other risks and terms and conditions relevant to investing in the plan.

As an investor in the plan you must understand and accept the risk of losing some or all of any money invested.

The plan is designed to be invested in as part of a diversified and balanced portfolio.

Should you have any questions regarding the plan or if you feel you do not understand anything about it, please let us know.

**IMPORTANT NOTICE**

This document is intended only to be presented to, and used by, FCA authorised persons, including financial advisory firms and wealth managers *(‘Professional Advisers’).*

This document is prepared as an input for Professional Advisers, to offer wording that may help with the preparation of suitability letters for clients.

Professional Advisers are responsible for ensuring that their suitability letters comply with all applicable laws and regulations.

No legal, regulatory, investment, tax recommendation or advice of any type and no suggestion of suitability of any investment for any prospective investor is given or implied in this document. The information in this document does not take account of the investment objectives, particular needs or financial situation of any client or potential client of any Professional Adviser to whom this document is distributed.

There are risks associated with an investment in any structured product.

This document is for information only and is not intended as an offer, or recommendation or solicitation of an offer to buy or sell any investment, security, financial instrument or other specific product, to conclude a transaction, or to provide any investment service or investment advice, or to provide any research, investment research or investment recommendation, in any jurisdiction.

By accepting this document you will be taken to have represented, warranted and undertaken that: i) you are a Professional Adviser (as referred to above); ii) you have read, agree to and will comply with the contents of this notice; iii) you will conduct your own analysis or other verification of the data set out in this document and will bear the responsibility for all or any costs incurred in doing so; and iv) you are not accessing and accepting this document from any jurisdiction other than the United Kingdom, in compliance with all laws and regulations applicable to such access and acceptance.

This document and all information herein are provided *‘as is’, ‘as available’* and no representation or warranty of any kind, express, implied or statutory, is made regarding any statement or information herein or in conjunction with this document. Any opinions, market prices, estimates, forward looking statements, hypothetical statements, forecast returns or other opinions leading to financial conclusions herein reflect subjective judgment as of the date of this document. Any forward-looking information has been prepared on a number of assumptions which may prove to be incorrect and, accordingly, actual results may vary. Past performance is no guarantee of future results; nothing herein shall constitute any representation, warranty or prediction as to future performance of any issuer or product.

Considerable care has been taken to ensure the information in this document is accurate, however no representation or warranty is given as to the accuracy or completeness of any information and no reliance may be placed for any purpose whatsoever on the information or opinions contained in this document or on its completeness and no liability whatsoever is accepted for any loss howsoever arising from any use of this document or its contents otherwise in connection therewith.

All information is believed to be correct as of 18 May 2022.

Ó 2022. Tempo Structured Products. All rights reserved.