haatch ventures

ENTERPRISE INVESTMENT FUND

INFORMATION MEMORANDUM

UKBAA ANGEL INVESTMENT AWARDS 2021 FINALIST

GROWTH INVESTOR 2020 AWARDS | WINNER MOST IMPACTFUL INVESTMENT

GROWTH INVESTOR 2020 AWARDS | FINALIST INDUSTRY RISING STAR

eisa enterprise investment scheme association | EISA AWARDS 2020 | FINALIST | BEST NEWCOMER

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IMPORTANT INFORMATION

This Information Memorandum contains details of the Haatch Ventures Enterprise Investment Fund (the "Fund"), a fund managed by Haatch Ventures LLP ("Investment Manager") which targets investments in portfolio companies with a view to attracting EIS relief. The arrangement between the investors acting collectively and the Investment Manager will amount to an Alternative Investment Fund.

This Information Memorandum does not constitute an offer by the Investment Manager or any other person to invest in the Fund or act as your investment manager or an invitation for you to offer the same. Such an offer will be made only to investors who are certified as a 'high net worth investor', a 'sophisticated investor', a 'self-certified high net worth investor' or a 'self-certified sophisticated investor' in accordance with the rules contained in the FCA Handbook of Rules and Guidance (the "FCA Rules") and are able to elect to be treated as professional clients.

This Information Memorandum may not be disclosed to any other person or used for any other purpose. Note that these documents do not constitute a prospectus and the investments referred to within are not a non-mainstream pooled investment. This Information Memorandum constitutes a financial promotion relating to the Fund and is both issued and approved by Haatch Ventures.

Your attention is drawn to the Risk Warnings set out at Appendix 1 of this document, which you should read and consider carefully. Nothing in this document should be regarded as constituting investment, taxation, legal, regulatory or other advice. You should seek advice from an independent financial adviser authorised and regulated by the FCA before deciding whether or not to make an investment. **The Fund will be making investments in early-stage, Enterprise Investment Scheme ("EIS") qualifying unquoted companies in the UK. Investments in unquoted shares carry higher risks than investments in quoted shares. You should be aware that no established or ready market exists for the trading of shares in unquoted companies. The value of shares can fall as well as rise and you may not recover the full amount of money originally invested. Past performance is not necessarily a guide to future performance and may not be repeated. Any investment in this product should be considered as a long-term investment.**

Reasonable care has been taken to ensure that the facts stated in this Information Memorandum are true and accurate in all material respects as at the date of publication and that there are no material facts the omission of which would make misleading any statement made in this Information Memorandum. However, some information contained herein comes from external published sources and none of Haatch Ventures LLP, Mills & Reeve LLP, Mainspring Nominees Limited or any other person assumes any responsibility for the accuracy or completeness of such information. Rates of tax, tax benefits and allowances referred to throughout this Information Memorandum are based on current legislation and HM Revenue & Customs practice. These may change from time to time and are not guaranteed. Changes in rules, regulations and legislation relating to EIS may affect the ability of this product to meet its objectives and/or reduce the level of returns that might have otherwise been achievable. It is recommended that you consult a tax adviser if you are in any doubt about any aspects of EIS legislation.

Investing in the Fund may not be suitable for all investors. Investors should be aware that investing in unquoted and immature companies (including Qualifying Companies) carries with it a high degree of risk. Investors should seek advice from an independent adviser, authorised and regulated by the FCA, before investing and take appropriate independent professional advice on the tax aspects of their investment.

The Investment Manager reserves the right to update this Information Memorandum from time to time.

KEY TERMS

Fund
Haatch Ventures Enterprise Investment Fund

Structure
An unapproved collective EIS portfolio

Investment Manager
Haatch Ventures LLP of The Hub, Blackfriars Street, Stamford, Lincolnshire, United Kingdom, PE9 2BW

Custodian and Administrator
Mainspring Nominees Limited of 44 Southampton Buildings, London, England, WC2A 1AP

Minimum Investment
£10,000*

Investment Focus
Early-stage companies which enable digital transformation

Target Portfolio
4 - 6 companies per Investor

Investment Period
The intention is that Investor capital will be deployed within 12 months from close*

Target Return
10x blended return on investment**

Evergreen Fund
The Fund operates a rolling model

Set-Up & Management Fee
10% aggregate in advance covering all set-up & management. This eliminates the need for any ongoing costs from investors like traditional funds. For clarity there is no annual charge

Hurdle & Performance Fee
25% under 5x ROI / 30% on 5x or more ROI of net profit

*At the discretion of the Investment Manager

** Note there is no guarantee targets can or will be reached; see Risk Warnings at Appendix 1

HAATCH VENTURES

Founded by Scott Weavers-Wright and Fred Soneya in September 2013 as an angel co-investment joint venture under the "Haatch Angel" brand, Haatch is an early-stage investment business backing growth focused digital companies. Under Haatch Angel, Scott and Fred focused on making investments within the SaaS and retail technology verticals and invested into 10 investee companies with one very successful exit to date, which returned 276x. The total Haatch Angel portfolio is currently holding an average ROI of 30.5x. Haatch Ventures' investment focus has expanded to include B2B SaaS, Pro-Consumer, OnDemand, Gig Economy and Digital Consumer.

Haatch is a team of hands-on value creators. It has been there, having built, scaled and sold companies. It will use that knowledge, experience and network to accelerate the growth of portfolio businesses via its "Smart Money" approach, providing support in many areas, including go-to-market, digital development and marketing.

Haatch was founded on the back of the start-up program at Kiddicare. Kiddicare.com, founded by Scott Weavers-Wright and sold to Morrisons in 2011 for £70m cash, hand-selected retail technology start-ups to provide first-of-their-kind customer experiences, creating a platform which led to 10 acquisitions with a total value north of £3 billion. See Appendix 2 for further details.

With the continued growth of its own private investment portfolio and Haatch brand, Haatch launched Haatch Ventures in September 2018 and was excited to welcome Simon Penson (founder of Zazzle Media) and Mark Bennett (VP for Android GTM for Google) to the team as partners.

Simon and Mark bring a wealth of experience, exits and support to power Haatch and the Fund's investments into the next chapter of growth.

Haatch Angel and Haatch Ventures have between them made 37 Investments in to 26 highly scalable digital companies. The pace of investments is now accelerating with Haatch Ventures making 18 investments over the last 12 months.

This fund seeks investments in early-stage EIS qualifying companies that can exhibit highly scalable and disruptive models for growth by enabling digital transformation.

Haatch uses its significant venture capital relationships to help provide the portfolio with financial support, as well as leveraging its business relationships and brand to provide portfolio businesses with support from product development to marketing to FTSE 100 introductions.

TEAM

Scott Weavers-Wright
Co-founder and Partner

Scott is best known for founding one of Britain's largest e-commerce businesses, Kiddicare.com, which was subsequently acquired in cash for £70m by Morrisons, one of the UK's largest supermarkets.

Reaching sixth on the Retail Week Power List, Scott is regarded by many as one of the UK's most innovative business professionals in retail.

After the Kiddicare acquisition, Scott became Managing Director and Chief Architect for Morrisons.com and has a wealth of experience in building and scaling large e-commerce businesses across the UK.

Founding Haatch, Scott has invested in and developed businesses in the areas of ad tech, B2B SaaS and retail tech within the FMCG market including Elevaate, founded in 2014. Elevaate was acquired by Quotient Technology Inc. (NYSE: QUOT) based in California in October 2018, and smashed the fund return target providing a return on investment of 276x.

Fred Soneya
Co-founder and Partner

Fred was responsible for a number of high-profile, large-scale innovation projects across Kiddicare.com and, post-acquisition, Morrisons.

Fred created award-winning digital customer experiences bridging the online-offline gap at Morrisons. This included the launch of browse and order points, mobile payments and electronic shelf-edge labels powered by early-stage technology companies.

To achieve this Fred worked with cutting-edge, early-stage technology start-ups to integrate and piece together award-winning customer experiences.

Having co-founded Haatch in 2013, Fred supports the investment process end to end and works with portfolio businesses in advisory and board roles.

Simon Penson
Partner

Building a bootstrapped business is never an easy process, particularly when your sector focus is B2B and where people are the only asset, but that is exactly what Simon did with Zazzle Media.

The digital marketing agency grew from nothing to delivering an EBIT north of £1m in just under six years before being sold into one of the world's biggest advertising holding companies (IPG).

As a result of that journey, he is now seen as one of the most prominent minds in digital marketing and is regularly asked to speak and write about cutting-edge digital growth both in the UK and around the world.

His real-world experience in people management, marketing, and building profitable start-ups make him an extremely valuable member of the central team.

Simon left IPG in September 2019 to focus on investments and Haatch full time.

Mark Bennett
Partner

Mark Bennett is VP for Android GTM at Google, having previously been Director of Hardware Partnerships in APAC and led the international business of Google Play.

In his current role he leads a global team responsible for driving the success of the android ecosystem. As Hardware Partnerships lead he headed up Google's hardware sales team in APAC, working with retailers, carriers and other B2B partners to grow market share in a range of categories with products such as Pixel, Google Home, Nest and Chromecast. In his prior role he focused on growing Google's digital content business for games, apps, film and other content verticals in EMEA, APAC and LATAM.

Before Google, Mark was the Managing Director of Blinkbox Music, where he grew the streaming music service ro over 2.5 million users in 18 months. Prior to this, Mark held posts at Sainsbury's, Global media Vault, Microsoft, HMV, Warner Music UK and EMI.

Jeremy Luzinda
Investment Associate

Jeremy sits on the investment team and is responsible for leading deals from discovery, through our due diligence process, to writing cheques and offering post-investment support for portfolio companies.

Prior to Haatch, Jeremy sat on the investment team at Playfair Capital, an early stage VC fund that has backed companies like Stripe, Thought Machine and Trouva. Jeremy also leans on his previous executive positions in fast-growing VC-backed start-ups to support our portfolio and triage compelling opportunities.

Jessica Fox
Head of Marketing & Investor Relations

Jessica is responsible for Marketing and Investor Relations at Haatch, including communications, messaging and working with investors, advisers and intermediaries.

Prior to joining Haatch, she gained a wealth of experience most recently with another leading EIS and VCT provider, Calculus Capital. Before this, Jessica held a number of roles in the Investment Management sector, working with advisers and HNW clients at 7IM as an Assistant Relationship Manager and in Business Development and Marketing at Close Brothers Asset Management.

Kate Cooper
Head of Operations & Compliance

Kate is responsible for the businesses' critical regulatory compliance and operational risk ensuring the smooth running of all investment activity.

Kate has extensive experience in these fields and works alongside the Haatch team to continually enhance the operational capability and effectiveness of the business. Over the last 22 years, Kate has held a number of senior positions within the Private Banking and Investment Management sectors at HSBC, JP Morgan and Signia Wealth whereby she has been responsible for delivering robust compliance frameworks and delivered efficient operational processes.

To see the full team please go to the Haatch website.

INVESTMENT EXAMPLES

The following are examples of investments held by Haatch.

Marvel

Marvel puts the power of design in everyone's hands with its unique SaaS platform. It provides everything a user needs to bring ideas to life, from wire-framing to prototyping and handing off to developers.

Before coming to Haatch, the company had pitched to numerous VCs and were told by others that they were "too early" to be investable. Our early-stage approach meant we were able to back them, not just with cash but, most importantly, by providing mentoring and strategic support. That, combined with a £60,000 investment, enabled the three founders to take their minimally viable product to launch successfully and scale.

Marvel has since raised over £5m in venture funding and has grown from the 40 beta users which it had in place when we invested to over 2 million today.

Marvel is now held at 17.9x ROI based on their last third party fundraising round.

Buymie

Backed in 2018, Buymie is a key consumer investment and a very exciting one for the team.

Buymie is the perfect example of the kind of business the Haatch Portfolio invests in and supports: one with a great MVP and the opportunity to scale through technology.

The scale-up has created a mobile marketplace allowing consumers to connect with a personal shopper who uses his or her own smartphone and car to pick and deliver groceries in as little as one hour, in return for a delivery fee, margin and for partner retailers a revenue share. The same-day delivery service is now available to 200,000 households across Bristol and surrounding areas in the UK in addition to Dublin and Cork, with 1 in 10 households in Dublin having purchased from Buymie.

The demand curve for online grocery retail is set to double to almost €22B by 2024, giving Buymie the opportunity to grow with it.

Poplar

Launched by former Netflix and Google execs, Poplar is a platform empowering the world to easily create Augmented Reality (AR) experiences. AR is the next frontier for content. The world's largest tech companies are pouring hundreds of millions into research and development in the space, while start-ups such as Magic Leap have become some of the best funded in the world.

The team too is well placed to make the most of the opportunity, with both the CEO and CTO embedded in the space through their past work with YouTube Spaces and within the gaming communities.

Poplar raised funding of £2.6m in July, just 12 months after Haatch's initial investment and at 3.5x the valuation. In 2020 Poplar announced the acquisition of AR start-up Svrf, Inc. The acquisition will further enable Poplar to provide the best-in-class AR campaigns to all its clients, across beauty (L'Oreal), Retail (Speedo), Entertainment (NBC Universal) and FMCG (Nestle), all by utilising Svrf's innovative technologies.

Deazy

Deazy was backed by the Haatch Portfolio in 2019, and is creating the ultimate frictionless platform for product development from conception to creation, so that anyone can make their idea a reality.

Deazy solves the biggest challenges in outsourced product development: who to use, where to find them and how to manage them.

As creators of software for many years we see this challenge time and time again and the vision of Deazy is a proposition we feel is a great investment opportunity for our portfolio.

Both founders have strong experience in management consultancy and software development and, with our support, are well placed to push Deazy to become the development platform of choice. Portfolio synergies include Poplar, which is building similar tool sets for scoping and project management, and Marvel, whose design prototypes end where Deazy's platform begins.

Auddy

Auddy is a platform producing and commissioning exclusive world class podcasts, from true crime stories, sports, games and comedy shows.

Founded in 2020, Auddy offers unparalleled benefits to its creators, providing them with creative freedom, funding, marketing and promotional support.

Auddy differs from other platforms through its data analytics capabilities. Through this, meaningful insights can be drawn for advertisers, creators and publishers.

The founders have extensive experience including Virgin Radio, Netflix, Warner Music, AT&T, Universal Studios and Sony. In the UK, Auddy has partnered with Global as their local co-marketing, distribution and hosting partner.

Elevaate – Acquired

Elevaate, founded by Scott Weavers-Wright, increases online monetisation programs by enhancing relationships between suppliers and retailers.

The company's technology platform powers global supplier sponsorship programmmes for Morrisons, Iceland, and Office Depot and more. See Appendix 2 for details of Elevaate's awards.

Elevaate was acquired by Quotient Technology Inc. (NYSE: QUOT) based in Mountain View, California in October 2018, four years after investment from Haatch, and smashed the fund return target providing a return on investment north of 276x.

HAATCH BY NUMBERS

Founded in
2013

1 exit for
276x

37 **investments to date**
(26 companies)

3 failures,
22
companies are profitable or well-funded

The Haatch Angel portfolio has a current valuation of 30.5x

Target return
10x

Target holding period
5 to 7 years

The portfolio is valued in excess of
£200 million

Information correct as of May 2021

INVESTMENT FOCUS

Enabling Digital Transformation

Each of Haatch's investments has the potential to be a category killer, by disrupting the vertical they are in. You will notice that Haatch's older investments have a slight bias towards retail technology and B2B SaaS. This was fuelled by Scott and Fred's backgrounds; however, we have continued to diversify thanks to the extra dimension and experience brought in by Haatch partners Simon and Mark. Both bring significant marketing and mobile expertise to the table along with the shared passion for consumer tech and the march of digital transformation.

Looking at the broader market, digital is a key growth driver across many industries. Haatch is therefore able to remain broad in sectors yet focused on the most transformative businesses. This provides Investors with access to what Haatch deems an extremely exciting early-stage and scale-up investment portfolio.

Moving forward, the focus will continue to be on well-known markets in addition to making investments in new markets being fuelled by technology enablement, including smart devices, artificial intelligence, blockchain and mixed reality.

Company Stage

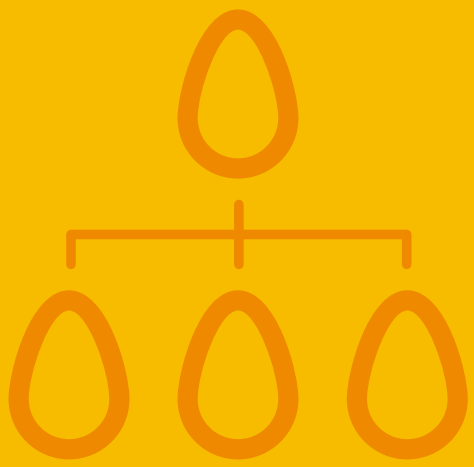
As a manager, Haatch invests in 'early stage' investment opportunities such as a MVP with early traction in the market, through to follow on investments with proven product-market fit and have shown significant growth.

The Haatch EIS Fund sweet spot is, although not limited to, companies which have a monthly recurring revenue and are requiring funding to accelerate their growth.

You can see a high level comparison of the Haatch Funds in the table below.

	SEIS	EIS	Follow On EIS
Target return	10x	10x	5x
Valuation	Up to £2m	£2-10m	£10m+
Average investment size	£100-150k	£300-500k	£1-2m
Typical Stage of Business	MVP / Pre-Revenue	Early traction - MRR/ Sign-ups/ Downloads	Product-Market Fit/ Scaling

INVESTMENT STRATEGY



Haatch invests in highly scalable digital companies in which it believes its Smart Money approach will add value to accelerate growth and in turn create significant value companies and resulting exits for all involved.

Smart Money

Haatch is different, rolling the best attributes of EIS funds, angel networks, accelerators, family offices and incubators into one to create a "Smart Money", hands-on approach to investing and supporting digital companies at their very early stages, all the way through to scale-up and exit.

The Smart Money approach provides all portfolio businesses with support directly from the partners of the Investment Manager, as well as from the Investors (if they wish) and joint networks.

Marketing, Network & Growth

Business, M&A & Financial

Mentorship & People

Portfolio Composition

Haatch provides Investors with a blended portfolio of a minimum of four investments. The projected minimum and maximum investment sizes are £100,000 and £1m respectively, although there will of course be outliers to this rule. Larger rounds will be supported with outside investment from the strong network of investor relationships Haatch has developed, including business angels and VC fundsV.

Haatch expects to invest in a company in the first one or two rounds prior to a series A. Typically, Investors should expect companies to exit over five to 10 years from investment. However, earlier exits are possible and have been achieved.

EIS Qualifying Companies

The Fund will only invest in companies which have received advanced EIS assurance from HMRC. A company which has been trading for more than seven years (measured from its first commercial sale), and did not issue EIS, SEIS or VCT shares in its first seven years, is excluded unless it raises EIS/VCT money amounting to at least 50% of its five-year average turnover, and spends that money on entering a new product or geographic market.

Qualifying Companies have to satisfy a number of requirements at the time of the share issue and for the following three years. When the shares are issued the company must:

- Have gross assets of less than £15m, and no more than £16m immediately after the share issue.
- Have fewer than 250 'full time equivalent' employees.
- Be unquoted or on AIM or ISDX Growth and have no arrangements in place to become quoted on a recognised stock exchange.

At the time of the share issue **and** for three years after the share issue the company must:

- Be independent, i.e. not under the control of another company.
- Conduct a qualifying trade.
- Have a UK 'permanent establishment', though trading mainly in the UK is no longer a requirement.

There are also anti-avoidance rules to counter pre-arranged exits and any arrangements designed to reduce an investor's risk. Additionally, all money raised from the issue of EIS and VCT shares must be used to grow and develop the business and must not be used to make acquisitions of either another company's shares, trade or certain types of trading asset.

INVESTMENT PROCESS

Haatch has developed a detailed investment process which involves considering a lot of businesses and investing in a few, constantly filtering opportunities to make sure the best possible ones are selected. Over the last eight years, Haatch has iterated the selection criteria to create an end-to-end process that is flexible yet detailed, enabling the partners and Investment Committee to make information-driven investment decisions.

Pipeline Process

You can see a high-level diagram of this detailed pipeline review process below:

SOURCING	FILTER	PITCH	DD	TERM SHEET	COMPLETE
• Inbound leads • Incubators • Partners • VCs • Angel platforms • Investor network	Initial DD to establish if the company scores highly in our matrix test	Face-to-face meetings with the founding teams to establish 'team' criteria fit & product testing	Deeper financial analysis (e.g. commercialisation, differentiation or size of market) to enable Term Sheet production. Utilise networks	In depth review of all DD & move through deal negotiation to Head of Terms	Documents signed & funds invested. Company offered Haatch office space. Post-funding strategy to identify key milestones and support
800+ companies	**50+ companies**	**25 companies**	**15+ companies**	**10+ companies**	**10+ companies**

Deal Matrix

Each deal is reviewed by the Haatch partners and Investment Committee on the key pillars set out below, which form the Haatch review matrix. Each deal will be scored on this as it progresses through the pipeline.

Of specific focus is "Team Dynamics". Although investments tend to be in first-time founders, Haatch takes a detailed look at founders' history and particularly their dynamic: how long they have worked together, in what capacity, and so on.

"Revenue Focus" means looking for the precursors that minimise the risks around lack of scaling opportunity that may inhibit the building of a larger, sustainable business. The majority of investments are pre-revenue, but with a clear path to revenue, breakeven and profitability, maximising the chances of long term success.

FUNDAMENTAL PROPOSITION	GROWING MARKET	REVENUE FOCUS	SCALABILITY
TEAM DYNAMICS	MVP	MARKET DISRUPTER	UNIT ECONOMICS

DEAL FLOW

Haatch's unique approach to sourcing deals.

Cold Inbound

Haatch is known in the industry for backing early-stage businesses and as a result there is an increasing inbound flow of opportunities in the region of 800+ per year.

Incubators & Accelerators

Haatch's strong partnerships with incubators and accelerators provide pipeline opportunities through structured processes, in particular "demo days" which showcase companies after they have completed their respective programmes.

Partners & Introducers

Partners and introducers bring a hand-selected group of companies each year to the point of investment.

VCs

Many investment opportunities are brought to Haatch from its extensive Venture Capital network, thanks to the relationships the Haatch partners have built.

Angel Platforms

Haatch is a member of the key UK angel platforms which provide deal flow and outreach programs. These present the earliest-stage opportunities and Haatch tends to follow them through their development on these platforms prior to connecting for later-stage investments.

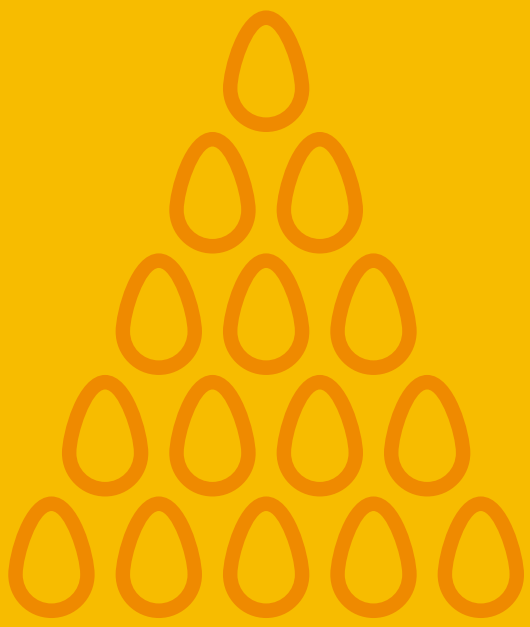
Investor Network

You! The Haatch investor network provides introductions and opportunities regularly.

Existing Portfolio

The existing portfolio of investments is also a source of opportunity as portfolio founders recommend Haatch to their own networks.

FUND STRUCTURE AND FEES



Fund Structure & Classification

The Fund will not be a legal entity but will instead comprise the combined investments under the management of the Investment Manager of the respective Investors, each having separate portfolios of beneficial interests in shares in Portfolio Companies. The Fund will invest in Portfolio Companies identified and selected by the Investment Manager. The Investment Manager will instruct the Custodian to subscribe for shares in Portfolio Companies on behalf of the Fund. Subscriptions in the Fund will be aggregated in making investments, the legal title to which investments will be held by the Nominee for and on behalf of the Investors as beneficial owners of the shares in the Portfolio Companies.

The Fund will be an alternative investment fund ("AIF") for the purposes of the Alternative Investment Managers Directive 2011/61/EU ("AIFMD"), and therefore the Markets in Financial Instruments Directive does not apply. The Investment Manager is authorised by the FCA to manage AIFs.

Evergreen Fund

As an Evergreen Fund, subscriptions raised at different intervals will form tranches, each of which will invest in Portfolio Companies so long as funds are available within the tranche to so invest. Investments will be held by the Nominee for and on behalf of only those Investors of such tranches which invest in a Portfolio Company.

Classification

The Fund will be the regulatory client of the Investment Manager and is categorised as a *per se* Professional Client as defined in the FCA Rules. The Fund is classified as a Retail Investment Product as defined in the FCA Rules and does not constitute a Collective Investment Scheme as defined in the Financial Services and Markets Act 2000.

Investor Communication

Haatch has open communication with Investors and is happy for Investors to ask questions, provide feedback and become involved in portfolio businesses (for example mentoring, acting as a sounding board, providing introductions and sector expertise) if they so wish. To enable this to happen Haatch provides a number of regular reports in the following formats:

Report Type	Report Frequency
Statement of ownership	Real time via the Haatch Investor Portal
Management report per company	Quarterly via email and the Haatch Investor Portal
EIS3 Certificates	Approximately four weeks after each investment via email and the Haatch Investor Portal
Ad-hoc news and updates	Ad-hoc via email and the Haatch Investor Portal

Investor Funds Allocation

The Fund deploys capital into, at minimum, four Qualifying Companies per tranche.

The Fund aims to invest any subscription to the Fund within 12 months of each tranche close. However, this could happen much faster.

The Fund's investments will include both new deals and follow-on opportunities across the Fund's portfolio of Qualifying Companies. The Fund may invest in suitable follow-on investment opportunities in Haatch's own existing angel portfolio.

Fund Exit

You will automatically exit the Fund when the Fund has exited from all Portfolio Companies in which you are beneficially invested; however, you will receive distributiions from investments at the time of each Portfolio Company exit. You should typically expect a holding period of investments in a Portfolio Company for five to 10 years; however, there is no end date for the Fund. There can be no guarantee that there will be any appreciation in the value of any investee/Portfolio Company or that commercial objectives of these companies will be achieved.

Fund Fees

Set Up & Management Fees

The Investment Manager will charge a simple investor fee model which covers initial set-up costs, on-boarding costs and annual costs in a one-off 10% fee net of investment. This means a £100,000 investment would enable £90,000 of Investor funds to be invested directly into Qualifying Companies and eliminate any ongoing cost to an Investor or Portfolio Company. There is no on-going annual management charge.

This approach was taken to eliminate on-going costs to Investors which in traditional funds compound over many years, in some cases into large double-digit % charges.

All of these proceeds contribute towards the third-party costs of running the Fund and therefore Investors should feel comfortable that the Fund and Investor funds are managed and administered by an experienced, professional team, a regulated fund manager and regulated third parties.

We are able to facilitate fees agreed with your adviser (if applicable) in relation to your application. If facilitated, the amount available for investment will be decreased to cover the fees.

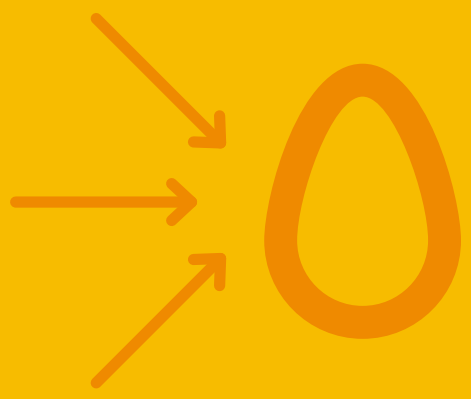
Performance Fees

The Investment Manager will receive 25% of the net profit achieved on any returns under 5x ROI and 30% of the net profit achieved on any returns equal to or over 5x ROI.

Both the Management Fee and Performance Fee are outlined in the table below:

Fee Type	Payment Date	Amount
Set-Up & Management Fee	On subscription	10%
Hurdle & Performance Fee	On each Portfolio Company exit	25% or 30% net profit (Based on ROI)
Adviser Fee (if applicable)	On subscription	As agreed between investor and adviser

BENEFITS OF EIS



Investor Tax Reliefs

The summary below provides an indicative guide to some of the generous tax reliefs offered by the Treasury and HMRC for the Enterprise Investment Scheme (EIS) and is based on current understanding of UK tax law and practice. It does not set out all of the rules or regulations that must be adhered to and should not be interpreted as the provision of tax, legal or financial advice.

The Fund has been structured to enable Investors to claim EIS tax reliefs on the amount of their investment in qualifying shares. Whether an Investor meets certain conditions for qualifying for these reliefs, and the amount and timing of these reliefs, will depend on the individual circumstances.

The availability of tax reliefs also depends on the Portfolio Companies maintaining their qualifying status. For the avoidance of doubt: the Fund is open to investors who do not wish to or cannot claim EIS relief based on their size, tax jurisdiction or corporate structure.

Income Tax Relief

Tax relief of 30% can be claimed on investments (up to £1m* in one tax year), provided you have sufficient Income Tax liability to cover it.

The shares must be held for at least three years from the date of issue or the tax relief will be withdrawn. People connected with the company are not eligible for income tax relief on their shares.

Capital Gains Tax Exemption

Any gain is CGT exempt if the shares are held for at least three years and the income tax relief was claimed on them, meaning exits on investments with EIS tax reliefs attract 0% tax (provided they meet the relevant EIS requirements).

Loss Relief

If shares are disposed of at a loss, the Investor can elect that the amount of the loss, less income tax relief given, can be set against income of the year in which they were disposed of or on income of the previous year, instead of being set off against any capital gains.

Capital Gains Tax Deferral Relief

Payment of CGT can be deferred when the gain is invested in shares of a Qualifying Company. The gain can be made from the disposal of any kind of asset but the investment must be made one year before or three years after the gain arose – connection to the company does not matter. Unconnected investors are eligible for relief from both income tax and CGT deferral relief.

Inheritance Tax Exemption

Shares in Qualifying Companies provide 100% IHT relief after two years of holding such investment, so that any liability for IHT is reduced or eliminated in respect of such shares.

The above information is for guidance only and we always recommend you take professional advice regarding EIS benefits for your specific circumstances.

International Investors

The Fund is open to non-UK residents and taxpayers ("International Investors"), subject to eligibility. The process for applying to the Fund is the same as for UK residents; however, International Investors will be subject to additional AML checks and their investments will not qualify for EIS relief – local tax laws will apply.

*This limit has been doubled for knowledge-intensive companies from the 2018/2019 tax year.

FIND OUT MORE & HOW TO APPLY

Fund Eligibility

The Fund is only open to professional clients as categorised under the FCA Rules. Professional clients are those which the Investment Manager, having undertaken an adequate assessment, considers to have the expertise, experience and knowledge (in light of the nature of the transactions and/or services envisaged) to make their own investment decisions having:

- Received, read and understood the risk warnings, as set out in Appendix 1.
- Been given a clear warning of the protections and compensation rights which the Investor may lose as a result of having been classified as a professional client.
- Provided the Investment Manager and Custodian such know your client, anti-money laundering and self-certification forms as required.
- Completed and passed the Investment Manager's Appropriateness Test.
- Stated in writing separate from the Application Form that they are aware of the consequence of losing such compensation and/or protection of a retail client as categorised under the FCA Rules.

Next steps

If you would like to apply to invest in the Fund, the Application Form can be found at **https://haat.ch/hvapply**.

Note: The Investment Manager or the Custodian may reject any Application Form in its reasonable discretion (for instance if relevant information or evidence is missing, there is insufficient information provided or the Investor has not satisfied the Appropriateness Test).

Contact us:

For further information about the Fund or if you have any questions please do get in touch with Jessica Fox, Head of Marketing & Investor Relations on jessica@haatch.com or **07958 213122**.

APPENDIX 1
RISK WARNINGS

Investing in the Fund may not be suitable for all investors. Prospective investors should be aware that investing in unquoted and immature companies (including Qualifying Companies) carries with it a high degree of risk and Investors may lose all or part of their investment.

Some principal risks relating to an investment in the Fund are set out below. The information above and below does not purport to be exhaustive. Additional risks and uncertainties, which may not be presently known, or which is currently deemed immaterial, may also have an adverse effect on the business of the Portfolio Companies.

1 Investment risk factors

1.1 Investment in the Fund is not suitable for all investors. It is the responsibility of each Investor to ensure that investment in the Fund is a suitable investment in the light of the information in this document and their personal circumstances, having taken appropriate independent professional advice.

1.2 The tax reliefs referred to in the Information Memorandum and the Investment Management Agreement are those currently available and their value depends on the individual circumstances of investors, initially, and will continue to do so throughout the life of the investment. Certain tax reliefs which are available to individuals will not be available to institutional investors (i.e. an investor who is (a) not a natural person and is not the Nominee or any other nominee holding EIS shares on behalf of a natural person, or (b) a natural person who cannot or does not obtain EIS tax reliefs, such as a foreign investor) ("Institutional Investor").

1.3 The performance of the Fund is dependent on the availability of suitable and appropriate Portfolio Companies and the ability of such companies to perform in line with their respective business plans and to achieve anticipated investor returns at the time of realisation. Portfolio Companies may fail, investments may be realised for substantially less than the acquisition cost, or they may be impossible to realise at all. Portfolio Companies may accept other equity or debt capital which ranks higher than the Fund's investments in an insolvency situation. The value of shares can fall as well as rise and Investors may not recover the full (or indeed any) of the amount of the funds invested. Investors should only consider investing if this is a risk they can afford to bear.

1.4 The subscription for shares in the Portfolio Companies and the performance of those shares will not be covered by the Financial Services Compensation Scheme or by any other compensation scheme.

1.5 Although the Fund has target returns, there is no guarantee that these or any returns will be made. The Investment Manager does not make any representation or warranty as to any returns which may or may not be made. You accept that any statements made in the Information Memorandum or elsewhere in respect of target or anticipated returns are aspirational and cannot be relied on.

2 Interests in the Fund

2.1 There is no liquid market on any public exchange, nor is there intended to be such a market, for investment via the Fund. Investments in Portfolio Companies will not be freely tradeable and there may be restrictions on transfer of shares. Investments made through the Fund will not be readily realisable investments.

2.2 Early-stage companies often require a series of investment rounds and additional investment may be required to maintain or increase the growth of the Portfolio Company. Failure to achieve these capital requirements may negatively impact the company's ability to grow and realise returns for investors, whereas subsequent investment is likely to dilute an investor's shareholding in a Portfolio Company.

2.3 The overall level of returns from the Fund's investments may be less than expected including but not limited to (i) where there is delay in the proposed timescales for investment, such that all or part of the net proceeds of the Fund are held in cash for longer than expected; or (ii) if the returns obtained on individual investments are lower than originally expected; or (iii) if investments cannot be realised at the expected time and value. There can be no guarantee that suitable investment opportunities will be identified in order to meet all of the Fund's objectives.

2.4 The timing of exits from Portfolio Companies may take longer than anticipated. An investment in the Fund should be considered a long-term investment. The Fund aims to find exit opportunities from Portfolio Companies within certain time periods, but it is probable that investments may be held much longer.

3 Evergreen Fund

3.1 As a Rolling Fund, subscriptions raised at different intervals will form tranches which will invest in Portfolio Companies so long as funds are available within the relevant monetary tranches to so invest. Therefore, Investors in subsequent sub-funds will not share the success or bear the loss of previous investments, except and to the extent that the relevant tranche participates in follow-on rounds in existing Portfolio Companies.

3.2 Investments will be held by the Nominee for and on behalf of only those Investors of such tranches which invest in a Portfolio Company and such investments will be held for such tranche Investors pro-rata to their underlying subscriptions so invested from time to time. This means that Investors may be more or less diluted from time to time in respect of their share of relevant investments, dependent upon the success of fundraising in the interval in which the Investors invested as compared to previous and subsequent fundraises.

4 The Investment Manager

4.1 The past performance of the Investment Manager and its management team from time to time, or of any investments invested in or managed by them, is not necessarily a guide to the future performance of the Fund.

4.2 Changes or disruptions to the Investment Manager including but not limited to change of control, the insolvency, the resignation or departure of the Investment Manager can have an adverse effect on the Fund's performance.

4.3 The departure or health of any of the key employees of the Investment Manager could have an adverse effect on the Fund's performance.

5 Portfolio Companies

5.1 Investment into early-stage, unquoted companies, by its nature, involves a high degree of risk. Proper information for determining the value of such investments or the risks to which such investments are exposed may not be available. Investment in such companies can offer good potential investment returns but the markets for their shares are often illiquid and uncertain. Consequently, investment in smaller and unquoted companies is likely to involve a higher degree of risk than investment in larger or quoted companies. Realisation of investments in unquoted companies can be difficult and may take considerable time. Further, technology- or scientific research-related risks may be greater in unquoted companies.

5.2 Smaller companies may generally have limited product lines, markets or financial resources and may be more dependent on their management or key individuals than larger companies. Although the Fund will seek to receive conventional investor rights in connection with its investments, as a minority investor it may not always be in a position to fully protect its interests and the interests of its investors.

5.3 There is no guarantee that the valuation of a Portfolio Company will fully reflect the underlying net asset value or the ability to buy and sell the investment at that valuation.

5.4 There can be no guarantee that the development plan can be achieved or that the business will have commercial value.

5.5 The Fund will in most cases take minority holdings for ordinary shares in Portfolio Companies and only basic investor protections will be sought at the time of investment. The Fund will where possible reserve board rights on the boards of Portfolio Companies, but such board positions may be held by a representative of the Investment Manager. The Fund may choose not to nominate a director to the board of all Portfolio Companies from time to time. As such there can be no guarantee that the Fund will be able to influence the strategy and decision making of the Portfolio Companies if other shareholders holding a larger stake take different views on the future direction of the business.

5.6 Small businesses are highly dependent on the skills of their management teams. The departure of any of a Portfolio Company's directors or key employees could have a material adverse effect on the business of that Portfolio Company.

5.7 While any valuations will be conducted in line with the International Private Equity and Venture Capital Guidelines from time to time, no warranty is given on any valuations provided to investors that any such valuation is capable of being attained on a realisation of the investment.

6 Future Statements and Changes

6.1 This document includes statements that are (or may be deemed to be) "forward-looking statements", which may be identified by the use of forward-looking terminology including the terms "believes", "continues", "expects", "intends", "may", "will", "would", "should" or, in each case, their negative or other variations or comparable terminology. Investors should not place reliance on forward-looking statements. These forward-looking statements include all matters that are not historical facts. Forward-looking statements involve risk and uncertainty because they relate to future events and circumstances. Forward-looking statements contained in this document, based on past trends or activities, should not be taken as a representation that such trends or activities will continue in the future.

6.2 Legal and regulatory changes could occur during the life of the Fund that may adversely affect the Fund or its investors. These may include tax, environmental, safety, labour and other regulatory and political authorities, or force majeure acts, terrorist events, or other operating risks.

6.3 Legal and regulatory changes, changes in government policies, effects on international trade, market volubility and/or fluctuations and other factors including during and following Brexit may have a significant effect on the Fund.

7 Taxation Risk Factors

7.1 Certain tax reliefs which are available to individuals will not be available to Institutional Investors.

7.2 Rates of tax, tax benefits and allowances referred to throughout this Information Memorandum are based on current legislation and HMRC practice. These may change from time to time and are not guaranteed.

7.3 Changes in rules, regulations and legislation relating to the EIS legislation may affect the ability of this product to meet its objective and/or reduce the level of returns that might have otherwise been achievable.

7.4 The tax reliefs referred to in this Information Memorandum are those currently available and their value depends on the individual circumstances of the Investors.

7.5 The Fund will be invested in unquoted companies which the Investment Manager reasonably believes are Qualifying Companies at the time of investment. Investors should note that there is no guarantee that such companies are or will remain Qualifying Companies at all times thereafter and that the continued availability of EIS qualification depends on compliance with the requirements of the EIS legislation by both the Investor and the Portfolio Company and is further dependent upon consistency in such legislation and consistent interpretation and guidance in relation to such legislation.

7.6 Until a realisation in any Portfolio Company is achieved, the Investment Manager will where practicable seek to ensure that the Portfolio Company complies with the EIS rules but only to the extent that (i) it is a condition precedent to the investment that the company obtains advance assurance as a Qualifying Company (but the Investment Manager will not necessarily conduct any review of the application for EIS advance assurance or review of the EIS advance assurance itself) and (ii) the Investment Manager shall seek to ensure that the terms of the investment includes undertakings by the company (and if appropriate, its managers) to remain a Qualifying Company so long as it is reasonably practicable to do so and/or warranties from the Portfolio Company and/or managers that the company is a Qualifying Company and that the shares are capable of attracting EIS reliefs. However, tax relief may be withdrawn in certain circumstances and none of the Investment Manager or its Associates (as defined in the Investment Management Agreement), or any of their respective directors, employees, agents or shareholders will have any liability for any loss or damage suffered by you or any other person in consequence of such relief being withdrawn or reduced.

7.7 Where an Investor or a Portfolio Company ceases to maintain EIS status in relation to any individual investment, it could result in loss of some or all of the available reliefs and the requirement to repay any rebated tax.

7.8 The Investment Manager retains complete discretion to realise an EIS investment at any time, including within the three-year qualifying period. In such circumstances, some or all of the EIS reliefs relating to that particular investment will be lost. In making such a disposal, the Investment Manager is not obliged to take into account the tax position of Investors, individually or generally.

7.9 No assurance can be given that EIS status will be maintained or granted for the three-year period that the investment needs to be held for Investors to benefit from EIS reliefs.

7.10 It is not the intention of this Fund to regularly look for, or make, SEIS investments. Although the Fund allows for SEIS investment, this is solely at the discretion of the Investment Manager and as set out in the Investment Memorandum. There may be insufficient SEIS deal flow to meet Investor SEIS preferences. Investors having indicated a willingness to take up SEIS who then do not do so may dilute the availability of SEIS for others. Where an SEIS-qualifying company has potential but does not meet the Fund's criteria for investment the individuals within Haatch may provide SEIS investment; if such company is thereafter successful this may prove advantageous to Haatch and the Fund and its returns will be unaffected where such company is thereafter not successful.

8 Pooling

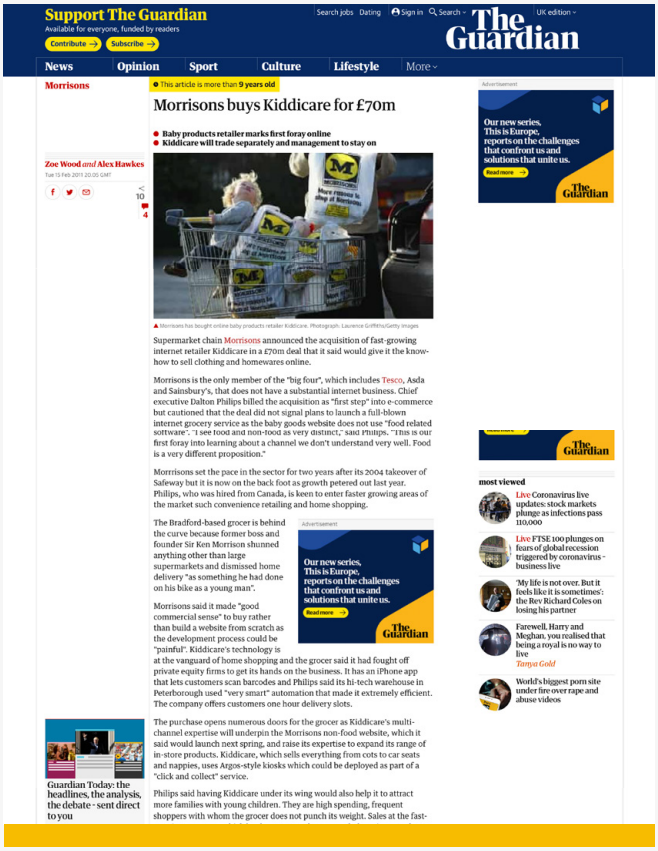
8.1 The Custodian has elected to hold the Investor's cash as client money (as defined in the FCA Handbook) in accordance with the FCA rules on client money (CASS), and accordingly Investors are afforded the highest level of protection over their cash as their cash will be segregated from the Custodian's own assets. The custody agreement can be viewed in the Haatch Investor Portal or via the following link: **https://haat.ch/mainspring-custody-agreement**

8.2 The Custodian will hold your money pending investment using a segregated omnibus account which will have trust status and will be kept seperate from any money belonging to the Custodian.

8.3 The Custodian and Nominee will maintain at all times sufficient records to show your beneficial interest in the whole number of EIS shares allocated to your Portfolio and the cash within your Portfolio. However, please note that Investments held by the Custodian for the account of your Portfolio may be pooled with other holdings held by the Custodian. Such Investments may not be identifiable by separate certificates, other physical documents of title or equivalent electronic record and, should the Custodian default, you may share in any shortfall in proportion to your original share of any Investments in the pool.

APPENDIX 2
AWARDS AND ACQUISITIONS

kiddicare
BABY SPECIALIST



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Morrisons

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Morrisons buys Kiddicare for £70m

- Baby products retailer marks first foray online
- Kiddicare will trade separately and management to stay on

Zoe Wood and Alex Hawkes
Tue 15 Feb 2011 20.05 GMT

Morrisons has bought online baby products retailer Kiddicare. Photograph: Laurence Griffiths/Getty Images

Supermarket chain Morrisons announced the acquisition of fast-growing internet retailer Kiddicare in a £70m deal that it said would give it the know-how to sell clothing and homewares online.

Morrisons is the only member of the "big four", which includes Tesco, Asda and Sainsbury's, that does not have a substantial internet business. Chief executive Dalton Philips billed the acquisition as "first step" into e-commerce but cautioned that the deal did not signal plans to launch a full-blown internet grocery service as the baby goods website does not use "food related software". "I see food and non-food as very distinct," said Philips. "This is our first foray into learning about a channel we don't understand very well. Food is a very different proposition."

Morrisons set the pace in the sector for two years after its 2004 takeover of Safeway but it is now on the back foot as growth petered out last year. Philips, who was hired from Canada, is keen to enter faster growing areas of the market such convenience retailing and home shopping.

The Bradford-based grocer is behind the curve because former boss and founder Sir Ken Morrison shunned anything other than large supermarkets and dismissed home delivery "as something he had done on his bike as a young man".

Morrisons said it made "good commercial sense" to buy rather than build a website from scratch as the development process could be "painful". Kiddicare's technology is at the vanguard of home shopping and the grocer said it had fought off private equity firms to get its hands on the business. It has an iPhone app that lets customers scan barcodes and Philips said its hi-tech warehouse in Peterborough used "very smart" automation that made it extremely efficient. The company offers customers one hour delivery slots.

The purchase opens numerous doors for the grocer as Kiddicare's multi-channel expertise will underpin the Morrisons non-food website, which it said would launch next spring, and raise its expertise to expand its range of in-store products. Kiddicare, which sells everything from cots to car seats and nappies, uses Argos-style kiosks which could be deployed as part of a "click and collect" service.

Philips said having Kiddicare under its wing would also help it to attract more families with young children. They are high spending, frequent shoppers with whom the grocer does not punch its weight. Sales at the fast-

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Our new series, This is Europe, reports on the challenges that confront us and solutions that unite us.
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most viewed
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Live FTSE 100 plunges on fears of global recession triggered by coronavirus - business live
'My life is not over. But it feels like it is sometimes': the Rev Richard Coles on losing his partner
Farewell, Harry and Meghan, you realised that being a royal is no way to live
Tanya Gold
World's biggest porn site under fire over rape and abuse videos

Guardian Today: the headlines, the analysis, the debate - sent direct to you

Kiddicare.com awards

Kiddicare.com was a world leader in technology.

We selected worldwide start-ups to create leading first of their kind award-winning customer experiences.

- **Revolution Technology Award**
  Best UK Search
- **Retail Systems Award**
  Best UK Kiosks
- **Retail Week Technology Award**
  Best UK Kiosk Initiative
- **Retail Week Technology Award**
  Best UK Multichannel Business
- **Retail Systems Award**
  Best UK Multichannel Business
- **Retail Systems Award**
  Company of the Year
- **IMRG Awards for Excellence**
  Best Customer Experience
- **European Call Centre**
  Best European Customer Service
- **Online Retail Awards**
  Retail Mobile Website of the Year
- **Snow Valley Golden Chariot Awards**
  Best UK Delivery Service
- **Which?**
  7th Best Online Shop

Acquisitions totaling over

£3billion

Kiddicare.com technology acquisitions

SELECTING WINNERS...
We selected winners. Our biggest mistake was not owning any equity and we witnessed the following acquisitions from the Kiddicare.com platform.

- **Get Satisfaction**
  2015 Sprinkir Acquisition $40m-$50m
  First international customer. Created a customer-centric community.

- **Hook Logic**
  2016 Criteo Acquisition $250m
  First European customer.

- **Postcode Anywhere**
  2017 Gb Group Acquisition £74m
  Taken for granted now, Postcode Anywhere provided immediate address lookup enabling a streamlined checkout process.

- **Liveclicker**
  2019 CM Group Acquisition
  First international customer. Advised on roadmap and developed a product centric .tv platform.

- **10CMS**
  Unicorn Status
  Powered flash on across Kiddicare.com and worked closely to develop roadmap and launch of HTML 5 product. First customer.

- **Responsys**
  2013 Oracle Acquisition $1.5bn
  Kiddicare-wide ECRM solution which was later rolled out to morrisons.com.

- **Esendex**
  2013 Darwin Private Equity MBO £11m
  Powered our text messaging solution including delivery notifications. First in Europe.

- **Parature**
  2014 Microsoft Acquisition $100m
  First international customer.

- **Coremetrics**
  2010 IBM Acquisition
  Advisory board and early user of Coremetrics for all web analytics.

- **Cybersource**
  2010 Visa Acquisition $2bn
  Powered our own Kiddicare.com checkout.

- **Endeca**
  2011 Oracle Acquisition $1.1bn
  First to use Endeca & IBM together. Argos, Halfords and many more copied. Advisory board and reference site.

elevaa+e

Elevaate Awards

The Grocer Gold Awards 2017

Retail Week Awards 2016

IDG Business Awards 2015

Gartner Cool Vendor 2016

Retail Week Startup of the Year 2015

Retail Systems Awards 2015

Retail Week Tech & Ecomm Awards 2015

Elevaate Acquisition

Elevaate was acquired by Quotient Technology Inc. (NYSE: QUOT) based in Mountain View, California in October 2018, four years after investment from Haatch, and smashed Haatch's return target providing a return on investment of 276x.

businesswire

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Quotient Acquires Search and Sponsored Product Media Technology to Fuel Ecommerce

Company acquires U.K.-based Elevaate, bringing strategic revenue-driving platform for search and sponsored product media to ecommerce sites

October 30, 2018 08:00 AM Eastern Daylight Time

MOUNTAIN VIEW, Calif.--(BUSINESS WIRE)--Quotient Technology (NYSE: QUOT) today announced it has acquired U.K.-based Elevaate, which has an in-market technology platform that drives ecommerce sales through sponsored search and product ads on retailers' ecommerce properties and elsewhere on the web. The acquisition enables Quotient to help its retailer partners boost ecommerce media and sales at a time when shoppers are initiating more of their trips directly on retailer websites.

Quotient acquires U.K.-based Elevaate, bringing strategic revenue-driving platform for search and sponsored product media to ecommerce sites

Tweet this

"This is a great enhancement to our media solutions for retailer partners and our consumer packaged goods (CPG) clients," said Mir Aamir, President and CEO of Quotient. "Brands are eager to get prominent placements on the digital shelf, and shoppers have come to expect and engage with featured products and sponsored results when they search for a product. Quotient is already the exclusive digital media partner for retailers that represent combined annual grocery sales of about $150 billion, and this ecommerce media capability is a great addition to our retail performance media platform."

As product search increasingly shifts away from core search engines towards retailer sites, brands are looking for effective ways to market their products within this new paradigm. This new capability in Quotient's media solutions enables CPG brands to shift their search budgets to a higher performing medium directly tied to product sales. Additionally, grocery retailers, which are investing heavily to grow their ecommerce businesses, can benefit greatly from integrated media capabilities related to search results and sponsored products.

"Search and sponsored product media is a natural and critical addition to our Albertsons Performance Media (APM) platform powered by Quotient Technology," said Narayan Iyengar, Senior Vice President, Digital and eCommerce, for Albertsons Companies. "With ecommerce a significant strategic focus for Albertsons, the addition of this capability by Quotient will enable us to offer brands another great way to drive online sales."

Elevaate's technology platform matches brand product ads with relevant contextual placements mapped throughout the ecommerce purchase process. Proprietary algorithms, flexible bidding models, and rich analytics allow brands to optimize their programs to drive sales performance.

Quotient

QUOTIENT TECHNOLOGY INC.
NYSE:QUOT

Release Summary

Quotient Acquires Search and Sponsored Product Media Technology to Fuel Ecommerce

Tweets by @quotient

Quotient @quotient

Barriers to grocery eComm are falling rapidly as shoppers' habits increasingly change with many splitting their shop & trips across store & online. More on how retailers can build shopper loyalty as more consumers embrace online ordering: bit.ly/3lLFBK

What the Shift to Dig... Grocery has proven t... rtnews.com

Feb 18, 2020

Quotient @quotient

Zazzle
A BRIGHTER DIGITAL FUTURE

Zazzle Media Acquisition

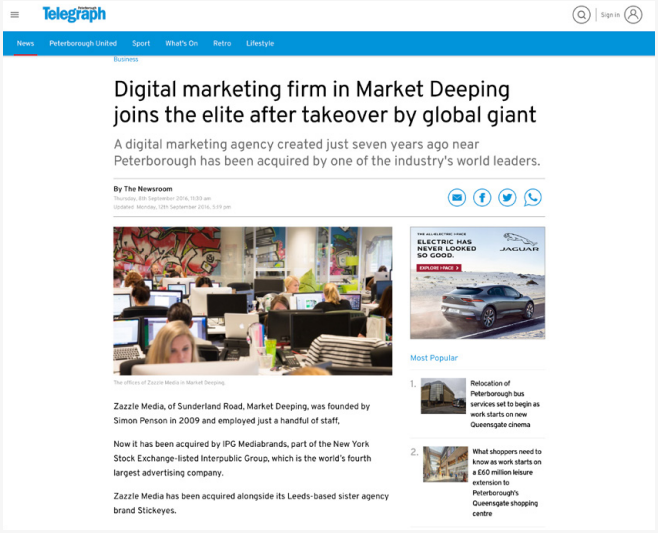
Zazzle Media was born out of sole founder Simon Penson's understanding of the shifting consumer need and a rapidly maturing digital landscape.

Having seen first-hand how audiences were migrating online in the mid-2000s from his role as a national magazine editor and the growth of his early affiliate sites group (sold in 2007 to private investors), it was clear that the growing band of internet businesses were going to require 'real' marketing. Zazzle Media was born to service that need in 2009.

In the following six years, Simon grew the business from the corner of his living room into an international agency of repute.

That growth story included a merger with Leeds-based data and search agency Stickyeyes in 2015 to create the UK's largest independent search and content agency.

As a result of the move, the globe's fourth-largest advertising and marketing network acquired the combined company in a deal worth up to £37m in 2016.



Telegraph

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Business

Digital marketing firm in Market Deeping joins the elite after takeover by global giant

A digital marketing agency created just seven years ago near Peterborough has been acquired by one of the industry's world leaders.

By The Newsroom

Thursday, 8th September 2016, 11:30 am
Updated Monday, 12th September 2016, 5:19 pm

The offices of Zazzle Media in Market Deeping.

Zazzle Media, of Sunderland Road, Market Deeping, was founded by Simon Penson in 2009 and employed just a handful of staff,

Now it has been acquired by IPG Mediabrands, part of the New York Stock Exchange-listed Interpublic Group, which is the world's fourth largest advertising company.

Zazzle Media has been acquired alongside its Leeds-based sister agency brand Stickeyes.

Most Popular

1. Relocation of Peterborough bus services set to begin as work starts on new Queensgate cinema

2. What shoppers need to know as work starts on a £60 million leisure extension to Peterborough's Queensgate shopping centre

"In the following six years, Simon grew the business from the corner of his living room into an international agency of repute."

APPENDIX 3
DEFINITIONS

Application Form	The application form, which can be found at **https://haat.ch/hvapply**, to invest in the Fund completed by an investor and submitted to Mainspring via the online process
CGT	Capital Gains Tax
Custodian	The administrator and custodian of the Fund, being Mainspring Nominees Limited, a private limited company registered in England and Wales with registered number 08255713 whose principal office is at 44 Southampton Buildings, London, WC2A 1AP
Deal Matrix	The Investment Manager's approach to selecting investments
EIS	Enterprise Investment Scheme as set out in Part 5 of the Income Tax Act 2007
EIS3 Certificate	EIS3 Certificates issued to Investors by HMRC
Exemption	Free from tax liability
Haatch	Scott Weavers-Wright and Fred Soneya trading together as Haatch, Haatch Ventures LLP, Haatch Limited (company number 08900719) and any subsidiary or holding company of Haatch Limited and the Haatch brand and existing trading name
IHT	Inheritance Tax
Information Memorandum	This Information Memorandum dated May 2021
Investment Management Agreement	The Investment Management Agreement entered into between the Investment Manager and the Investors set out in the application form
Investment Manager	Haatch Ventures LLP authorised and regulated by the Financial Conduct Authority ("FCA") under FRN 916959, registered in England with company number OC421829 and with a registered office at The Hub, Blackfriars Street, Stamford, Lincolnshire, PE9 2BW
Investor	An investor invested in the Fund
Management Fee	The establishment and management fee set out on page 18
MVP	Minimal Viable Product
Nominee	MNL Nominees Limited, a private limited company, registration number 09512864, appointed to hold and protect client assets and client money; a non-trading wholly owned subsidiary of Mainspring Nominees Limited
Performance Fee	The performance fee set out on page 18
Portfolio Company	A company invested in by the Fund
Qualifying Company	EIS qualifying company which satisfies HMRC requirement for the EIS
Evergreen Fund	Multiple closes with no end date as described on page 16
Smart Money	Haatch's approach to supporting portfolio business as set out on page 13
International Investors	Investors who do not qualify for EIS, as set out on page 19
Investor Portal	The investor portal which can be accessed via **https://haat.ch/investor-portal**

APPENDIX 4 PARTNERS & ADVISORS

The Fund is supported by three leading specialist firms, the details of which are outlined below:

Investment Manager
Haatch Ventures LLP
The Hub, Blackfriars Street
Stamford
Lincolnshire
PE9 2BW

Legal Advisor
Mills & Reeve LLP
24 King William Street
London
EC4R 9AT

Custodian and Administrator
Mainspring Nominees Limited
44 Southampton Buildings,
London,
WC2A 1AP

www.haatch.com/investors

jessica@haatch.com

07958 213122

All information correct as of May 2021