

Loan Note Application Form



RICHMOND



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Important Note

This Application Form incorporates by reference the Information Memorandum ("IM") published by London Richmond a limited company registered in England and Wales with registered number 12570866 whose registered office is at 6th Floor 60 Gracechurch Street, London, EC3V 0HR (the "Company") in connection with the issue of up to 10,000,000 ("Securities"), and the Terms and Conditions of Application attached. Unless otherwise stated or as the context shall otherwise require, defined terms and expressions used in this Application Form have the meanings ascribed to them in the IM.

Before You Invest

Before completing this Application Form, you should carefully review and understand the IM and the Instrument. Remember that the proposal is NOT suitable for everyone, the information in the offer documents does NOT constitute tax, legal or investment advice and you should seek your own independent advice. This Offer set out in the Information Memorandum is exclusively directed at persons who are:

- 'Investment professionals' within the meaning of Article 19 of the Financial Services and Markets Act (Financial Promotion) Order 2005 (FinProm)
- Certified as a 'high net worth investor' in accordance with Article 48 of FinProm
- Certified as a 'sophisticated investor' in accordance with Article 50 of FinProm
- Self-certified as a 'sophisticated investor' in accordance with Article 50A of FinProm

Minimum Investment

- The minimum investment is £30,000 and thereafter in multiples of £1,000
- The minimum investment is €30,000 and thereafter in multiples of €1,000
- The minimum investment is \$30,000 and thereafter in multiples of \$1,000

Instructions for Completing the Application Form

Before completing this Application Form, please carefully review the IM paying particular attention to the section headed "Risk Factors".

1. Please complete the Application Form in type or use block capitals (save for your signature) in black/blue permanent ink and sign any changes you make. Do not erase any text or use whiteout.
2. Read the acknowledgements and representations in the Application Form. If you have any questions on how to complete the application form, please contact info@londonrichmond.co.uk
3. Execute and date the Application Form.
4. Deliver or send the:
 - Application Form (completed, executed and dated);
 - Any relevant certified identification documents;
 - A bank statement showing an amount greater than the investment being made;
 - Your investor certificate confirming you are either an investment professional, a certified high net worth investor, a certified sophisticated investor or a self-certified sophisticated investor;
 - If you are certified as a "sophisticated investor" in accordance with Article 50 of FinProm you must provide a copy of your written certification (in addition to the prescribed statement) signed by an authorised person stating that you are sufficiently knowledgeable to understand the risks associated with the investment.

To: London Richmond Ltd, 6th Floor, 60 Gracechurch Street, London EC3V 0HR

Or email your scanned documents to: info@londonrichmond.co.uk

Please note your application will not be processed until the relevant anti-money laundering checks have been completed.

5. Keep a copy of the completed Application Form for your records.

The Company may decide, in its absolute discretion, to accept or reject the Application Form and will notify you of its decision.



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Investor Application

PLEASE READ THE INFORMATION MEMORANDUM CAREFULLY, PAYING PARTICULAR ATTENTION TO THE SECTION HEADED "RISK FACTORS" PRIOR TO COMPLETING THIS APPLICATION FORM.

I. Personal Details

Title (Mr/Mrs/Miss/Dr/Other): _____ Date of Birth: _____

Forename(s): _____

Surname(s): _____

Gender: _____ Nationality: _____

Permanent Address: _____

Postcode: _____

Email: _____

Telephone: (home or mobile) _____

2. Documentation

Applicants must provide **THREE** documents to complete the application.

Please provide **ONE** document confirming **personal photographic identification**.

Passport

Driving Licence

Please provide **ONE** document confirming **proof of address, dated within the last 3-months**.

Utility bill (not a mobile phone bill)

Bank Statement (not a credit card statement)

Driving Licence (if not used for photographic Identification)

Rental/Tenancy Agreement

Please provide **ONE** document confirming **proof of funds, dated within the last 3-months**.

Bank Statement showing an amount greater than the investment being made

For Non-UK resident investors, please ensure your documents are translated into English and certified.



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Non-Personal Applications

Investing Entity Name: JTH EUROPE LTD.

Entity Registration Number (If applicable): C 102078

Registered Entity Address:

97, Windsor Street, Sliema SLM 1853, Malta

Identification Required for Non-Personal Applications

Please provide the following additional information

- a). For Companies, please provide a Certificate of Incorporation and Identification details of **one Director (as detailed in Section 2)**
- b). For Trusts, please provide a certified copy of the Trust Deed and Identification details of **one Trustee (as detailed in Section 2)**

Subscription Details

Please tick one option to indicate which Series of Loan Notes you wish to subscribe for:

- Two Year Income Loan Note 11% (GBP)
- Two Year Income Loan Note 11% (USD)
- Two Year Income Loan Note ~~11%~~ (EUR) **14%** Please consider Two Year Income Loan Note 14% (EUR)

Please state the amount you wish to invest in the Company:

Amount in figures (please include currency) 600.000

Amount in words (please include currency) Six Hundred Thousand EUR



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3. Bank Details

Your investment will require payments of interest and capital to be made to you. Please provide the details of the bank account you wish these payments to be made to. You can provide these later if you prefer.

Account Name: JTH Europe Ltd.

Bank Name: UBS Switzerland AG

Account Number (UK):

Sort Code (UK):

IBAN (International only): CH26 0029 2292 1911 6860 A

Swift (International only): UBSWCHZH80A



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4. Acknowledgements and Representations

I confirm that I am 18 years of age or older, and personally possess sufficient knowledge and experience in financial and business matters (including experience with investments of a similar nature to an investment in the Company for the Securities) to be capable of evaluating the merits and risks of an investment in the Company. I acknowledge that the Company is not providing advice on this investment and confirm that I have taken such independent advice (including from a Financial Intermediary) that I deem necessary or desirable.

- a) I confirm that I have read and understood the Information Memorandum (and in particular the section headed "Risk Factors" and the terms and conditions of application for the Instrument set out therein). I confirm that, in making my application, I am relying solely on the information contained in the Investor Documentation and my own enquiries, and not on any information or representation in relation to the proposal.
- b) I agree and undertake, if my application is accepted, to observe, perform and be bound by the terms and conditions set out in the Investor Documentation.
- c) I confirm that I wish to invest on the basis of an assessment that I have sufficient experience and knowledge to make my own investment decisions and that I understand the risks involved in relation to the Company.

I am aware that investor compensation may not be open to me if that I lose money I invest in the Company.

I confirm that I have read and understood the sections headed "Important Notice" and "Risk Factors" in the Information Memorandum and that I understand the risks involved in making an investment in the Company.

- d) I acknowledge that this Application Form is not transferable or assignable.
- e) I confirm my agreement that this Application Form be governed by and construed in accordance with the laws of England and Wales and that the courts of England and Wales shall have exclusive jurisdiction to hear and determine any suit, action or proceedings and to settle any disputes which may arise out of or in connection with this Application Form and, for such purposes, I irrevocably submit to the jurisdiction of such courts. In addition, I irrevocably waive any objection which I might now or hereafter have to the courts of England and Wales being nominated as the forum to hear and determine any such suit, action or proceedings and to settle any such disputes, and agree not to claim that any such court is not a convenient or appropriate forum.
- f) I agree that the foregoing representations, warranties, agreements and acknowledgments shall survive the date of my investment in the Company and this Application Form shall be binding upon and inure to the benefit of all parties and their successors and permitted assignees.
- g) I agree that any term or provision of this Application Form which is invalid or unenforceable in any jurisdiction shall, as to such jurisdiction, be ineffective to the extent of such invalidity or unenforceability without rendering invalid or unenforceable the remaining terms or provisions of this Application Form or affecting the validity or enforceability of any of the terms or provisions of this Application Form in any other jurisdiction.
- h) I undertake to notify the Company immediately if there are ever any relevant circumstances of which the Company should be aware in relation to my classification as a high net worth, sophisticated investor or restricted investor or the appropriateness or suitability of the investment for me.
- i) I confirm that if the application is made on behalf of a company or trust, that I have the authority to enter into contracts for such legal entity.



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- I confirm that I have read and understood the Information Memorandum (and in particular the section headed "Risk Factors").
- I confirm that I understand the risks involved I have taken such independent advice (including from a Financial Intermediary) that I deem necessary or desirable.
- I confirm that I have read and understood the terms and conditions of application for the Instrument.
- I confirm that I am not resident in the UK.

Applicant

Investor Signature:

Mrs. Stefanie Carolien Johanna Knoester
for and on behalf of
TRUSTMOORE CORPORATE SERVICES (MALTA) LIMITED
Director of JTH EUROPE LTD

Print Name:

TRUSTMOORE CORPORATE SERVICES (MALTA) LIMITED
Director of JTH EUROPE LTD

Date: 14.06.2024



Where requested, by completing and signing this application form, you confirm that your identity may be verified by electronic means such as the use of data held by specialised data agencies.

GDPR

By signing this Application Form I give consent for personal data included in the application form to be processed by the Company and its related companies and agents.

INVESTED CAPITAL IS AT RISK. Investors may lose some or all of their original investment. Past performance and return illustrations are not a reliable indicator of future performance.



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Investor Certification

PLEASE SELECT THE INVESTOR CATEGORY THAT APPLIES TO YOU.

A CERTIFIED SOPHISTICATED INVESTOR

A certified sophisticated investor is an individual:

- 1) who has a written certificate signed within the last 36 months by a firm confirming he/she has been assessed by a FCA authorised firm as sufficiently knowledgeable to understand the risks associated with engaging in investment activity in speculative illiquid 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:

CERTIFIED SOPHISTICATED INVESTOR STATEMENT

I make this statement so that I am able to receive promotions which are exempt from the restriction on financial promotion in the Financial Services and Markets Act 2000. The exemption relates to certified sophisticated investors and I declare that I qualify as such in relation to investments in non-readily realisable securities and speculative illiquid securities. I accept that the contents of promotions and other material that I receive may not have been approved by an authorised person and that their content may not therefore be subject to controls which would apply if the promotion were made or approved by an authorised person.

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 and speculative illiquid securities.

Print Name: Mrs. Stefanie Carolien Johanna Knoester
for and on behalf of TRUSTMOORE CORPORATE SERVICES (MALTA) LIMITED
Director

Investor Signature:

Date: 14.06.2024



Please enclose a copy of the written certificate signed within the last 36 months by a firm confirming you have been assessed by a FCA authorised firm as sufficiently knowledgeable to understand the risks associated with engaging in investment activity in speculative illiquid securities.



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STATEMENT FOR SELF-CERTIFIED SOPHISTICATED INVESTOR

Note: Before signing the Certificate below, it is vital that you have read and understood the Information Memorandum as a whole.

Provided that you meet the criteria set out in the Certificate below, please sign and date the Certificate and return it with your Application Form and remittance in accordance with the terms of the Information Memorandum and subject to the Terms and Conditions.

I declare that I am a self-certified sophisticated investor for the purposes of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005.

I understand that this means:

- (a) I can receive financial promotions that may not have been approved by a person authorised by the Financial Conduct Authority;
- (b) the content of such financial promotions may not conform to rules issued by the Financial Conduct Authority;
- (c) by signing this statement I may lose significant rights;
- (d) I may have no right to complain to either of the following:
 - (i) the Financial Conduct Authority; or
 - (ii) the Financial Ombudsman Scheme;
- (e) I may have no right to seek compensation from the Financial Services Compensation Scheme.


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 turn-over of at least £1 million.

I accept that I can lose my property and other assets from making investment decisions based on financial promotions.

I am aware that it is open to me to seek advice from someone who specialises in advising on investments.

Print Name: Mrs. Stefanie Carolien Johanna Knoester
for and on behalf of TRUSTMOORE CORPORATE SERVICES (MALTA) LIMITED
Director

Investor Signature: 

Date: 14.06.2024



Please enclose a copy of the written certificate signed within the last 36 months by a firm confirming you have been assessed by a FCA authorised firm as sufficiently knowledgeable to understand the risks associated with engaging in investment activity in speculative illiquid securities.



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STATEMENT FOR HIGH NET WORTH INVESTOR

Note: Before signing the Certificate below, it is vital that you have read and understood the Information Memorandum as a whole.

Provided that you meet the criteria set out in the Certificate below, please sign and date the Certificate and return it with your Application Form and remittance in accordance with the terms of the Information Memorandum and subject to the Terms and Conditions.

I declare that I am a certified high net worth individual for the purposes of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005.

I understand that this means:

- (a) I can receive financial promotions that may not have been approved by a person authorised by the Financial Conduct Authority;
- (b) the content of such financial promotions may not conform to rules issued by the Financial Conduct Authority;
- (c) by signing this statement I may lose significant rights;
- (d) I may have no right to complain to either of the following:
 - (i) the Financial Conduct Authority; or
 - (ii) the Financial Ombudsman Scheme;
- (e) I may have no right to seek compensation from the Financial Services Compensation Scheme.

I am a certified high net worth individual because of at least one of the following applies:

- (a) I had, during the financial year immediately preceding the date below, an annual income to the value of £100,000 or more;
- (b) 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:

- (i) the property which is my primary residence or any loan secured on that residence;
- (ii) any rights of mine under a qualifying contract of insurance within the meaning of the Financial Services and Markets Act 2000 (Regulated Activities) Order 2001; or
- (iii) 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.

I accept that I can lose my property and other assets from making investment decisions based on financial promotions.

I am aware that it is open to me to seek advice from someone who specialises in advising on investments.

Print Name: Mrs. Stefanie Carolien Johanna Knoester
for and on behalf of TRUSTMOORE CORPORATE SERVICES (MALTA) LIMITED
Director

Investor Signature: 

Date: 14.06.2024

