



Enterprise Investment Scheme & Seed Enterprise Investment Scheme

Application Form: Retail Clients

***Please ✓ tick which Deepbridge EIS/SEIS proposition this application form is for:**

PLEASE NOTE: This form should only be used for one of the below propositions at a time. If you wish to invest across more than one proposition, please complete a separate application form for each respective proposition.



Deepbridge Technology Growth EIS

The Deepbridge Technology Growth EIS is an opportunity to participate in a portfolio of actively-managed high-growth technology companies, taking advantage of the potential tax benefits available under the Enterprise Investment Scheme.

A diversified portfolio of actively managed high-growth companies seeking commercialisation funding, the Deepbridge EIS invests in technology growth companies that have a proven technology, robust intellectual property and are operating in a high growth/high value market sector.

This application form relates to the **Deepbridge Technology Growth EIS**



Deepbridge Life Sciences EIS

The Deepbridge Life Sciences EIS is an opportunity to participate in a portfolio of actively-managed high-growth life sciences and healthcare innovation companies, taking advantage of the potential tax benefits available under the Enterprise Investment Scheme.

A diversified portfolio of actively managed high-growth companies seeking commercialisation funding, the Deepbridge EIS invests in life sciences and healthcare innovation companies that have a significant market potential, robust intellectual property and innovation-driven products.

This application form relates to the **Deepbridge Life Sciences EIS**



Deepbridge Innovation SEIS

The Deepbridge Innovation SEIS is an opportunity to secure potentially attractive returns by investing in a diversified portfolio of early-stage technology companies, whilst taking advantage of the considerable income tax, capital gains tax, and inheritance tax benefits available under the Seed Enterprise Investment Scheme.

A diversified portfolio of actively managed early-stage companies seeking funding to develop intellectual property led innovations.

This application form relates to the **Deepbridge Innovation SEIS**



Deepbridge Life Sciences SEIS

The Deepbridge Life Sciences SEIS is an opportunity to secure potentially attractive returns by investing in a diversified portfolio of early-stage life science companies, whilst taking advantage of the potential income tax, capital gains tax, and inheritance tax benefits available under the Seed Enterprise Investment Scheme.

A diversified portfolio of actively managed early-stage companies seeking funding to develop intellectual property led medical innovations.

This application form relates to the **Deepbridge Life Sciences SEIS**

Enterprise Investment Scheme & Seed Enterprise Investment Scheme

Application Form

How to fill out this form

Please read the appropriate Deepbridge EIS/SEIS Information Memorandum relating to the respective Deepbridge EIS/SEIS and the corresponding Agreement therein.

**For both advised and non advised subscriptions please complete sections 1 and 2.
Please tick ✓ boxes to confirm all relevant information has been provided.**

- Section 1** About the investor
- Section 2** About the investment

Advised subscription only

- Section 3** About the adviser (to be completed by the adviser)
- Section 4** About adviser remuneration (to be completed by the adviser)
- Section 5** Adviser declaration (to be completed by the adviser)
- Section 6** Investor declaration (to be completed by the investor)

Non advised subscription only

- Section 7** Investor appropriateness (To be completed by the investor)
- Section 8** Non-advised declaration (To be completed by the intermediary, if applicable)
- Section 9** Investor definition (To be completed by the investor)
- Section 10** Investor declaration (To be completed by the investor)

Additional Information

Please enclose the necessary verification of identity documentation (which must be certified by a regulated individual e.g. financial adviser, solicitor or accountant):

- an Identity Verification Certificate or one of each of the following;
- a certified copy of identification (your passport or driving licence); plus
- a certified copy of proof of address (driving licence, bank statement or recent utility bill (less than 3 months old, not mobile phone).

The original signature should be on each page of the document (not a photocopy).

If you are acting under a Power of Attorney, please enclose:

- a certified copy of your Power of Attorney; plus
- the necessary verification of identity documentation for each Power of Attorney (please see above).

Please send your completed form to:

Deepbridge Advisers Limited, Deepbridge House, Honeycomb East, Chester Business Park, Chester CH4 9QN

Section 1

About the investor

Title (Mr/Mrs/Miss/Ms/Other):	Forenames:
Surname:	Date of birth:
Country and place of birth:	Contact number:
Are you an existing Deepbridge investor?:	<input type="checkbox"/> Yes <input type="checkbox"/> No
Are you a US Citizen or resident in the US for tax purposes?:	<input type="checkbox"/> Yes <input type="checkbox"/> No
If yes, please provide your US Tax Identification Number (TIN):	
Nationality:	National Insurance number:
Tax reference number:	
Email address:	
Permanent residential address: Postcode:	Length of occupation at residential address: Years: Months: If length of occupation is less than 3 years please provide previous residential address*
*Previous residential address(es) in the past 3 years. Postcode:	Length of occupation at previous residential address(es): Years: Months:
Is there a registered Power of Attorney in place for this application?:	<input type="checkbox"/> Yes <input type="checkbox"/> No
If yes, who should we send correspondence to?:	<input type="checkbox"/> The Subscriber <input type="checkbox"/> The Power of Attorney

PoA Name:

PoA NI Number:

PoA date of birth:

If you'd like us to send correspondence to the PoA, please give us their address (if different from the above).

Postcode:

Section 2

About the investment

Please tick box below:

***Please tick to indicate that you have read and understood the Information Memorandum relating to the Deepbridge EIS/SEIS proposition, available from your adviser/intermediary or from the Deepbridge website and understand the risks associated.**

Risk Warnings

If contemplating an investment or investment service, the Investor/Subscriber should seek independent advice or make his/her own decisions as to the appropriateness of the investment or investment service;

- Share prices, their values and income can go down as well as up and Investors may get back less than their original investment.
- Past performance is not a guide to future performance.
- The extent and value of any tax advantages or benefits arising from the use of tax-advantaged services will vary according to the individual's circumstances
- The levels and bases of taxation may also change.

How much are you investing?

You can invest as much as you like, so long as you invest at least £10,000.

£

Are you seeking to claim any tax relief relating to a previous tax year?

Yes

No

If your answer to this question is yes, please confirm details:

Please tick one box below only:

**Cheque/
bankers' draft**

Please enclose a cheque from your personal account, made payable to 'Reyker Securities plc client A/C re: Deepbridge'. We do not accept cheques from business accounts. Bankers' drafts and building society cheques must specifically mention the investor's name.

Or

Bank transfer

Please transfer your investment to the following account after first sending in your completed application form and identification, making sure that you reference the payment with your name:

Bank name: Natwest

Sort code: 60-00-01

Account name: Reyker Securities plc client A/C re: Deepbridge

Account number: 41554914

Please note: Payments need to be made from the client's personal UK Bank Account (we do not accept payments from business or overseas accounts).

Please tick box below to indicate if financial advice has been given or not:

Financial advice HAS been provided
Please turn to page 5

Financial advice has NOT been provided
Please turn to page 9

Advised Subscription Only

PLEASE COMPLETE ALL SECTIONS BELOW:

Section 3

About the adviser

(To be completed by the adviser)

Section 4

About adviser remuneration

(To be completed by the adviser)

Section 5

Adviser declaration

(To be completed by the adviser)

Section 6

Investor declaration

(To be completed by the investor)

Should you have any questions regarding this form, please contact the
Deepbridge Investor Relations Team on 01244 746000

Section 3

About the adviser (To be completed by the adviser)

Adviser name:	FCA number:
Company:	
Contact number:	Email:
Address:	
	Postcode:
Are you a part of a network/service provider?:	<input type="checkbox"/> Yes <input type="checkbox"/> No
If yes, supply the network/service provider name:	

Section 4

About adviser remuneration (To be completed by the adviser)

Please read the following text and then complete it as appropriate. Failure to complete this section correctly could result in delays to the investment. If you have any questions please call us on 01244 746000.

Please indicate the level of initial adviser charges agreed. If you have agreed that Deepbridge will facilitate no charges to your adviser/intermediary, then please indicate 'Nil'. Please note that any initial adviser/intermediary charge will be calculated as a percentage of the subscription amount. Please refer to the Information Memorandum for an indicative level of adviser remuneration, which will be deducted from the subscription received.

Financial Adviser Facilitation Charge	<input type="text"/>	%	<u>or</u>	<input type="text"/>	£
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Please note that no charge will be applied if the above section is not completed. Where you indicate an agreed charge you are authorising Deepbridge to pay such charge to the financial intermediary and for the net amount to be subscribed to the Fund.

Section 5

Adviser declaration (To be completed by the adviser)

We have undertaken an assessment of the person named in Section 1 of the Investor Application Form (the “Investor”) in respect of his/her knowledge and experience in making EIS and SEIS or similar investments, financial situation and investment objectives so as to enable us to take the decision, which we have, that an investment in the Deepbridge EIS/SEIS is suitable for him/her as per COBS 9.

In doing so, we obtained from the Investor such information as was necessary for us to understand the essential facts about the Investor and have a reasonable basis for believing, giving due consideration to the nature and extent of the service provided, that a subscription to the Deepbridge EIS/SEIS achieves the following: meets his/her investment objectives; is such that he/she is able financially to bear any related investment risks consistent with his/her investment objectives; and is such that he/she has the necessary experience and knowledge in order to understand the risks involved in the transaction or in the management of his/her portfolio.

The information regarding the investment objectives of the Investor which we obtained included, where relevant, information on the length of time for which the Investor wishes to hold the investment, his/her preferences regarding risk taking, his/her risk profile, and the purposes of the investment. The information regarding the financial situation of the Investor which we obtained included where relevant, information on the source and extent of his/her regular income, his/her assets, including liquid assets, investments and real property and his/her regular financial commitments.

The information regarding the Investor’s knowledge and experience in the investment field included, to the extent suitable to the nature of the Investor, the nature and extent of the services to be provided by the Manager as manager of the Deepbridge EIS/SEIS including its complexity and the risks involved, information on: the types of service, transaction and designated investments with which the Investor is familiar; the nature, volume, frequency of the client’s transactions in designated investments and the period over which they have been carried out; the level of education, profession or relevant former profession of the client.

Accordingly, we hereby certify to you that the Subscription proposed to be made in the Deepbridge EIS/SEIS by the Investor is suitable for the Investor within the meaning of the FCA rules and that each investment which you make on his/her behalf pursuant to the terms of the Investor’s Agreement will also be suitable for the Investor. We confirm that all such information referred to above is in our possession and we undertake to provide to you as soon as reasonably practicable following your request all or any of such information as you may require. We further undertake to notify you forthwith should an investment in the Deepbridge EIS/SEIS cease to be suitable for the Investor, for whatever reason, or should we cease to act for the Investor as his/her IFA.

We consent to Enterprise Investment Partners LLP relying on this assessment certificate:

Name of firm:	
Adviser name:	FCA Number:
Signature:	Date:

Section 6

Investor declaration (To be completed by the investor)

I wish to invest the amount stated in Section 2 in the Deepbridge EIS/SEIS subject to the terms set out in the Investor Agreement and the Administrator and Custodian Terms and Conditions in this Memorandum. In relation to my investment, I appoint Enterprise Investment Partners LLP to be the Manager on the terms set out in the Investor Agreement.

I confirm that:

- I am applying on my own behalf;
- I will notify the Manager if the Investment is made in a company with which I am connected as defined in section 166 of the Income Tax Act 2007 (in which case clause 6.4 of the Investor Agreement applies at once)
- I will notify the Manager if within the Three Year Period, I become connected with the EIS Company or receive value from such Company;
- I have read the Memorandum, including the Investor Agreement. I have understood and I agree to be bound as a party to the terms of the Investor Agreement and authorise the Manager to enter into a Custodian Agreement on my behalf;
- I have understood and I agree to be bound by the Custodian's terms and conditions of business;
- I accept that the information supplied in Section 6 is only provided to enable the Manager to assess the appropriateness of an investment made through the Fund for me. I acknowledge that the Manager is not my general financial adviser and that any tax information provided is in the context of the service offered;
- I consent to Deepbridge facilitating my adviser's fees and charges as set out in Section 4;
- I have read this Application Form and I confirm that I have provided full and accurate information on my personal and financial circumstances in order that the Manager may assess the appropriateness of an investment in the Fund. I understand that the Manager may decline to act on my behalf in the event that the information provided is incomplete;
- I have advised the Manager if I am a solicitor or an accountant or other professional person who is subject to professional rules preventing me from making investments in particular EIS and SEIS Companies (please advise the Manager which firm you work for so that the terms of the Investor Agreement can be applied correctly);
- I consent to the Manager's dealing and best execution arrangements and acknowledge that on occasions when the Manager passes an order to another party for execution, the counterparty may execute the trade outside a regulated market or exchange; and
- I agree and acknowledge that where the Manager is required by the FCA Rules to provide information to me, such information may be provided by means of the Manager's website.
- I acknowledge that I have the right to cancel my Subscription within 14 business days of the Manager's acceptance of the Application Form.
- I acknowledge that if I abort this transaction prior to deployment of funds into the investee companies, Deepbridge reserves the right to charge an abortive administration fee of a minimum of £85 + VAT in order to cover associated costs. This fee will be deducted from my subscription prior to funds being returned.
- I acknowledge that Deepbridge Advisers Limited will share some or all of the data contained within this application form with parties necessary to the processing of the application and subsequent subscriptions. Such parties include the Custodian/ Nominee, Reyker Securities PLC, the Investment Manager, Enterprise Investment Partners LLP, Deepbridge Capital LLP, GB Group PLC for identification and anti-money laundering reporting and the respective investee companies. Data will not be shared for marketing purposes and will only be processed as required. Details of Deepbridge's privacy policy can be found at www.deepbridgecapital.com and the data protection policies of any third parties may be found on their respective websites.
- By submitting this application, I agree with Reyker's Terms and Conditions (which can be found at www.reyker.com) which is their binding contract with me.

Full name of applicant:

Signature:

Date:

Non Advised Subscription Only

PLEASE COMPLETE ALL APPLICABLE SECTIONS BELOW:

Section 7

Investor appropriateness

(To be completed by the investor)

Section 8

Non-advised Intermediaries declaration

(To be completed by the intermediary, if applicable)

Section 9

Investor definition

(To be completed by the investor)

Section 10

Investor declaration

(To be completed by the investor)

**Should you have any questions regarding this form, please contact the
Deepbridge Investor Relations Team on 01244 746000**

Section 7

Investor appropriateness (To be completed by the investor)

The Manager is required by the FCA to obtain sufficient information from Investors to enable it to ensure this investment is appropriate for them. If your circumstances or your requirements change in the future you must notify the Manager in writing immediately. The Manager cannot accept an application if this information is not completed. Unless otherwise stated, terms used in this Client Appropriateness Form will have the meanings set out in the respective EIS/SEIS Information Memorandum.

Investment objectives

The investment objectives of each respective Deepbridge EIS/SEIS proposition is outlined on the inside cover of this application form and within each respective Information Memorandum. Each proposition is designed to provide investors with access to a portfolio of EIS/SEIS qualifying companies each of which qualifies for tax advantages under the Enterprise Investment Scheme or Seed Enterprise Investment Scheme. You should be aware that shares in unquoted companies are generally higher risk than shares quoted on the main market of the London Stock Exchange. The Investment is likely to be held for the medium to long term, as investments in EIS/SEIS Qualifying Companies have to be held for at least three years in order to benefit from the income tax relief and capital gains tax deferral.

- 7.1 Please tick the box to confirm that you are aware of and understand the investment objectives of the Deepbridge EIS/SEIS and that these are consistent with your own personal financial objectives including the risk factors detailed in the Section "RISK FACTORS" in the respective Information Memorandum.

Please also confirm the following:

- 7.2 We are able to invest in EIS/SEIS over the medium to long term (the investment must be held for a period not less than three years to be fully eligible for the tax reliefs available under the (Seed) Enterprise Investment Scheme, and that you will not need access to capital invested during this period).

- 7.3 Are you seeking to benefit from relief from EIS/SEIS taxation reliefs. Yes No

Specific questions relating to EIS/SEIS taxation reliefs.

Please note that the EIS/SEIS may not be an appropriate investment if you cannot take advantage of the SEIS tax reliefs (for each question, tick one box as appropriate).

- 7.4 Are you seeking to defer or shield a capital gain? Yes No

Date of gain(s):

Amount of gross gain(s): £

- 7.5 Are you seeking to claim full income tax relief? (Investors should consider whether they have sufficient income tax liability in this tax year or the previous tax year if they intend to carry back some of the Subscription). Yes No
- 7.6 Are you seeking to benefit from relief from inheritance tax (after two years from the date of the underlying investments)? Yes No
- 7.7 Have you received any taxation advice relating to this investment? Yes No
- 7.8 Have you received any specific investment advice as to the appropriateness of this investment (e.g. from an IFA)? Yes No
- 7.9 Other commitments – please confirm that you understand that an investment is likely to tie up your capital invested for a period of at least five years. Yes No

7.10 Have you any significant capital commitments which cannot be funded from your annual disposable income or liquid savings within the next five years? Yes No

If your answer to this question is Yes, please confirm how this commitment will be funded:

7.11 Please state your current profession, if you are retired, your previous profession:

Please also indicate if you have previously held a position in the financial services sector or if you are a relevant professional (e.g. accountant, stockbroker, solicitors, etc).

7.12 Your experience and understanding of various types of investments is a factor in determining the appropriateness of the respective Deepbridge EIS/SEIS for you. Please complete the table to show in which types of shares you have had personal experience.

Please state the number of years of experience

Type of Shares	No. of years experience
Large quoted companies (including authorised unit trusts, OEICS, ISAs, PEPs)	<input type="checkbox"/>
Smaller quoted companies	<input type="checkbox"/>
AIM-listed or unquoted companies	<input type="checkbox"/>
Tax Products (e.g. VCTs, EISs, EZTs, BPRA or film schemes)	<input type="checkbox"/>
Please tick <input checked="" type="checkbox"/> if no previous shareholdings	<input type="checkbox"/>

In what capacity have you had this experience?

Shareholder
 Director
 Consultant/auditor
 Other (please specify) _____

7.13 On average, how much do you invest in the types of investments listed above each year?

Above, £100,000
 £50,000 – £100,000
 £25,000 – £50,000
 £5,000 – £25,000
 Less than £5,000

7.14 Please indicate your education history:

Professional/post graduate
 Higher education/degree
 Secondary education

7.15 Please list any current company directorships you hold/have held in the last five years.

Details:

7.16 Have you been in a network or syndicate of business angels for at least six months prior to today's date? Yes No

7.17 Please provide any further information (e.g. details of your wider experience or background) which you think might be relevant to our assessment of you as a retail investor or professional client in relation to investment.

Details:

7.18 Please indicate your annual net disposable income (after all regular financial commitments)

<input type="checkbox"/> Above, £100,000	<input type="checkbox"/> £100,000 – £50,000	<input type="checkbox"/> £50,000– £25,000
<input type="checkbox"/> £25,000 – £10,000	<input type="checkbox"/> £10,000 – £5,000	<input type="checkbox"/> Less than £5,000

7.19 Please indicate the value of your assets (excluding your residence) net of any loans and other liabilities:

<input type="checkbox"/> Above, £1,000,000	<input type="checkbox"/> £1,000,000 – 500,000	<input type="checkbox"/> £500,000 – £ 250,000
<input type="checkbox"/> £250,000 –£100,000	<input type="checkbox"/> £100,000 – £50,000	<input type="checkbox"/> Less than £50,000

7.20 Regular Source of income:

Employment status:

Main source of income (e.g. earnings/investment income/pension etc):

7.21 Source of subscription (e.g. proceeds from a capital gain, savings, earnings etc):

7.22 Benefits and Risks

Have you read and understood the risks associated with the Fund in the respective Information Memorandum?

Yes

No

Are you confident that this Fund meets your investment needs, objectives, and risk profile?

Yes

No

Are you prepared and able to invest for the medium to long term (3-5 years or more) and do not require income or access to capital invested during this period?

Yes

No

Have you understood that unlisted companies are high risk investments and that the capital you invest may be lost in its entirety?

Yes

No

Would any partial or total loss of your investment in the Fund have a materially detrimental effect on your standard of living?

Yes

No

7.23 Investment Knowledge

What happens to the majority of small, unquoted companies?

They fail

They generate good returns for investors

What may happen if one or more of the investee companies fails?

I may lose some or all of the money I invest.

I will be compensated by a third party.

I will receive compensation from the FSCS.

When will you be able to get your initial investment back?

On demand at any time.

The company is listed so I can sell my shares whenever I like.

It may not be possible to liquidate my investment quickly.

What will happen to the level of your shareholding in a company if it issues more shares in future after you invest?

My proportion of the total shares in the company will remain the same.

My proportion of the total shares in the company will decrease.

My proportion of the total shares in the company will increase.

Section 8

Non-advised declaration (To be completed by the intermediary, if applicable)

We have undertaken an appropriateness assessment of the person named in Section 1 of the Investor Application (the “Investor”) in accordance with COBS section 10.2 of the FCA Handbook, covering the Investor’s investment into the Deepbridge EIS/SEIS.

In doing so we obtained information regarding the Investor’s knowledge and experience in the investment field relevant to the Deepbridge EIS/SEIS so as to enable us to assess whether the Deepbridge EIS/SEIS is appropriate for the Investor.

When assessing appropriateness, we must determine whether the Investor has the necessary experience and knowledge in order to understand the risks involved in relation to the Deepbridge EIS/SEIS.

The information regarding the Investor’s knowledge and experience in the investment field included, to the extent appropriate to the nature of the Investor, the nature and extent of the service to be provided by the Manager as manager of the Deepbridge EIS/SEIS, including its complexity and the risks involved, information on: the types of service, transaction and designated investments with which the Investor is familiar; the nature, volume, frequency of the Investor’s transactions in designated investments and the period over which they have been carried out; the level of education, profession or relevant former profession of the client.

We confirm that all such information referred to above is in our possession and we undertake to provide to you as soon as reasonably practicable following your request all or any of such information as you may require. We further undertake to notify you forthwith should we cease to act for the Investor as his/her intermediary.

We consent to Enterprise Investment Partners LLP relying on this assessment certificate:

Name of firm:	
Contact name:	FCA Number:
Signature:	Date:

Section 9

Investor definition

(To be completed by the investor. Please complete the relevant section below.)

High Net Worth Investor Statement

I make this statement so that I can receive promotional communications which are exempt from the restriction on promotion of non-readily realisable securities. The exemption relates to certified high net worth investors and I declare that I qualify as such because at least one of the following applies to me:

1. I had, throughout the financial year immediately preceding the date below, an annual income to the value of £100,000 or more. Annual income for these purposes does not include money withdrawn from my pension savings (except where the withdrawals are used directly for income in retirement); and
2. I held, throughout the financial year immediately preceding the date below, net assets to the value of £250,000 or more.

Net assets for these purposes do not include:

- a. the property which is my primary residence or any money raised through a loan secured on that property; or
- b. any rights of mine under a qualifying contract of insurance; or
- c. any benefits (in the form of pensions or otherwise) which are payable on the termination of my service or on my death or retirement and to which I am (or my dependants are), or may be, entitled; or
- d. any withdrawals from my pension savings (except where the withdrawals are used directly for income in retirement).

I accept that the investments to which the promotions will relate may expose me to a significant risk of losing all of the money or other property invested. I am aware that it is open to me to seek advice from an authorised person who specialises in advising on non-readily realisable securities.

Signature:

Date:

Certified Sophisticated Investor

A certified sophisticated investor is an individual:

1. who has a written certificate signed within the last 36 months by an FCA authorised firm confirming he or she has been assessed by that firm as sufficiently knowledgeable to understand the risks associated with engaging in investment activity in non-readily realisable securities; and
2. who has signed, within the period of twelve months ending with the day on which the communication is made, a statement in the following terms:

Sophisticated Investor Statement

I make this statement so that I can receive promotional communications which are exempt from the restriction on promotion of non-readily realisable securities. The exemption relates to certified sophisticated investors and I declare that I qualify as such.

I accept that the investments to which the promotions will relate may expose me to a significant risk of losing all of the money or other property invested. I am aware that it is open to me to seek advice from an authorised person who specialises in advising on non-readily realisable securities.

Signature:

Date:

Self-Certified Sophisticated Investor Statement

I declare that I am a self-certified sophisticated investor for the purposes of the restriction on promotion of non-readily realisable securities. I understand that this means:

1. I can receive promotional communications made by a person who is authorised by the Financial Conduct Authority which relate to investment activity in non-readily realisable securities; and
2. the investments to which the promotions will relate may expose me to a significant risk of losing all of the property invested.

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

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

I accept that the investments to which the promotions will relate may expose me to a significant risk of losing all of the money or other property invested. I am aware that it is open to me to seek advice from an authorised person who specialises in advising on non-readily realisable securities.

Signature:

Date:

Restricted Investor Statement

I make this statement so that I can receive promotional communications relating to non-readily realisable securities as a restricted investor. I declare that I qualify as a restricted investor because:

1. in the twelve months preceding the date below, I have not invested more than 10% of my net assets in non-readily realisable securities; and
2. I undertake that in the twelve months following the date below, I will not invest more than 10% of my net assets in non-readily realisable securities.

Net assets for these purposes do not include:

- a. the property which is my primary residence or any money raised through a loan secured on that property;
- b. any rights of mine under a qualifying contract of insurance; or
- c. any benefits (in the form of pensions or otherwise) which are payable on the termination of my service or on my death or retirement and to which I am (or my dependants are), or may be entitled; or
- d. any withdrawals from my pension savings (except where the withdrawals are used directly for income in retirement).

I accept that the investments to which the promotions will relate may expose me to a significant risk of losing all of the money or other property invested. I am aware that it is open to me to seek advice from an authorised person who specialises in advising on non-readily realisable securities.

Signature:

Date:

Section 10

Investor declaration (To be completed by the investor)

I wish to invest the amount stated in Section 2 in the Deepbridge EIS/SEIS subject to the terms set out in the Investor Agreement and the Administrator and Custodian Terms and Conditions in this Memorandum. In relation to my investment, I appoint Enterprise Investment Partners LLP to be the Manager on the terms set out in the Investor Agreement.

I confirm that:

- I am applying on my own behalf;
- I will notify the Manager if the Investment is made in a company with which I am connected as defined in section 166 of the Income Tax Act 2007 (in which case clause 6.4 of the Investor Agreement applies at once)
- I will notify the Manager if within the Three Year Period, I become connected with the EIS Company or receive value from such Company;
- I have read the Memorandum, including the Investor Agreement. I have understood and I agree to be bound as a party to the terms of the Investor Agreement and authorise the Manager to enter into a Custodian Agreement on my behalf;
- I have understood and I agree to be bound by the Custodian's terms and conditions of business;
- I accept that the information supplied in Section 6 is only provided to enable the Manager to assess the appropriateness of an investment made through the Fund for me. I acknowledge that the Manager is not my general financial adviser and that any tax information provided is in the context of the service offered;
- I consent to Deepbridge facilitating my adviser's fees and charges as set out in Section 4;
- I have read this Application Form and I confirm that I have provided full and accurate information on my personal and financial circumstances in order that the Manager may assess the appropriateness of an investment in the Fund. I understand that the Manager may decline to act on my behalf in the event that the information provided is incomplete;
- I have advised the Manager if I am a solicitor or an accountant or other professional person who is subject to professional rules preventing me from making investments in particular EIS and SEIS Companies (please advise the Manager which firm you work for so that the terms of the Investor Agreement can be applied correctly);
- I consent to the Manager's dealing and best execution arrangements and acknowledge that on occasions when the Manager passes an order to another party for execution, the counterparty may execute the trade outside a regulated market or exchange; and
- I agree and acknowledge that where the Manager is required by the FCA Rules to provide information to me, such information may be provided by means of the Manager's website.
- I acknowledge that I have the right to cancel my Subscription within 14 business days of the Manager's acceptance of the Application Form.
- I acknowledge that if I abort this transaction prior to deployment of funds into the investee companies, Deepbridge reserves the right to charge an abortive administration fee of a minimum of £85 + VAT in order to cover associated costs. This fee will be deducted from my subscription prior to funds being returned.
- I acknowledge that Deepbridge Advisers Limited will share some or all of the data contained within this application form with parties necessary to the processing of the application and subsequent subscriptions. Such parties include the Custodian/Nominee, Reyker Securities PLC, the Investment Manager, Enterprise Investment Partners LLP, Deepbridge Capital LLP, GB Group PLC for identification and anti-money laundering reporting and the respective investee companies. Data will not be shared for marketing purposes and will only be processed as required. Details of Deepbridge's privacy policy can be found at www.deepbridgecapital.com and the data protection policies of any third parties may be found on their respective websites.
- By submitting this application, I agree with Reyker's Terms and Conditions (which can be found at www.reyker.com) which is their binding contract with me.

Full name of applicant:

Signature:

Date:

What do I need to do now?

Please enclose the necessary verification of identity documentation (which must be certified by a regulated individual e.g. financial adviser, solicitor or accountant):

- an Identity Verification Certificate or one of each of the following;
- a certified copy of identification (your passport or driving licence); plus
- a certified copy of proof of address (driving licence, bank statement or recent utility bill (less than 3 months old, not mobile phone).

The original signature should be on each page of the document (not a photocopy).

If you are acting under a Power of Attorney, please enclose:

- a certified copy of your Power of Attorney; plus
- the necessary verification of identity documentation for each Power of Attorney (please see above).

Please send your completed form to:

Deepbridge Advisers Limited, Deepbridge House, Honeycomb East, Chester Business Park, Chester, CH4 9QN

Please tick one box below only:

**Cheque/
bankers' draft**

Please enclose a cheque from your personal account, made payable to 'Reyker Securities plc client A/C re: Deepbridge'. We do not accept cheques from business accounts. Bankers' drafts and building society cheques must specifically mention the investor's name.

Or

Bank transfer

Please transfer your investment to the following account after first sending in your completed application form and identification, making sure that you reference the payment with your name:

Bank name: Natwest

Sort code: 60-00-01

Account name: Reyker Securities plc client A/C re: Deepbridge

Account number: 41554914

Please note: Payments need to be made from the client's personal UK Bank Account (we do not accept payments from business or overseas accounts).

What happens next?

Deepbridge will send you an acknowledgement that we have received your application, and when your subscription has been invested.

Deepbridge will then send you regular valuations and investor updates for your holdings.

For Deepbridge Advisers Ltd internal use only

Assessment completed:

Signature:

Appropriateness criteria met:

Yes

No

Date:

Date:



Deepbridge Advisers Limited
Deepbridge House
Honeycomb East
Chester Business Park
Chester
CH4 9QN

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