

GUINNESS **EIS** (24/25) APPLICATION FORM

Application Form - advised investors only (single applicant)

This application form is for use by investors who have received advice and a personal recommendation from a Financial Intermediary (financial adviser).

For Advised Investors only

This Application Form is only to be used for advised Investors. If you are an unadvised investor, please visit our website and apply online. Should you have any questions about the Service or if you are unsure that it is the right solution for your overall financial requirements, please speak to your financial intermediary.

General Information

Capitalised terms in this Application Form are, save as otherwise defined herein, defined in the Guinness EIS Information Memorandum dated November 2023.

Before completing the Application Form, please read the Information Memorandum, Investor Agreement and the Custodian's Custody Agreement. You may download a copy of the Information Memorandum at <https://www.guinnessgi.com/ventures/guinness-eis>.

If you are in any doubt as to what action you should take, you should consult a person authorised for the purposes of the Financial Services and Markets Act 2000 (as amended) ("FSMA"), who specialises in advising on the acquisition of shares and other securities.

Please complete the Application Form in full and unless instructed otherwise, please leave blank any questions that do not apply to you.

The Investment Manager, the Custodian, the Nominee and the Promoter cannot accept responsibility if any of the details you provide are incorrect.

How to Apply

Your Financial Adviser may complete an online Application Form by following the instructions at <https://www.guinnessgi.com/ventures/guinness-eis>.

From a speed of processing perspective and to reduce the Service's carbon footprint, we recommend the use of the online Application Form and to remit monies via bank transfer.

Alternatively, you may complete and send this Application Form via email to eis@guinnessfunds.com or via post/hand delivery to:

Guinness Ventures
c/o Investment Operations Team
Mainspring Fund Services
6th Floor
125 London Wall
EC2Y 5AS

It is recommended that you use Royal Mail Special Delivery or Tracked mail and allow at least two working days for delivery.

If you send a soft copy of your Application Form by email, please do not send a hard copy in the post.

Payment Instructions

Applications will be accepted on a "first-come, first-served" basis, subject always to the discretion of the Investment Manager. For these purposes, "first-come, first-served" shall be assessed based on the date and time of receipt of a fully completed Application Form and receipt of Subscription monies in cleared funds. An Application may not be considered eligible until identity verification is complete and/or, where relevant, information or supporting evidence required for the Application is no longer outstanding.

Payment can be made by bank transfer or cheque.

Bank Transfers

The bank account to which you should remit payment is as follows:
Account name: Mainspring Nominees Limited
Sort Code: 16-01-09
Account number: 00667898

Note: Please use your surname and first initial as the payment reference. Payments need to come from your personal account

Cheques

Cheques should be made payable to: "GAM MNL Client Account".

Please reference the reverse of your cheque using your initials and a telephone number (alphanumeric, no spaces) as provided in Section 1 of the Application Form.

Please send your cheque to the address as noted above. You should allow at least four working days from the date of receipt for the cheque to clear.

Verifying your identity

The Custodian (Mainspring) is required to check the identity of all Applicants (including an attorney if relevant). The Custodian uses an electronic verification system in the first instance, however if that check is not successful or not possible, we will request two forms of identification (originals or certified copies), **one from each list below.**

List A - ID Proof

- Valid passport
- Valid photocard driving license
- National Identity Card
- Firearms Certificate

List B - Address Proof

- Bank or building society statement (dated within the last 3 months and not printed off the internet)
- Utility bill dated within the last 3 months (not a mobile phone bill)
- Council tax statement for the current financial year
- Recent mortgage statement from a recognised lender
- Valid photocard driving license if not provided for ID proof

We can accept scanned copies of certified documents. We are also able to accept both wet and electronically signed documents.

The Investment Manager and the Custodian reserve the right to reject an application if they have reasonable cause to do so. For example, if the relevant information is not included.

How we use your information

The Investment Manager and the Custodian respect your privacy and are committed to protecting your personal information. If you would like to find out more about how the Investment Manager and the Custodian use and look after your personal information, please refer to their privacy notices, which can be found at <https://www.guinnessgi.com/privacy-policy> and <https://www.mainspringfs.com/important-information/privacy-policy/>

Administrative Queries

If you have any administrative questions regarding the completion and return of the Application Form, please contact us on 020 7222 3475 (Monday to Friday excluding public holidays, 9.00 am - 5.00 pm) or at eis@guinnessfunds.com.

Section A: Applicant Details

Title (Mr/Mrs/Miss/Ms/Other):

First Name

Middle Name(s):

Surname:

Date of Birth:

D	D	—	M	M	—	Y	Y	Y	Y
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Permanent residential address:

Postcode:

Previous address:

(if less than 3 years at current address)

Postcode:

Correspondence address:

(if different to residential address)

Postcode:

Email:

Telephone Number:

Residency Details

Nationality(ies)

Town of Birth

Country of Birth

National Insurance Number:

Country of tax residency:

Are you a US citizen?

☐ Yes ☐ No

Occupational Details

Current occupation/profession:

Are you a Politically Exposed Person (PEP) as defined by the Financial Action Taskforce (FATF):

☐ Yes ☐ No

If Yes please provide more details:

Personal Circumstances

If relevant, please provide any information regarding your personal circumstances which may enable the Guinness Ventures team to better serve you in regard to this investment. Circumstances may include vision or hearing impairment, poor health (both physical and mental), bereavement, neurodiversity, limited digital literacy, low financial resilience or capability. Please notify the Guinness Ventures team if your circumstances change.

Section B: Investment Details

How much would you like to subscribe to the Service?

This amount should include both your Subscription Amount and any adviser charge to be facilitated as detailed in Section E. Applications must be for at least £20,000.

£

Bank Account Details

(for withdrawals/returns to be paid into)

Regardless of the payment method, please provide the details of the remitting bank account below. The bank account should be a pound sterling account held at a UK-regulated credit or e-money institution in the sole/joint name of the Applicant. Payments from third party or corporate accounts will not be accepted.

Account Name:

Account Number:

Sort Code:

Bank or building society name:

If your bank account details change at any time please let us know.

What is the source of your wealth?

- ☐ Earned income
- ☐ Ownership in a company
- ☐ Inheritance
- ☐ Gifts
- ☐ Sale of property
- ☐ Sale of share investments
- ☐ Other (please specify)

Section C: Applicant Declaration

I wish to invest the amount shown in Section B in the Guinness EIS on the terms set out in the Investor Agreement attached to the Investment Memorandum (which Investor Agreement I have received and read) (the "Investor Agreement"). The terms of the Custody Agreement will become applicable to me upon execution of the application form; I consent to the Investment Manager entering into the Custody Agreement with the Custodian; and I acknowledge that my investments will be registered in the name of the Nominee but will be held on trust by the Nominee and the Investor will remain beneficial owner of the investments. I have accessed the Custody Agreement via <https://systems.mainspringfs.com/documents/guinness/custodyagreement/15p> and have read and understood the terms and confirm my acceptance to the terms of the Custody Agreement.

I confirm that:

- a. I wish to seek EIS Relief.
- b. I am applying on my own behalf.
- c. I am confirming to the Investment Manager the amount of the agreed adviser fees in Section E above and I am instructing the Investment Manager to pay the adviser fees from my Subscription and to hold sufficient monies in reserve from my Subscription to my order and, unless I give instructions to the contrary, to recover the amount due from that reserve in order to pay such adviser fees. I understand that I may cancel this arrangement at any time by giving notice to the Investment Manager whereupon the amount held in reserve shall be repaid to me if I so direct.
- d. I have read the Information Memorandum in full. I have paid particular attention to the terms of the Investor Agreement, and I have considered the risk factors in the risk factor section of the Information Memorandum. I have read and kept a copy of the Key Information Document relating to the Guinness EIS.
- e. I confirm that I understand I should take independent advice as to the tax consequences of a Subscription to the Service, and that no representations regarding taxation and tax advantages in the Information Memorandum constitute advice to me as to my personal tax position arising from making such a Subscription.
- f. I have read and understood the Investment Manager's privacy policy which can be referenced here <https://www.guinnessgi.com/privacy-policy>; and agree that, as per section 21 of the Investor Agreement within the Information Memorandum the Investment Manager may pass personal data to other parties insofar as is necessary in order for it to provide the Service.
- g. This agreement may be accepted in electronic form (eg by an electronic or digital signature or other means of demonstrating assent) and each party's acceptance shall be deemed binding between the parties. Each party acknowledges and agrees it shall not contest the validity or enforceability of this agreement because they were accepted and/or signed in electronic form. Each party further acknowledges and agrees that it shall not contest the validity or enforceability of a signed facsimile copy of this agreement on the basis that it lacks an original handwritten signature. Facsimile signatures shall be considered valid signatures as of the date of this agreement. Computer maintained records of a party when produced in hard copy form shall constitute business records and shall have the same validity as any other generally recognised business records.

Investor Signature

Print Name

Date

Section D: Financial Intermediary Details

This section of the application form is to be completed by the Financial Adviser.

Financial Adviser details

Adviser Name:

Adviser Individual FCA Number:

Telephone Number:

Email:

Adviser Firm details

Firm Name:

Firm Address:

Postcode:

Firm FCA Number:

Network details

If your Firm is part of a Network please provide the information here:

Name of Network/Service Provider:

Section E: Financial Adviser Remuneration

If the Applicant has agreed to pay an initial fee to the above Financial Adviser for the service they have provided to you in recommending this Service, the Investment Manager can facilitate a payment of that amount to the Adviser's firm or Network. The amount set out below is deducted from the monies received before your subscription is invested.

Initial adviser charge

Please insert the initial adviser charge agreed with the Applicant in the box below. Please enter "0" if NIL or if you have made alternative payment arrangements with the Applicant.

£ or %	
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Ongoing adviser charge

An ongoing adviser charge can be paid annually for 3 years. The full charge will be deducted from the subscription prior to investment. Please insert the annual ongoing adviser charge agreed with the Applicant in the box below.

£ or %	
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Payment Administration

Please confirm the firm's bank account into which any initial facilitated adviser charge or commission payment associated with this Application should be paid:

Account Name:

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Account Number:

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Sort Code:

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Initial adviser charge

Before making any payment we will contact your finance department to confirm the details.

Finance department telephone number:

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Finance department email address:

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Section F: Financial Adviser Declaration

By signing and submitting this Application Form, we, the financial adviser firm identified in Section D, confirm that:

1. You are authorised or exempt from regulation under the Financial Services and Markets Act 2000 and permitted to advise on and arrange transactions in investments;
2. You have read and understood the Information Memorandum and the Investor Agreement and agreed to be bound by them to the extent relevant to you;
3. You have provided a personal recommendation to the Applicant that the Service is suitable and are happy for the Investment Manager to rely on this assessment;
4. In doing this, you have assessed that:
 - 4.1 the Service is suitable given their objectives, needs, time horizon and risk appetite;
 - 4.2 the Applicant is able to bear the associated risks involved in such an investment, that they have sufficient cash and liquid assets to cover foreseeable expenses and emergencies, and that the investment is affordable given their income and liabilities; and
 - 4.3 the Applicant has the expertise, experience and knowledge to understand the risks of investing in the Service, including the risk of investing in private companies;
5. You consent to the Investment Manager relying on you to assess the suitability for the Applicant of the Service, both initially and during the term of your appointment;
6. We understand the characteristics of the Service (including risks, fees and charges) and that this has been clearly explained by us to the Applicant. We confirm that the Applicant falls within the Service's identified and intended target market, and are comfortable that the Service offers fair price and value when aggregated with any distributor related fees and charges.
7. We will provide to the Investment Manager upon request any information which it or the Custodian may be required by, or to provide to, HMRC or any other governmental, regulatory or tax authority from time to time;
8. No Investor vulnerabilities have been identified other than disclosed in this Form or otherwise communicated to the Investment Manager
9. Our details included in this Application Form are true and accurate.
10. We undertake to notify the Investment Manager of any changes to our details provided above or if the Investor ceases to be our client regarding their subscription to the Service.
11. Where we have completed this Application Form on behalf of the Investor, we confirm that we are duly authorised by the Investor to do so (and will provide the power of attorney or a copy thereof duly certified in ink by a solicitor or bank on request).
12. We have applied customer due diligence measures on a risk-sensitive basis regarding the Application to the standard required by the Money Laundering Regulations within the guidance for the UK financial sector issued by the Joint Money Laundering Steering Group.
13. The individual who has signed the form has the authority to sign this declaration on behalf of the financial intermediary firm detailed in Section D.

Adviser Signature

Print Name

Date