

Acorn Portfolio Product Tranche 8

Development Fundraise - Application Form

Important notice to investors

Capital at risk. Please ensure you read the information on the associated Investment Memorandum paying particular attention to the section headed “Key Risks”.

Acorn Portfolio Investments Limited, the “Issuer” is part of the group of companies trading as Acorn Property Group with offices in London, Bristol, Exeter, Cardiff and Cornwall.

Application Form incorporates by reference the Information Memorandum (“IM”) published by Acorn Portfolio Investments Limited, a limited company registered in England and Wales, registered number 09495853, registered at 29 York Street, LONDON, W1H 1EZ. Acorn Portfolio Investments Limited is henceforth referred to as “the Company” in connection with the issue of up to 6,000 Redeemable Shares, under 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 paying particular attention to the section headed “Key Risks”. Remember that the proposal is NOT suitable for everyone, the information in the IM does NOT constitute tax, legal or investment advice and you should seek independent advice. This offer set out in the IM is exclusively directed at persons who are:

- 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 £10,000

Instructions for Completing the Application Form:

Before completing this Application Form, please carefully review the IM, paying particular attention to the section headed “Key Risks”. Then follow the steps 1 - 6 below.

1. Please complete the Application Form, save for your signature, in type or in block capitals using black / blue permanent ink. Please initial any changes. All changes must be visible.
2. Read the acknowledgements and representations in the Application Form. If you have any questions on how to complete the Application Form, please email investor.services@acornpg.org
3. Complete and sign the Application Form.
4. Send both the completed Application Form and the certificate confirming (etc)

Either by mailing to address: **ATTN Investor Services, Acorn Property Group, 1 Frederick Place, London, N8 8AF, United Kingdom**

or email your scanned documents to:
applications@acornpg.org

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 own records.
6. Once your application has been processed and the relevant anti-money laundering checks have been completed, you will be contacted with further payment instructions. If you do not receive an acknowledgement of your application within 10 days of sending it to the above address, please email investor.services@acornpg.org

The Company may decide, in its absolute discretion, to reject the application. Should that be the case, it will notify you of its decision.



Please ensure you read the Information Memorandum in full, including the FAQs and Key Risks before completing this Application Form.

1. Personal Details

Applicant one:

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

Forename(s):

Surname(s):

Email:

Telephone (home or mobile):

Current address:

If length of occupation at present address is less than 3 years, please also provide previous address:

Postcode (current address):

Previous address (if applicable):

Postcode (Previous address):

Applicant two (if applicable):

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

Forename(s):

Surname(s):

Email:

Telephone (home or mobile):

Current address:

If length of occupation at present address is less than 3 years, please also provide previous address:

Postcode (current address):

Previous address (if applicable):

Postcode (Previous address):



2. Corporate entity (if applicable)

Please ensure that information is exactly as appears on companies house.

Investing entity name:

Company registration no.:

Registered entity address:

3. Identity check

Please complete the information for ONE of the sections below (per applicant) or provide a colour photocopy of the original document.

Applicant one:

Applicant two (if applicable):

UK driving licence:

Enter the 16 digits and letters on line 5 from the driving licence (exclude any additional digits after the first 16).

Example: MORGA657054SM9IJ

Passport number:

MRZ code at bottom of ID page, including chevrons

Example: 5333800068GBR8812049F2509286<<<<<<<<<<04

National Insurance number:

Example: JJ123456C

Application to invest in the securities

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

Acknowledgements and representations

a. 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.

b. I confirm that I have read and understood the Information Memorandum (and in particular the section headed “Key Risks” 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.

c. 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.

d. 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 I lose money I invest in the Company.

I confirm that I have read and understood the sections headed “Important Information” and “Key Risks” in the Information Memorandum and that I understand the risks involved in making an investment in the Company.

e. I acknowledge that this Application Form is not transferable or assignable.

f. 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.

g. I agree that the foregoing representations, warranties, agreements and acknowledgements shall survive the date of my investment in the Company and this Application Form shall be binding upon and enure to the benefit of all parties and their successors and permitted assignees.

h. 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.

i. 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.

j. 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.

- I confirm that I have read and understood the Information Memorandum (and in particular the section headed “Key Risks”).
- I confirm that I understand the risks involved and 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.



Application to invest in the securities (continued)

Amount (words):

Amount (figures):

Product (please tick the correct box):

One year
income
(7%)

One year
growth
(8%)

Three year
income
(11%)

Three year
growth
(13%)

Five year
income
(12%)

Five year
growth
(15%)

Applicant one:

Print name:

Date:

Investor signature:

Applicant two (if applicable):

Print name:

Date:

Investor signature:

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 Acorn Portfolio Investments Limited and its related companies and agents.

Terms and conditions

1. By completing and returning the enclosed Application Form, you are making an application to invest in Redeemable Shares issued by Acorn Portfolio Investments Limited (the “Company”) pursuant to an offer contained in an Information Memorandum (the “IM”) dated December 2024 issued by the Company, which sets out important information about the Company and the Securities. The IM (along with the Investor Document, defined below) is available from <https://app.acornpropertyinvest.com> or in hard copy during normal business hours on any weekday (public holidays excepted) at the registered office of the Company whilst the Offer remains open. Your application is subject to the following Terms and Conditions. Capitalised terms that are not defined in these Terms and Conditions will have the meanings given to them in the IM.

2. Your investment will only be accepted once you have completed all

of the Company’s registration requirements and all other requirements for making an Application on or before the close of the Offer, which will include any tests, certifications, or declarations as required by the Company or its advisers, from time to time.

3. Payments must be made in cleared funds to Blue Water Capital Limited (“the Receiving Agent”) before any Securities will be issued. Subscription monies will be held by the Receiving Agent and will be held in a client account segregated from the Receiving Agent’s own assets. The Receiving Agent will hold your subscription monies pending successful completion of anti-money laundering checks at which point it will be remitted to the Company in subscription for the Securities as set out in your Application and transferred to the Company (net of the Receiving Agent’s fees).

Terms and conditions (continued)

4. All Applications must be made, and Securities will only be issued, in accordance with the IM, including these terms and conditions, as well as the provisions of the instrument constituting the Securities, the shareholder's agreement (together, the "Investor Documentation"). You are taken to have had notice of and be bound by the Investor Documentation.

5. Investors will have seven (7) days in which to cancel an Application after submitting the Application Form and transferring funds.

6. In making your Application, you acknowledge and confirm:

(a) that you are not relying on any information given or any representations, warranties, agreements or undertakings (express or implied, written or oral) or statements made at any time by the Company or any other third party whether acting on their behalf or otherwise, in relation to the Company or any group entity other than as contained in the Investor Documentation and that, accordingly, neither the Company nor any directors, officers, agents, employees or advisers of the Company, or any such entity or any person acting on its behalf shall have any responsibility for any such information, representations, warranties, agreements or undertakings (express or implied, written or oral);

(b) you are not relying on the Company or any of its named advisers to advise you as to the merits of investing in the Securities or to ensure that the Securities are a suitable investment for you;

(c) you have read and understood the IM, including the section headed "Risk Factors" and the summaries of the Investor Documentation contained in the IM. Without limiting the preceding sentence, you understand and accept that:

i. that there may be tax consequences for you in investing in the Redeemable Shares (and these may include deduction of corporation tax or withholding tax'). General information as to tax for UK individual investors as well as certain other types of investors is set out in the IM but you should consider your own personal tax position and take professional advice as appropriate; and

ii. you are either an individual who is 18 years old or more at the date of making your Application and who is not resident in the USA ("US Person") or you are the authorised representative(s) of a non-natural person, including a limited company, a limited liability partnership, trust or foundation that is not registered in the USA;

(d) your making of the Application, being issued with Redeemable Shares and/or receiving any payments in respect of the Redeemable Shares, does not contravene any law or requirement of any official or government body based outside the UK to which you are subject. Without limiting any other Terms and Conditions, you acknowledge and confirm that you are not a US Person, are not receiving Redeemable Shares in the United States and are not acquiring Redeemable Shares for the account of a US Person;

(e) you are not relying on the Company or any of its named advisers to advise you as to the merits of investing in the Securities or to ensure that the Securities are a suitable investment for you;

(f) you are aware that it is open to you to seek advice from someone who specialises in advising on investments;

(g) unless the Company expressly agrees otherwise, any third-party adviser or intermediary is not entitled to be paid any commission in relation to your Application. If the Company does agree otherwise, it will set out details of the commission which it has been agreed will be paid in advance of you making an investment, either in writing or on its website, and such commission will be paid by the Company;

(h) you acknowledge that the Company may, in its absolute discretion, reject in whole or in part or scale down your Application and may, if

necessary, return monies to you by cheque to the postal address specified in your Application;

(i) you are not engaged in money laundering. No money paid in subscription for Securities shall represent the proceeds of any criminal activity;

(j) unless you have disclosed to us that you are applying on another person's behalf (for example, as an intermediary who has disclosed its client's identity) you must make your Application on your own behalf and for no other person; and

(k) the Company, its directors, employees, agents and advisers will rely upon the truth and accuracy of the confirmations, acknowledgements and representations contained in your Application.

Money Laundering:

7. It is also a term of your Application that, to ensure compliance with the legislation relating to money laundering and financial crime, the Company and its advisers may, in their absolute discretion, require information and/or evidence or further verification of your identity and the directors of the Issuer may decide not to issue Securities to you until they are satisfied as to your identity. If, within a reasonable time after a request for information or evidence as to your identity, satisfactory evidence has not been supplied, the Issuer may, at its absolute discretion, terminate your Application in which event no Securities will be issued to you.

Third Party Rights:

8. Any member of the Company's group, any directors, officers, LLP members, agents, employees or advisers of the Company or any such group entity or any person acting on behalf of any of these may rely upon a right under the Contracts (Rights of Third Parties) Act 1999 to enforce any term of these Terms and Conditions that refers to an acknowledgement, confirmation, authority or right in their favour. No other person shall have a right under the Contracts (Rights of Third Parties) Act 1999 to enforce any term of these Terms and Conditions. Notwithstanding any term of these Terms and Conditions, the consent of any person who is not a party is not required to rescind or vary these Terms and Conditions.

Jurisdiction:

9. The making of Applications, acceptances of Applications, the issue of Securities to Investors and any resulting contracts in relation to the Securities will be governed by and construed in accordance with English law and you and the Issuer submit to the exclusive jurisdiction of the relevant courts of the United Kingdom in relation to any disputes, as to the making or acceptance of Applications and in relation to any resulting contracts.

Certificates:

10. Once your Application has been accepted the Company will issue confirmation via its website or by means of communication provided in your Application. Investors will be issued a form of certificate documenting their legal entitlement to the Securities issued to them. The Company is not bound to take notice or see to the execution of any trust whether express, implied or constructive to which any Securities may be subject.



HIGH NET WORTH INDIVIDUAL INVESTOR STATEMENT

If you meet condition A or B below, you may choose to be classified as a high net worth individual for the purposes of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005.

In the last financial year, did you have:

A) An annual income of £100,000 or more? Income does NOT include any one-off pension withdrawals.

☐

No

☐

Yes If yes, please specify your income (as defined above) to the nearest £10,000 in the last financial year

£

AND/OR

B) Net assets of £250,000 or more? Net assets do NOT include: your home (primary residence), any loan secured on it or any equity released from it; your pension (or any pension withdrawals) or any rights under insurance contracts. Net assets are total assets minus any debts you owe.

☐

No

☐

Yes If yes, please specify your net assets (as defined above) to the nearest £100,000 in the last financial year

£

OR

C) None of these apply to me.

☐

Yes

I declare that I have answered yes to A and/or B and wish to be treated as a high net worth individual. I understand that this means:

- a) I can receive financial promotions where the contents may not comply with rules made by the Financial Conduct Authority (FCA); and
- b) I can expect no protection from the FCA, the Financial Ombudsman Service or the Financial Services Compensation Scheme.

I am aware that it is open to me to seek advice from someone who specialises in advising on investments. I accept that I could lose all of the money I invest.

Print name:

Date:

Signature:

SELF-CERTIFIED SOPHISTICATED INVESTOR STATEMENT

If you meet condition A, B or C below, you may choose to be classified as a self-certified sophisticated investor for the purposes of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005. Have you:

A) Worked in a professional capacity in the private equity sector, or in the provision of finance for small and medium enterprises, in the last two years?

☐

No

☐

Yes If yes, what is/was the name of the business/organisation?

B) Been the director of a company with an annual turnover of at least £1.6 million, in the last two years?

☐

No

☐

Yes If yes, what is/was the name of the company, and its
Companies House number (or international equivalent)?

C) Made two or more investments in an unlisted company, in the last two years?

☐

No

☐

Yes If yes, how many investments in an unlisted company
you made in the last two years?

D) Been a member of a network or syndicate of business angels for more than six months, and are still a member?

☐

No

☐

Yes If yes, what is the name of the network or syndicate?

D) None of these apply to me. Yes

☐

I declare that I have answered yes to A and/or B and/or C and wish to be treated as a self-certified sophisticated investor. I understand that this means:

a) I can receive financial promotions where the contents may not comply with rules made by the Financial Conduct Authority (FCA); and
b) I can expect no protection from the FCA, the Financial Ombudsman Service or the Financial Services Compensation Scheme.

I am aware that it is open to me to seek advice from someone who specialises in advising on investments. I accept that I could lose all of the money I invest.

Print name:

Date:

Signature: