



**The content of this document has not been approved by an authorised person within the meaning of the Financial Services and Markets Act 2000. Reliance on this promotion for the purpose of engaging in any investment activity may expose an individual to a significant risk of losing all of the property or other assets invested.**

**THIS INFORMATION MEMORANDUM IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.** If you are in any doubt about the action you should take, you should immediately consult your stockbroker, bank manager, or independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (**FSMA**) if you are in the United Kingdom or, if not, another appropriate authorised independent financial adviser. The whole of this document should be read, but your attention is in particular drawn to this page and to the Important Notice at the beginning of this Information Memorandum.

### **WET HOLDINGS (GLOBAL) LIMITED**

(Incorporated and registered in England and Wales with registered number 08860261)

Proposed Placing of up to **176,678** Ordinary Shares of nominal value £0.0001 each at an issue price of **£14.15** per share

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This Information Memorandum is being issued by WET (Water Enhanced Technologies) Holdings, (Global) Ltd (the **Company**) to a limited number of potential investors in connection with the possible issue of up to **176,678** Ordinary Shares of nominal value £0.0001 each in the capital of WET Holdings, (Global) Limited for cash at an issue price of **£14.15** per share. This Information Memorandum should not be distributed, published, or reproduced, in whole or in part, nor should its contents be disclosed by recipients to any other person other than their own professional advisers.

This document is exempt from the general restriction (in section 21 FSMA) on the communication of invitations or inducements to engage in investment activity on the ground that it is made to persons having professional experience in matters relating to investments (**Investment Professionals**) as described in Article 19 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the **FP Order**) or who fit the following descriptions as defined in Articles 48, 49, 50 and 50A of the FP Order respectively: (1) certified high net worth individuals; (2) certified sophisticated investors; or (3) self-certified sophisticated investors; or (4) to any other person to whom it may be lawfully communicated (together, **Relevant Persons**).

Persons who are not Investment Professionals or Relevant Persons should neither rely nor act upon the contents of this document. The investment activity described in this document is available only to Investment Professionals and to Relevant Persons. Reliance on this communication for the purpose of engaging in any investment activity may expose the individual to a significant risk of losing all of the property invested.



### IMPORTANT NOTICE

The information in this Information Memorandum, which does not purport to be comprehensive, has been produced by the Company and has not been independently verified. While the information in this Information Memorandum has been prepared in good faith, no representation or warranty, express or implied, is or will be made and no responsibility or liability is or will be accepted by the Company or by any of its respective officers, employees or agents in relation to the accuracy or completeness of this Information Memorandum or any other written or oral information made available to any interested party or their advisers and any such liability is expressly disclaimed.

Prospective investors must rely on their own examination of the legal, taxation, financial and other consequences of an investment in the Company, including the merits of investing and the risks involved. Prospective investors should not treat the contents of this Information Memorandum as advice relating to legal, taxation or investment matters and are advised to consult their own professional advisers concerning the acquisition, holding or disposal of shares in the Company.

This Information Memorandum has not been prepared for distribution to persons outside the United Kingdom. Any recipient of this Information Memorandum in any jurisdiction outside the United Kingdom should inform themselves about and observe any applicable legal requirements. This Information Memorandum does not constitute an offer to sell or an invitation to purchase securities in the Company in any jurisdiction.

**The financial and business projections and or illustrations used herein are based on the Director's best estimate of the implications of the Company's plans set out in this Information Memorandum.**

WET HOLDINGS (GLOBAL) LIMITED



**WET HOLDINGS (GLOBAL) LIMITED**

(incorporated and registered in England and Wales with registered number [Company number])

**Director** Michael Adams

**Registered Office** Technology Centre, 3 Welton Road,  
Wedgnoek Industrial Estate, Warwick, CV34 5PZ  
United Kingdom

**Company number** 08860261

**Tax Advisors  
and  
Accountants** AZETS, Ty Drew, Lime Tree Court, Cardiff Gate Business  
Park, Pontprennau, Cardiff. CF23 8AB.

**Legal Advisors** Archer, Evrard & Sigurdsson LLP, Forfar house, 97  
Balham Park Road, London. SW12 8EB



### **Principal terms and conditions of the Fundraising**

It is intended that the Company will issue up to **176,678** new Shares for cash at **£14.15** per share to raise a total of **£2.5 million** (prior to expenses) to fund business expansion.

No minimum is being set for the investment and all valid individual applications will be accepted from acceptance by the Company. The Company may keep the fundraising open until end of November 30<sup>th</sup>, 2023, although it is hoped and expected to be able to close it before that time.

### **Action to be taken**

**The procedure for subscription for Shares under the Fundraising is set out in Appendix 1 to this document. Completed Subscription Letters and subscription monies (in immediately transferable funds) are sought as soon as possible and in any event must be received by the Company from Investors by no later than 5 pm on November 30<sup>th</sup>, 2023 (the Closing Date).**

**Tax Implications:**

The Company expects an investment in Shares to qualify for Enterprise Investment Scheme (EIS) tax relief and has obtained advance assurance as to qualification from HM Revenue & Customs. EIS offers the potential to significantly enhance returns for qualifying investors.

**EIS criteria:**

Trading commercially (From its first commercial sale) for less than 7 years

Fewer than 250 full-time equivalent employees

Under EIS, you can raise up to £5m each year and up to £12m in your company's lifetime.

*Please note, this is just a high-level comparison between EIS and KIC (Knowledge Intensive Company) criteria. [Read here for EIS eligibility.](#)*

**KIC criteria:**

Less than 10 years since your first commercial sale or annual turnover exceeding £200,000

Fewer than 500 full-time equivalent employees

As a KIC under EIS, you can raise up to £10m each year and £20m in your company's lifetime.

Individual investors can also invest and claim tax relief on up to £2m each year, if at least £1m is invested in KICs (Knowledge Intensive Company) (Knowledge Intensive Company).

The principal tax benefits of EIS relief are:

- income tax relief at up to 30% on EIS investments of up to £1,000,000 per person for any tax year;
- WET is an EIS KIC (Knowledge Intensive Company) qualifying with income tax relief at up to 30% on KIC investments of up to £2,000,000 per person for any tax year;
- exemption from capital gains tax (at a rate of up to 28%) on gains realised on disposals of shares issued on or after 31<sup>st</sup> December 2026. A gain on a disposal of shares on which EIS income tax relief has been claimed may be exempt if the disposal is made on or after the third anniversary of the date on which the shares were issued;
- 100% inheritance tax relief on shares that have been owned for at least two years; and
- tax relief for an investment which is realised at a loss can be set against income tax or capital gains tax liabilities.

Any individual investor with UK (United Kingdom) income tax liability, whether or not resident in the UK, may be able to benefit from EIS tax relief.



## **Additional Information**

### **1. Information on the Company**

#### *General*

The Company was incorporated on 24<sup>th</sup> January 2014 under the Companies Act 2006 with registered number 08860261

The Articles of Association of the Company contain inter alia the provisions summarised below (and capitalised terms used in this summary shall have the same meanings as in the Company's Articles of Association):

(i) Dividends

The holders of the Company's Shares are, subject to relevant statutory provisions, entitled *Pari passu* amongst themselves, to share in the profits of the Company available for distribution and resolved to be distributed according to the number of Ordinary Shares held by them provided that no dividend shall be declared in excess of the amount recommended by the Directors. Interim dividends may be paid if profits are available for distribution and if the Directors so resolve. No dividends payable in respect of an Ordinary Share shall bear interest.

(ii) Return of Capital

On a winding up of the Company, the balance of assets available for distribution shall, subject to any sanction required by statute, be divided among the members in proportion to the number of Ordinary Shares held in the Company.

(iii) Voting

On a show of hands at any meeting every holder of a Share who is present in person shall have one vote and on a poll every such holder who is present in person or by proxy shall have one vote for each Share held by him.

(iv) Transfer

All transfers of Shares must be effected by written instrument in any usual form or in any other form acceptable to the Directors and must be executed by or on behalf of the transferor. The transferee is deemed to remain the holder of the Shares concerned until the name of the transferee is entered in the Company's register of members in respect of them. The Directors have discretion to refuse to register a transfer of any Share which is not fully paid without giving a reason.

Note: Whilst the above summary highlights certain provisions of the Articles of Association, Investors will be governed by the full provisions thereof and a copy of the Articles of Association will be sent to any prospective Investor requiring a copy.

#### *Responsibility*

The Director accepts responsibility for the information contained in this document. To the best of their knowledge (having taken reasonable care to ensure that such is the case) the information contained in this document, and for which they have accepted responsibility, is in



accordance with the facts and does not omit anything likely to affect the import of such information.

*Terms and conditions of the Investment and procedure for subscription under the Fundraising*

In order to provide working capital and funds for the purposes business expansion of the required **£2.5 million** it is proposed to issue up to **176,678** new Shares at an issue price of **£14.15** per share.

Prospective Investors must complete the subscription letter in the form set out in Schedule 1 to Part 2 of Appendix 1 to this Information Memorandum and for the purpose of that letter, the 'Investor' is the person for whose account the new Shares are being subscribed. No amendments to the subscription letter will be accepted, save only that another person with investment authority may execute the subscription letter on behalf of an Investor, but must in such circumstances indicate the capacity in which he/she is doing so and must identify the name and address for registration of the Investor.

This Information Memorandum is exempt from the general restriction (in section 21 FSMA) on the communication of invitations or inducements to engage in investment activity on the ground that it is made only to persons who fit the following descriptions as defined in Articles 48, 50 and 50A of the FP Order respectively: (1) certified high net worth individuals; (2) certified sophisticated investors; or (3) self-certified sophisticated investors; or to any other person to whom it may be lawfully communicated.

**Completed subscription letters should be received by the Company by no later than 5pm on 30<sup>th</sup> November together with payment in full of the subscription monies (in immediately transferable funds) although those interested in investing are asked to please send their completed application forms and subscription monies as soon as possible notwithstanding this end date. All valid applications accepted by the Company will be effective from that time; there is no minimum level being attached to the fundraising envisaged by this document. Arrangements for payment by CHAPS can be made by contacting the Company by email on [vito.giannotto@wet-global.com](mailto:vito.giannotto@wet-global.com)**

*General*

**EIS Relief**

AZETS, Ty Drew, Lime Tree Court, Cardiff Gate Business Park, Pontprennau, Cardiff. CF23 8AB.on behalf of the Company has obtained HMRC confirmation that they may authorise the Company to issue EIS certificates to eligible investors. It is anticipated that relevant Investors will, subject to their own taxation circumstances, be able to obtain certain tax benefits under the EIS regime in connection with the Investment.

*Consents*

AZETS, Ty Drew, Lime Tree Court, Cardiff Gate Business Park, Pontprennau, Cardiff. CF23 8AB has given and not withdrawn its consent to the issue of this document and the inclusion of its name and the references thereto, in the form and context in which they appear.

[

*The Shares*

The new Shares being offered for subscription have an issue price of £14.15 which represents a premium of £14.1499 to the nominal value of the Ordinary Shares.

**Definitions**

<b>Board or Directors</b>	the directors of the Company
<b>Closing Date</b>	5pm on 30 <sup>th</sup> November 2023
<b>Completion</b>	completion of the Fundraising in accordance with the terms and conditions set out in this Information Memorandum
<b>Company</b>	WET Holdings, (Global) Ltd, a company incorporated in England and Wales with company number 08860261
<b>Directors</b>	the directors of the Company
<b>FP Order</b>	the Financial Services and Markets Act 2000 (Financial Promotions) Order 2005
<b>Fundraising</b>	the proposed issue to Investors of up to <b>176,678</b> new Ordinary Shares by the Company as envisaged by and on the terms contained in this document
<b>HMRC</b>	HM Revenue & Customs
<b>Information Memorandum or IM</b>	this document, including the appendix
<b>Investor</b>	any person who subscribes for Shares pursuant to the Fundraising and is accepted as such by the Company
<b>Investment</b>	the proposed investment by Investors in the Company of a maximum aggregate amount of £2.5 million pursuant to the Fundraising
<b>Issue Price</b>	£14.15 per New Share
<b>Maximum Subscription</b>	176,678 New Shares
<b>Shares</b>	Ordinary Shares of £0.0001 each in the capital of the Company
<b>Subscription Letter</b>	the subscription letter in the form set out in Appendix 1 to this Information Memorandum





Appendix 1 – Subscription Arrangements, Subscription Letter, and Investor Certificates

*SUBSCRIPTION ARRANGEMENTS*

*Part 1 – Instructions*

**INSTRUCTIONS FOR COMPLETING THE SUBSCRIPTION LETTER SET OUT  
OVERLEAF**

- 1 Complete Schedule 1 at the end of the Subscription Letter with your details and the number of Shares for which you wish to subscribe.
- 2 Complete Part 1, 2, or 3 of Schedule 2 at the end of the Subscription Letter (as appropriate) which comprises the Investor Certificate required to be delivered to the Company to enable your application to be considered by the Company.
- 3 Execute the Subscription Letter, by signing in the presence of a witness, and insert the date as indicated.

Then:

send by email copies of both the signature page and each of the completed Schedules to WET HOLDINGS (GLOBAL) Limited on email to vito.gianotto@wet-global.com

**DOCUMENTS AND SUBSCRIPTION MONIES, WHICH MUST BE IN IMMEDIATELY TRANSFERABLE FUNDS, MUST BE RECEIVED BY NO LATER THAN 5PM ON 30<sup>th</sup> NOVEMBER 2023 ALTHOUGH THOSE INTERESTED IN INVESTING ARE REQUESTED TO SEND THEIR APPLICATIONS AND MONIES AS SOON AS POSSIBLE. NO MINIMUM SUBSCRIPTION AMOUNT, INDIVIDUALLY OR COLLECTIVELY, EXISTS IN RELATION TO THE FUNDRAISING ENVISAGED BY THIS DOCUMENT AND APPLICATIONS WHICH ARE ACCEPTED WILL BE PROCESSED AND EFFECTIVE IMMEDIATELY AND FUNDS PUT TOWARDS THE BUSINESS ACTIVITIES DESCRIBED IN THIS DOCUMENT AT ONCE.**

**PLEASE NOTE THE FOLLOWING DOCUMENTS ARE OPTIONAL AS YOU WILL BE SERVED OFFICIAL SUBSCRIPTION DOCUMENTS AND ON THE SIGNING OF THE SUBSCRIPTION DOCUMENTS THE DIRECTORS WILL ACCEPT THE SUBSCRIPTION BASED ON THAT YOU ARE A HIGH NETWORTH SOPHISTICATED INVESTOR WHO HAS ALREADY INVESTED IN THE COMPANY.**

*Part 2 – Subscription Letter***SUBSCRIPTION LETTER****STRICTLY PRIVATE AND CONFIDENTIAL**

To: WET HOLDINGS (GLOBAL) LTD (registered with company number 08860261

Technology Centre, 3 Welton Road,  
Wedgnoek Industrial Estate, Warwick, CV34 5PZ  
United Kingdom  
(the **Company**)

From: **The Investor**

whose name and address is set out in Schedule 1 to this Agreement (the **Investor**)

Dear Sirs

**WET HOLDINGS (GLOBAL) LTD]: Offer for subscription for Shares (the Subscription)****1. Introduction**

- 1.1 The Investor has indicated that he/she wishes to invest in the Company on the terms set out in this Subscription Letter (which includes the schedule to this letter).
- 1.2 Capitalised terms used in this Subscription Letter, but which are not separately defined in it shall have the meaning as in the Information Memorandum issued by the Company to the Investor dated [insert date] (the **Information Memorandum**) of which this Subscription Letter forms a part.

**2. Subscription for Shares**

- 2.1 The Investor hereby irrevocably applies for the allotment and issue to him/her of the number of Ordinary Shares of nominal value £[insert number] each in the Company set out in Part 1 of the Schedule to this Subscription Letter (the Shares), at £14.15 per Share so that the total price payable by the Investor for the Shares (the **Consideration**) shall be as set out in Part 1 of the Schedule (the **Application**).
- 2.2 The Investor irrevocably and unconditionally recognises and acknowledges that no minimum subscription is relevant to the Investment and that his/her application may be accepted immediately by the Company and his/her Investment Proceeds may be immediately applied by the Company to its business requirements as set out in the Information Memorandum.
- 2.3 The Investor irrevocably and unconditionally recognises and acknowledges that: the basis of allocation of Ordinary Shares will be determined by the Company in its absolute discretion and that the right is reserved by the Company to reject any application in whole or in part and/or scale down any application or any part thereof; the right is also reserved to treat as valid any application not in all respects completed in accordance with the instructions relating to the application, including if the accompanying cheque or banker's draft (or electronic transmission of funds) is for the wrong amount.



### 3. Payment and Completion

- 3.1 The Investor shall pay the Consideration in sterling by cheque or at the option of the Investor by CHAPS transfer to the Company's account, details of which will be provided by the Company to the Investor on request.
- 3.2 Completed Applications must be received by the Company no later than 5pm on 31<sup>st</sup> December 2023 together with the Consideration in immediately transferable funds. **Notwithstanding such end date, the Investor understands and accepts that his/her application, if accepted, will be processed immediately and that no collective minimum investment amount applies to the Company's fundraising.**
- 3.3 All fees and transmission costs in relation to the payment of the Consideration for the Shares shall be at the expense of the Investor. The amount remitted, net of all costs, shall not be less than the required subscription amount of the Investor's application.
- 3.4 Upon the Investor's application being accepted, the Company shall by way of Completion of the Subscription, allot and issue the Shares, as fully paid, to the Investor subject to the Articles of Association of the Company and shall enter the Investor's name in the register of members of the Company and execute and deliver to the Investor a certificate for the Shares pursuant to the Investor details set out in the Application.

### 4. Acknowledgement

- 4.1 The Investor understands that his/her investment in the Company involves a high degree of risk and may not be suitable for every person. The Investor further understands that he/she may not be able to realise his/her investment and that there is no established market for liquidity in the Shares. Prior to subscribing for the Shares, the Investor has obtained all such financial, legal, and other advice as he/she considers appropriate in relation to his/her investment in the Company.
- 4.2 The Investor agrees to subscribe for the Shares subject to the terms of this Subscription Letter and the Information Memorandum and not on the basis of any other information, document, agreement, undertaking, promise, assurance, representation, warranty or understanding (whether in writing or not) of any person.
- 4.3 The Investor acknowledges and agrees that all statements of opinion and/or belief contained in the Information Memorandum and all views expressed and all projections, forecasts or statements relating to expectations regarding future events or the possible future performance of the Company represent the Company's own assessment and interpretation of information available to it at the date of the Information Memorandum and that no representation is made or assurance given that such statements, views, projections or forecasts are correct or that the objectives of the Company will be achieved. The Investor further acknowledges and agrees that Investors must determine for themselves what reliance (if any) they should place on such statements, views, projections or forecasts and no responsibility is accepted by the Company in respect thereof and that Investors are strongly advised to conduct their own due diligence including in relation to, without limitation, the legal and tax consequences to them of investing in the Company.
- 4.4 The Investor acknowledges that the Information Memorandum has not been approved for the purposes of Section 21 of FSMA and compliance of the Information Memorandum's contents with the requirements of the FCA's Conduct of Business



Sourcebook has not been confirmed by any FSMA authorised person and that, accordingly, the Information Memorandum may only be communicated in the United Kingdom in circumstances that fall within an exemption set out in the FP Order.

- 4.5 The Company is sending the Information Memorandum only to the following types of persons in the United Kingdom:
- (a) pursuant to article 48 of the FP Order, any person defined in article 19(5) as a 'certified high net worth individual';
  - (b) pursuant to article 50 of the FP Order, any person defined therein as a 'Sophisticated investor;' and
  - (c) pursuant to article 50A of the FP Order, any person defined therein as a 'self-certified sophisticated investor'; and
  - (d) any other person to whom it may be lawfully communicated,
- (each an **Appropriate Investor**).
- 4.6 The Investor confirms, warrants and represents to the Company that as at the date of execution of this Subscription Letter by him/her and at all times up to and including the time of completion of his/her subscription for the Shares:
- (a) the Investor is an Appropriate Investor and is entitled to receive the Information Memorandum and to subscribe for the Shares offered to him/her in this subscription letter in accordance with its terms under the laws of all jurisdictions which apply to him/her and that he/she has fully observed all such laws; and
  - (b) the Investor has full power and authority to execute, deliver and perform his/her obligations under this subscription letter and all necessary action has been taken (and not revoked) to authorise the execution, delivery, and performance of this Agreement; and
  - (c) all the Investor's obligations under this Agreement constitute valid and legally binding obligations on the Investor enforceable in accordance with their terms under all application laws and regulations and all things required to be done fulfilled and performed in order to ensure that his/her obligations are legal, valid, binding and enforceable have been done, fulfilled or performed by him/her in accordance with all applicable laws and regulations; and
  - (d) the Investor has obtained all consents required and completed all necessary formalities and has not taken any action or omitted to take any action which will or may result in the Company or any of its officers, directors, agents, employees or advisers acting in breach of any law or regulatory requirements of any territory or jurisdiction in connection with the Subscription or the Investor's participation in the Investment; and
- (a) payment for the Shares will be made only by the person whose name appears in Part 1 of Schedule 1 as the Investor from a bank account held solely in the name of such person and by no other person and from no other bank account.



4.7 The Investor will deliver, or procure the delivery, to the Company at the time of the Investor's Application (but in any event, by no later than the Closing Date) of a certificate (the **Investor Certificate**) in the form set out in Part 1, 2, or 3 (as appropriate) of Schedule 2 to this Subscription Letter, confirming the status of the Investor as a person who falls within the relevant category of Appropriate Investor and represents to the Company that, as at the date of execution of this Subscription Letter by the Investor and at all times up to and including the time of completion of its subscription for the Shares, the Company is entitled to rely upon the Investor Certificate and the confirmations, warranties and representations contained in paragraph 5.6 without carrying out any further investigation, or making any enquiries.

## 5. General

5.1 The failure to exercise or delay in exercising a right or remedy provided by this Subscription Letter or by law does not constitute a waiver of the right or remedy or a waiver of other rights or remedies.

5.2 The Investor shall use all reasonable endeavours to do or procure to be done all such further acts and things and execute or procure the execution of all such other documents as may from time to time be reasonably required for the purpose of giving the full benefit of the provisions of this Subscription Letter.

5.3 This Subscription Letter and the documents referred to in it, constitute the entire agreement and understanding of the Investor and the Company and supersedes any previous agreement between them relating to the subject matter of this subscription letter.

5.4 No variation of this subscription letter shall be valid unless it is in writing and signed by or on behalf of each of the Investor and the Company.

5.5 If any provision of this Subscription Letter shall be found by any court or administrative body of competent jurisdiction to be invalid or unenforceable, such invalidity or unenforceability shall not affect the other provisions of this subscription letter which shall remain in full force and effect.

5.6 The terms of this Subscription Letter are intended to be and are enforceable under the Contracts (Rights of Third Parties) Act 1999 by the Company for itself and on behalf of each of its officers and agents.

## 6. Governing law and jurisdiction

6.1 This Subscription Letter shall be governed by and construed in accordance with English law.

6.2 The Investor irrevocably submits to the exclusive jurisdiction of the courts of England and Wales over any claim or matter arising out of or in connection with this Subscription and/or the Fundraising.

WET HOLDINGS (GLOBAL) LIMITED



**This Subscription Letter was executed and delivered as a Deed on [insert date].**

Executed as a Deed by the Investor:

\_\_\_\_\_  
(print name of Investor)

\_\_\_\_\_  
Investor

in the presence of:

\_\_\_\_\_  
(print name of Witness)

\_\_\_\_\_  
Witness

Dated:

WET HOLDINGS (GLOBAL) LIMITED



**SCHEDULE 1**

**Part 1 – Details of Subscription by the Investor**

Number of Shares:

Total Subscription monies due:

£

Name of Investor:

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Address for registration:

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Please send the certificate for the Shares for which I have subscribed to the name and address shown below:

Name:

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Address:

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Reference:

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**SCHEDULE 2 - The Investor Certificates**

**Part 1 – Certified High Net Worth Individuals (Article 48 of the FP Order)**

I declare that I am a certified high net worth individual for the purposes of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005.

I understand that this means:

- (a) I can receive financial promotions that may not have been approved by a person authorised by the Financial Conduct Authority;
- (b) the content of such financial promotions may not conform to rules issued by the Financial Conduct Authority;
- (c) **by signing this statement, I may lose significant rights;**
- (d) I may have no right to complain to either of the following:
  - (i) the Financial Conduct Authority; or
  - (ii) the Financial Ombudsman Service; and
- (e) I may have no right to seek compensation from the Financial Services Compensation Scheme.

I am a certified high net worth individual because **at least one of the following applies:**

- (a) I had, during the financial year immediately preceding the date below, an annual income to the value of £100,000 or more;
- (b) I held, throughout the financial year immediately preceding the date below, net assets to the value of £250,000 or more. Net assets for these purposes do not include:
  - (i) the property which is my primary residence, or any loan secured on that residence;
  - (ii) any rights of mine under a qualifying contract of insurance within the meaning of the Financial Services and Markets Act 2000 (Regulated Activities) Order 2001; or
  - (iii) any benefits (in the form of pensions or otherwise) which are payable on the termination of my service or on my death or retirement and to which I am (or my dependents are), or may be, entitled.

**I accept that I can lose my property and other assets from making investment decisions based on financial promotions.**

I am aware that it is open to me to seek advice from someone who specialises in advising on investments.

Signature: .....

Date: .....







**Part 3 – Self-certified Sophisticated Investors (Article 50A of the FP Order)**

I declare that I am a self-certified sophisticated investor for the purposes of the Financial Services and Markets Act (Financial Promotion) Order 2005.

I understand that this means:

- (a) I can receive financial promotions that may not have been approved by a person authorised by the Financial Conduct Authority;
- (b) the content of such financial promotions may not conform to rules issued by the Financial Conduct Authority;
- (c) **by signing this statement, I may lose significant rights;**
- (d) I may have no right to complain to either of the following:
  - (i) the Financial Conduct Authority; or
  - (ii) the Financial Ombudsman Service; and
- (e) I may have no right to seek compensation from the Financial Services Compensation Scheme.

I am a self-certified sophisticated investor because **at least one of the following applies:**

- (a) I am a member of a network or syndicate of business angels and have been so for at least the last six months prior to the date below;
- (b) I have made more than one investment in an unlisted company in the two years prior to the date below;
- (c) I am working, or have worked in the two years prior to the date below, in a professional capacity in the private equity sector, or in the provision of finance for small and medium enterprises; or
- (d) I am currently or have been in the two years prior to the date below, a director of a company with an annual turnover of at least £1 million.

**I accept that I can lose my property and other assets from making investment decisions based on financial promotions.**

I am aware that it is open to me to seek advice from someone who specialises in advising on investments.

Signature: .....

Date: .....