For professional advisers, their clients and high net worth investors only

Kuber

The Alternative Investment Platform

Guide to investing in EIS

2020

03 Introduction

04 Enterprise Investment Scheme

05 Key Benefits of Investing through Kuber

06 Selection of Providers & Portfolios

07 Risks

09 Key Information

10 Parties involved

11 For more information

Introduction

This guide relates to the Kuber Alternative Investment Platform for EIS investments and must be read in conjunction with the Platform Guide.

Capitalised terms have their meaning described in the Glossary in the accompanying Platform Guide which should be read in conjunction with this document.

This guide is a financial promotion for the purposes of section 21 of the Financial Services and Markets Act 2000. It is issued by Kuber Ventures Limited, which is an appointed representative of Tax Efficient Procurement Services Ltd, which is authorised and regulated by the Financial Conduct Authority. It is accordingly an exempt financial promotion for the purposes of article 16 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005.

Please read this document and all related documentation in their entirety before making any investment decision, and please also carefully consider whether you should take independent financial, professional, legal or tax advice. You are strongly recommended to consider the risk warnings commencing on page 7 as well as the additional warnings set out in the accompanying Platform Guide.

Enterprise Investment Scheme (EIS)

What is the Enterprise Investment Scheme?

in 1994 to help small UK companies raise capital from private investment.

Under the platform, investors are rewarded with considerable tax incentives in return for injecting enterprise capital into AIM listed or unlisted companies.

There are restrictions on the size of business that can receive EIS qualifying investment some types of business are excluded. The EIS offers five generous tax incentives to private investors who are resident in the UK for tax purposes:

- Up to 30% upfront income tax relief
- Tax free growth
- Tax relief on any investment losses
- Up to 100% inheritance tax relief
- Capital gains tax deferral for the life of the investment

The first three benefits are available on amounts of up to £1 million per investor per tax year with a facility to carry back to the previous year. The investment must be held for at least three years following the issue of the shares (or following the start of trade if later). Each investee company must also continue to qualify under the EIS rules during the same period. Capital gains tax deferral is unlimited in amount. Exemption from inheritance tax depends on the investee company qualifying for Business Property Relief and the shares must be held for a minimum of 2 years at the date inheritance tax (IHT) comes in to charge.

Key benefits of investing through Kuber

With the increasing complexity of running EIS portfolios both from an administration and monitoring perspective, the Kuber platform is designed to simplify the process. By using Kuber for your client's alternative investments you

benefit from:

– Access –to a wide range of EIS portfolios

– Diversification – of your investments over a number of EIS Managers and portfolios, which helps to control risk

– Simplicity – one application form and one payment

– Half-yearly valuations – giving you a clear view of all your EIS investments

– Ease of monitoring – you are able to track an extensive EIS investment portfolio through one platform

– Flexibility of EIS reinvestments across the Kuber platform without additional platform charges

– By negotiating minimum investments per manager then we can offer your clients a wide diversification for lower investment amounts

– Our own charges are clear and transparent – reinvestments do not have another initial charge

Selection of Providers & Schemes

All Providers available through the Platform have been subject to a thorough due diligence process

Based on parameters agreed with its investment committee, Kuber will identify a shortlist of potential Providers and Schemes from a market wide analysis. These parameters have been established following a selection criteria which are based on a set of criteria widely used by other independent bodies from across the wealth advisory industry.

The following are examples of the key areas typically considered

– A record of investment in EIS

– FCA permissions

– A commitment to future EIS launches

– In-house investment protocol

– Key personnel of high standing,

– Quality levels of service

– Fair costs

Kuber will, through their internal investment governance committee, proceed to make the final selection and negotiate terms with the selected Providers.

Risks

This section details material risk factors that could adversely impact an investment through Kuber. It does not represent an exhaustive list of risk factors nor has it been set out in any particular order of priority.

Investors must carefully consider all of the information contained in this Investment Guide and decide whether an investment through Kuber is suitable for them in light of their personal circumstances, tax position and financial resources.

Potential investors are strongly recommended to seek independent financial and tax advice from suitably qualified professional advisers.

Investment risks

The Managers will be investing in unquoted companies that are not suitable for all types of investor.

– There is generally no external market for the Qualifying Shares

– This means it could be difficult or even impossible to realise the investment or obtain accurate performance information

– The return on any Scheme will depend greatly on the Manager's investment performance. Past performance of any Manager is no guide to future performance

– The Qualifying Shares will not be listed on the London Stock Exchange. An investment in a Scheme should be regarded as a longer term investment (a minimum of three years) to retain the tax reliefs. Realisation will generally depend on the exit route secured by the Managers

– Investments in small or medium unquoted companies by their nature involve a high degree of risk and there is a strong possibility of companies failing. Your capital is at risk and you may not receive back the amount invested or any return

– The market value of the shares in an Investee Company may be more or less than the valuation determined by the Manager. You should be aware that the value of an investment in a Scheme and the income (if any) derived from it may go down as well as up

– The expected life of each investment is three to five years or more; we can't guarantee the availability or suitability of a new investment at the end of this time

– The returns accruing from cash deposits or money market funds will principally be affected by movements in interest rates

– There is a risk that individual managers do not raise sufficient funds to match some or all of your investments in which case your investment may be delayed or have to be reallocated to an alternative manager.

Tax and regulatory risks

Tax reliefs are subject to approval by HM Revenue & Customs in accordance with their qualifying rules which are subject to change from time to time.

– It may take considerable time from the date the Qualifying Shares are issued to obtain the income tax relief

– Business Relief (formally known as Business Property Relief) only applies on death and as such Qualifying Shares must be held at this time and must still meet the qualifying requirements

– You should be aware that the various tax benefits described in this Investment Guide are based on Kuber's understanding of the existing tax legislation and HMRC practice. This interpretation may not be correct and it is possible that tax legislation may change in the future, which could adversely affect the performance of any EIS Portfolio and/or your position

– The amount of tax relief you may gain from subscription to a Scheme depends on your personal circumstances. You are strongly advised to seek independent professional advice in relation to the tax implications of your investment

– The Managers will seek to secure tax relief on all relevant investments made. Tax relief could be withdrawn or modified in certain circumstances and neither Kuber, nor the Managers, nor the Administrator accepts any liability for any loss or damages suffered by you or any other person as a consequence of such relief being denied, withdrawn or reduced

– You may lose some or all of the tax benefits derived under the Scheme if you fail to comply with the relevant legislation. Such a situation might arise, for example, if you cease to be a UK tax resident during the Relevant Period or you receive value from an Investee Company, other than by way of an ordinary dividend, in the period commencing one year prior to the issue of EIS Qualifying Shares to the end of the Relevant Period

– There is a risk that the Manager may take longer than expected to match investments on your behalf resulting in you qualifying for income tax relief in a later tax year or missing deadlines for CGT deferral relief

– Where an Investee Company ceases to carry on a Qualifying Trade during the Relevant Period, its EIS qualifying status may be adversely affected. No guarantee can be given that all investments made by the Managers will carry on a Qualifying Trade, or continue doing so, for the purpose of claiming EIS Relief. The Managers will, implement measures to protect against this risk such as seeking Advanced Assurance approval from HMRC that each company in which the Manager intends to invest is an EIS Qualifying Company

– Any disposal of EIS Qualifying Shares during the Relevant Period will crystallise an obligation to repay the income tax relief claimed in respect of those shares and profits from the sale of shares will be subject to CGT.

Other risks

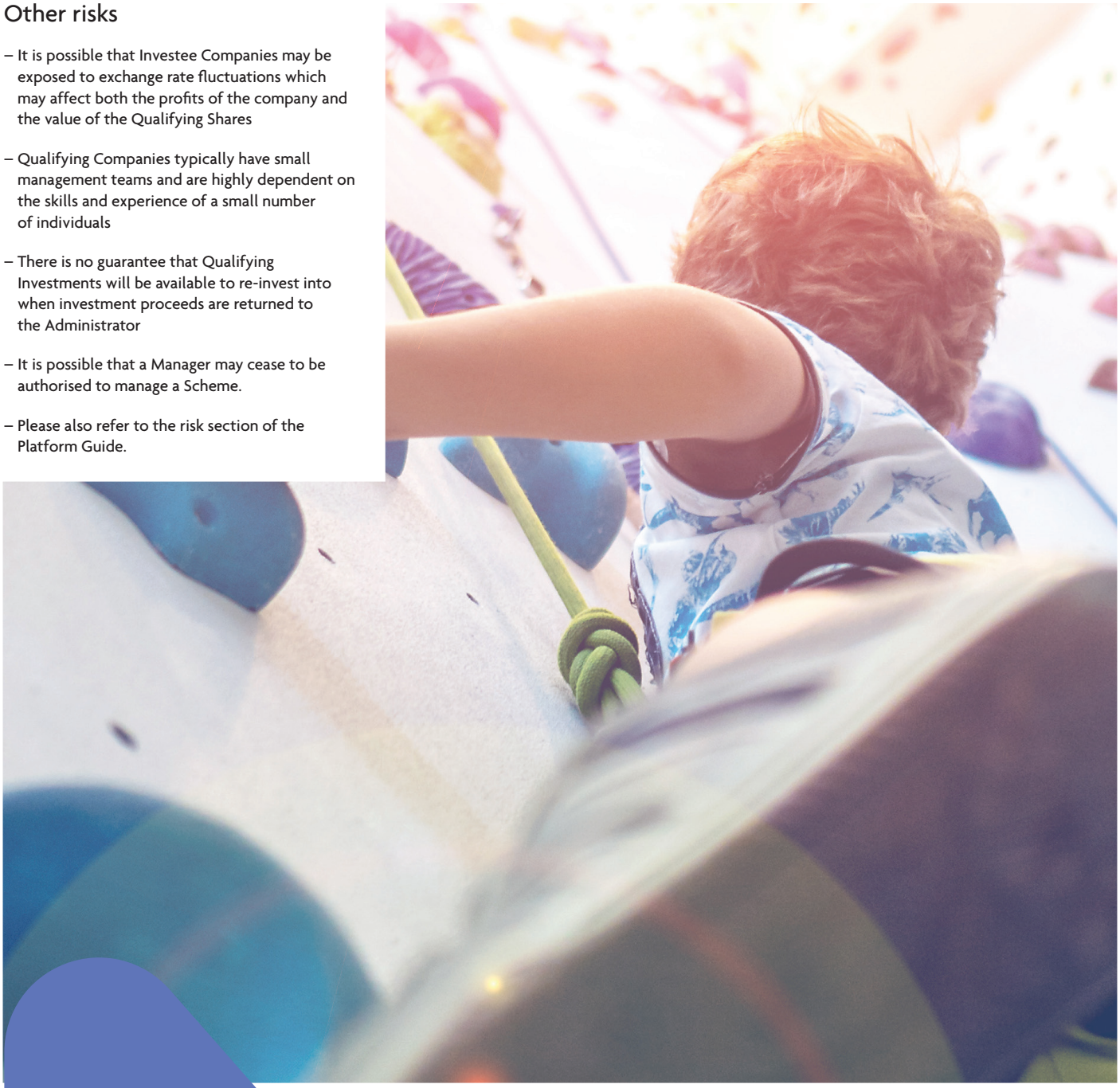
– It is possible that Investee Companies may be exposed to exchange rate fluctuations which may affect both the profits of the company and the value of the Qualifying Shares

– Qualifying Companies typically have small management teams and are highly dependent on the skills and experience of a small number of individuals

– There is no guarantee that Qualifying Investments will be available to re-invest into when investment proceeds are returned to the Administrator

– It is possible that a Manager may cease to be authorised to manage a Scheme.

– Please also refer to the risk section of the Platform Guide.



Key information

Subscriptions

You can invest through Kuber a single lump sum.

The minimum single lump sum investment is £20,000, with a minimum investment of £5000 for each Scheme (unless otherwise indicated on the application form). Any lump sum you invest through Kuber will be held by the Custodian (Woodside Corporate Services Limited authorised and regulated by the financial services authority, unless otherwise indicated) pending investment by the Manager or Managers that you have selected.

Any additional lump sum investment is also subject to the minimum single premium of £20,000.

Charges

An investment in a Scheme via Kuber will incur the following charges

- An initial Platform fee of 1.5% of your subscription, which is deducted from your investment
- An ongoing Platform fee of 0.2% is charged and annual fees totaling 3 years' worth are taken from your initial subscription amount
- A Platform subscription fee of £59 for S/EIS investments or £29 for BR/VCT investments
- Kuber has, where possible, negotiated reduced fees with Managers to offset the costs associated with investing through Kuber.
- No additional Initial Kuber platform charges upon reinvestment
- Dividend payments: where you have selected a fund/funds that pay out dividends, a bank transfer fee of £15.00 + VAT will apply and is subject to a £500.00 minimum threshold before the dividends are paid out.

Parties involved

The organisation's latest regulatory status can be checked on the website- for the FCA register at www.fca.gov.uk/register

Promoter

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Company Number; 8693809
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Nominee

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For more information

This notice is important and needs your immediate attention.

Reliance on this promotion for the purpose of buying the investments to which this promotion relates may expose you to a significant risk of losing all of the assets invested.

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Important Notice/Terms and Conditions

Please read the following information carefully as a professional adviser.

The information contained in this brochure 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 brochure 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; and the contents of this financial promotion have been approved for the purposes of section 21 of the FSMA by Tax Efficient Procurement Services Ltd which is authorised and regulated by the Financial Conduct Authority (FCA) and it has its trading office 8 St. James's Square, London SW1Y 4JU

Kuber Ventures Limited advisors are all regulated by the Financial Conduct Authority and can be found on www.fca.gov.uk/fcaregister Kuber Ventures Limited FRN 574987 is an Appointed Representative of Tax Efficient Procurement Services Ltd which is Authorised and Regulated by the Financial Conduct Authority. Kuber Ventures Limited, Audley House, 12-12a Margaret Street, London, W1W 8RH.

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