

The Seed Advantage EIS Fund

Investment Objective

Following the successful implementation of Seed Advantage SEIS Fund 1, the Second Seed Advantage SEIS Fund and the Dragon Seed Advantage SEIS Fund, Seed Mentors have introduced Seed Advantage EIS Fund.

Seed Advantage EIS Fund will be investing in companies with smaller capital requirements, meaning that a wider spread of companies can be invested in. This means that investors get greater diversity in their portfolio, and a greater spread of risk, than is usual for single EIS investments..

Exit Strategy

The Fund will take a long-term view on the Portfolio Companies and will aim to only look at the possibility of facilitating an exit from an Investment after it has been held for at least three years, thereby ensuring, wherever possible, that the Investment has met one of the key qualifying conditions necessary for Investors to obtain the relevant tax reliefs. However, there may be occasions where an earlier sale is a commercially sensible decision. It is anticipated that most exits from Qualifying Investments in portfolio companies will take place after they have been held for four years though some could take longer depending on market conditions and the nature of the Portfolio Companies. The Fund anticipates that the options for investors to exit a Portfolio Company may include the following:

- > An independent company purchases the intellectual property rights of the Portfolio Company at a price determined by an independent valuer
- > A sale or part sale of the Portfolio Company
- > The purchase by the Portfolio Company of shares held by shareholders
- > The introduction of new investors (not EIS investors, who must buy new shares) to the Portfolio Company
- > The reduction of the Portfolio Company's share capital
- > The voluntary liquidation of the Portfolio Company or the sale of the Portfolio Company's assets and subsequent distribution of proceeds to shareholders.

Fund Manager

Amersham Investment Management Ltd

Amersham Investment Management Ltd (AMIM) FRN 507460 was established by Paul Barnes and Michael Waller-Bridge in 2009. Regulated as an Investment Manager since 2012, AMIM provides professional and empathetic Investment Management to promoters and other regulated professionals, as well as the development and management of their own branded EIS & SEIS Funds.

For further information please visit: www.amim.co.uk

Fund at a glance

Scheme Categorisation

The Scheme is structured as an Alternative Investment Fund and the Fund Prospectus can be found at www.seedmentors.co.uk

Target Return

No Performance Fee – every penny of the increase in value of the Qualifying Shares will belong to the Investors. Seed Mentors which has project managed this offer by seeking suitable companies are sufficiently incentivised in their agreement with each company to make the Investee Company successful. Seed Mentors seeks no other reward for its services.

Scheme Strategy

Private Equity EIS

Investment Sector

Generalist

Target Diversification

Start up and early stage companies. Qualifying companies who are eligible for investment under Enterprise Investment Scheme legislation..

Nominee & Custody Arrangements

The Nominee: Woodside Nominees Limited

The Custodian: Woodside

Fund Provider

Seed Mentors Limited

Seed Mentors Limited is a privately owned company incorporated in England & Wales, dedicated to finding start-up businesses suitable for investment and then supporting them when investment funds have been provided.

For further information please visit www.seedmentors.co.uk

For further information please do not hesitate to

contact us on:

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www.kuberventures.co.uk

Fees

Initial fee

7.5% - out of which the costs of the establishment of the Fund will be paid. Annual mentoring fee

based on the turnover per annum of each investee company on a sliding scale ranging from 5% p.a. down to 2% p.a.

Managers fee

In addition to a launch fee totalling £10,000 in aggregate payable by the Investee Companies (and apportioned between them) deducted from monies invested into the Investee Companies, each Investee Company will contribute a sum equal to 2% p.a. of sums unissued in respect of the Managers on-going fee, together with an administrative fee of 0.65% of the value of each Subscription or other transaction in an Investor's shares in the Investee Company.

Director's fee

2% p.a. per director of the Investee Company's turnover.

Other fees

Investee Companies will pay Seed Mentors additional mentoring fees as the Investee Companies request (and Seed Mentors consider necessary) of £100 per hour plus VAT after the 20 hours of free advice provided under the Seed Mentors Agreement. These may include fees for due diligence on prospective Investments, audit and reporting, strategic, operational, marketing, financial management and other business, financial and legal advisory services on an arm's length basis. Any reasonable arm's length expenses and/or transaction fees incurred by the Manager in managing the Fund and/or by Seed Mentors in assisting the Manager shall be reimbursed by Investee Companies. Any dispute as to what constitutes a reasonable arm's length expense and/or transaction fee will be determined by the Investment Conflicts Committee. The Manager is also responsible for Custodian Fees which will be recharged proportionately to the Investee

Companies. The Manager estimates the Investee Companies will incur an aggregate initial Custodian Fee of £3,500 as Receiving Agent and an aggregate annual fee of £100 per nominee account plus VAT in each case subject to a minimum of 0.35% of the total monies raised in years 1 and 2 of the Fund. In addition, Investee Companies will pay Seed Mentors 2% of the invoice value of any contract introduced by Seed Mentors and accepted by the Investee Company. VAT will be charged on all fees as applicable.

Kuber Specific Arrangements

Kuber receives a fundraising fee of 1% from the manager.

Kuber will return this fee to Investors by applying it to their Subscription amount thereby increasing their investment.

Important Notice

Please read the following information carefully as a professional adviser. The information contained in this document is for discussion purposes only for professional advisers and their clients, it is not for Retail Clients. EIS Portfolios are not suitable for all investors as the underlying investments are often illiquid and therefore high risk. Advice should always be sought from a professional adviser prior to investing. By proceeding through this document and accompanying Platform Guide you are agreeing to the terms and conditions. For purposes of compliance with the UK Financial Services and Markets ACT 2000 (FSMA), this material is communicated by Kuber Ventures; and the contents of this financial promotion have been approved for the purposes of section 21 of the FSMA by Sturgeon Ventures LLP which is authorised and regulated by the Financial Conduct Authority (FCA) and it has its trading office at Linstead House, 9 Disraeli Road, London SW15 2DR. Kuber Ventures Limited advisors are all regulated by the Financial Conduct Authority and can be found on www.fca.gov.uk/fcregister Kuber Ventures Limited FRN 574987 is an Appointed Representative of Sturgeon Ventures LLP which are Authorised and Regulated by the Financial Conduct Authority. Kuber Ventures Limited, 25 Sackville Street, London, W1S 3AX Registered number: 8693809, VAT: 175 9290 69.