

the **side**by **side**
PARTNERSHIP



THE SBS LATER
STAGE EIS FUND
EXECUTIVE SUMMARY

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THE SIDEBYSIDE PARTNERSHIP LATER STAGE EIS FUND EXECUTIVE SUMMARY

The SidebySide Later Stage EIS Fund (SBS) is a new EIS Fund specialising in taking proven high-potential companies, already with multi million pounds in revenues, and developing them into successful commercial businesses.

A UNIQUE MODEL TO REFLECT THE SPECIFIC NEEDS OF HIGH GROWTH COMPANIES

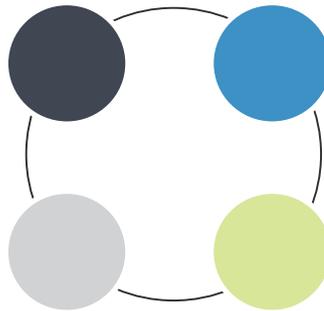
HIGH-TOUCH MODEL:

SBS self-limit to investing in only eight companies and meet with each portfolio company up to 2 days a month to ensure each company's management team has regular access to relevant advice.

CO-INVESTMENT BY

THE SIDE BY SIDE PARTNERSHIP:

Members of the SBS may independently co-invest their own capital in up to 10% of the Fund's investments in any company or the Fund itself.

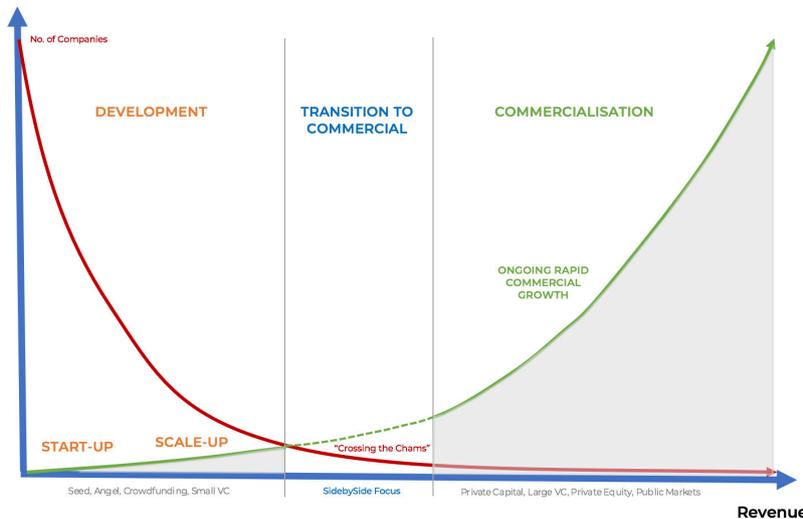


EXPERIENCED MANAGEMENT:

SBS is led by John Bailye, a serial entrepreneur and technology veteran. John's previous experience includes founding and building a billion-dollar business from start-up.

COMPETITIVE FEES:

SBS has the highest performance hurdle in the market (160%) and then a second hurdle at 400%. This means SBS are entirely focused on only building the best companies in their portfolio and working to achieve the best returns for investors and founders together side by side.



COMPANIES SBS INVEST IN:

The Fund will invest in successful later stage EIS post scale up companies with an established customer base and revenue, led by driven teams who dream big. They are usually utilising technology to either disrupt an existing market or create a new market. SBS will support them with the richness of previous operating experience to guide the management teams through these significant challenges.

THE SBS LATER STAGE EIS FUND INVESTS IN COMPANIES WITH:

<p>A driven and ambitious management team, that is also open to guidance and the capabilities to build a successful company.</p>	<p>Strong customer endorsement of the product or service offered.</p>	<p>Companies where the founders must already have significant personal investments in the company (not just sweat equity) and be paying themselves modest salaries.</p>
<p>Businesses with significant growth records and at least one year (preferably two years) of revenue, in the scale-up stage.</p>	<p>Companies where basic governance has already been put in place.</p>	<p>Companies that are reasonably and fairly valued.</p>

JOHN'S PREVIOUS EXPERIENCE INCLUDES:

-  Founding and building a billion-dollar business from start-up which grew to over \$420million in revenue by 2006 and employed nearly 3,000 people in 50 countries (formerly on Nasdaq: DRTE).
-  Helping turn around a hospital pharmaceutical company into a net \$125 million sale.
-  Mentoring a management team as they transitioned to a run rate of circa \$60 million in revenue (Based on a run rate of circa \$15m in sales for a three-month period in 2018).
-  +34 corporate acquisitions, 14 private investments in the US and 5 private investments in the UK with ranges up to \$50,000,000 for corporate acquisitions, and \$150,000,000 for exits.

In order to maximise the Investors' EIS Reliefs to the greatest extent possible each Investee Company will pay the initial costs and the annual charges, rather than fees being charged to Investors.



FEES:

INVESTEE COMPANY FEES:



Investee Companies will pay an initial capital raise fee of 3%.



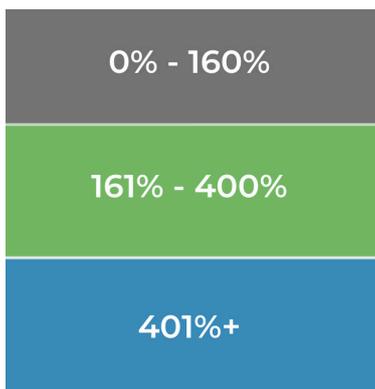
Investee Companies will pass through a dealing charge an annual administration charge of 2%.



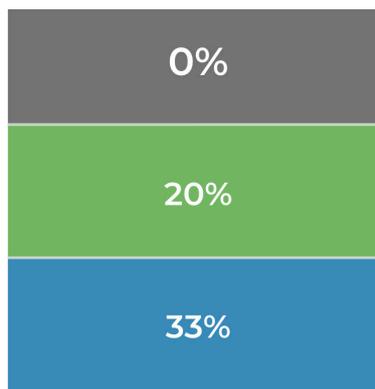
Investee Companies will pay a dealing charge of 0.5% on purchases and sales of shares.

SUCCESS BONUS PAID TO SBS:

PERFORMANCE HURDLE



SUCCESS FEE



To learn more, please, visit our website:

www.thesidebysidepartnership.com

DISCLAIMER

IMPORTANT NOTICE

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. Any individual who is in doubt about the investment to which this document relates should consult an authorised person specialising in advising on investments of the kind in question.

Please note that an investment in the Fund can only be made after an investor has received and read the Key Information Document, the full Information Memorandum and completed an original application form. This document does not constitute an offer for shares or an offer or inducement to engage in any investment activity.

This document constitutes a financial promotion pursuant to section 21 of FSMA. Its contents have been approved for the purposes of section 21 of FSMA by Sapphire Capital Partners LLP, which is authorised and regulated by the Financial Conduct Authority in the United Kingdom and whose registered office is at 28 Deramore Park, Malone, Belfast BT5 9JU.

This document contains outline information regarding the proposed The SBS Later Stage EIS Fund (the "Fund"). The information in this document is incomplete, and is subject to updates, revision, verification and amendment. This document does not constitute, or form part of, any offer to subscribe to the Fund, nor shall it (or any part of it) or the fact of its distribution form the basis of, or be relied upon in connection with, or act as any inducement to enter into, any contract or commitment whatsoever. Recipients of this document who are considering subscribing into the Fund are reminded that any such subscription must be made only on the basis of the information contained in the formal offering document relating to the Fund, which may be different from the information contained in this document. By receiving this document and in consideration of it being issued, the recipient warrants that he/she falls within one of the following categories of person in the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (which thereby renders this communication exempt from the general restriction in section 21 of the Act):

(a) Article 19: Investment Professionals. This includes authorised persons; persons whose ordinary activities involve him in carrying on the controlled activity to which the communication relates for the purpose of the business carried on by him; persons who it is reasonable to expect will carry on such activity for the purposes of a business carried on by him.

(b) Article 48: Certified High Net Worth Individuals. Such an individual must have signed the requisite statement relating to his net worth within the last 12 months; to be a certified high net worth individual an individual must meet one of the following criteria:

- (i) had annual income in the preceding financial year of at least £100,000;
- (ii) had net assets throughout the preceding financial year of at least £250,000 (excluding primary residence and certain other assets).

(c) Article 49: High Net Worth Companies. This includes body corporates with a called-up share capital or net assets of not less than £500,000 where it or its parent undertaking has more than 20 members, otherwise £5 million; any unincorporated association or partnership which has net assets of not less than £5 million.

(d) Article 50: Sophisticated Investors. Such an investor must have a requisite certificate signed by an authorised person to the effect that he is sufficiently knowledgeable to understand the risks associated with this type of investment and must have signed a requisite statement within the last 12 months declaring that they qualify under this exemption.

(e) Article 50A: Self-certified Sophisticated Investors. Such an individual must have signed the requisite statement within the last 12 months. To be self-certified an individual must meet one of the following criteria:

- (i) be a member of a network or syndicate of business angels for at least six months;
- (ii) have made more than one investment in an unlisted company in the prior two years;
- (iii) be working or have worked in the prior two years in a professional capacity in the private equity sector or the provisions of finance for small and medium enterprises;
- (iv) are or have been in the two years prior a director of a company with an annual turnover of at least £1 million.

If you are in any doubt about whether the investment described is suitable for you, you should seek a personal recommendation from an authorised person specialising in advising on investments of this kind.

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