

KEY INFORMATION DOCUMENT

PURPOSE

This document provides you with key information about this investment product. It is not marketing material. This information is required by law to help you understand the nature, risks, costs, potential gains and losses of this product and to help you compare it with other products.

PRODUCT

- **Name of product:** Regenerate Ventures Agtech Fund (the "Fund").
- **Name of Manufacturer:** Sapphire Capital Partners LLP – www.SapphireCapitalPartners.co.uk
- Sapphire Capital Partners LLP is authorised and regulated by Financial Conduct Authority (FRN: 565716).
- Call +44 (0)28 9059 7213 for more information.
- This Key Information Document was produced on 01 January 2022.

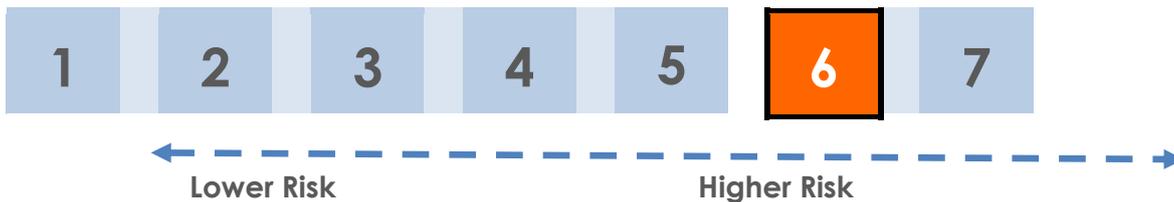
YOU ARE ABOUT TO PURCHASE A PRODUCT THAT IS NOT SIMPLE AND MAY BE DIFFICULT TO UNDERSTAND

WHAT IS THIS PRODUCT?

Type	The Regenerate Ventures Agtech Fund is an alternative investment fund under the Alternative Investment Fund Managers Directive ("AIFMD"). It is managed by us, being Sapphire Capital Partners LLP.
Objectives	To allow investors to aim for capital growth through investing in high risk and volatile investments. The Fund seeks to invest in early-stage companies within the climate-positive agricultural sector that qualify for Enterprise Investment Scheme (EIS) tax reliefs. The Fund will work with Regenerate Ventures Limited (https://regenerateam.com/home) to provide research and mentoring services where applicable to investee companies.
Intended retail investor	The Fund is designed for private investors who understand the risks of investing in unlisted investments, typically a UK higher-rate taxpayer, over 18 years of age, normally advised by an FCA authorised adviser or a retail client that is a high net worth or sophisticated client. They may also be a professional client or an eligible counterparty. Investors should be able to lose all funds invested. An investor should; <ul style="list-style-type: none">• have sufficient income tax liability to reclaim tax relief (at 30% of the amount subscribed for EIS);• be seeking to defer a recently realised gain and/or;• be seeking to shelter assets from inheritance tax.
Insurance benefits	The Fund does not have any insurance benefits.

WHAT ARE THE RISKS AND WHAT COULD I GET IN RETURN?

Summary Risk Indicator



The risk indicator assumes you will hold the investment for seven years. The actual risk can vary significantly if you cash in at an early stage and you may get back less. You may not be able to cash in early. You may have to pay significant extra costs to cash in early. You may not be able to sell your product easily or you may have to sell at a price that significantly impacts on how much you get back.

The summary risk indicator is a guide to the level of risk of this product compared to other products. It shows how likely it is that the product will lose money because of movements in the markets or because we are not able to pay you. We have classified this product as **6 out of 7**, which is **the second-highest** risk class because SEIS and EIS funds invest in early stage and growth companies which are hard to value and where it may not be possible to quickly sell on your investment. This rates the potential losses from future performance at a **high** level, and poor market conditions are **very likely to impact the capacity** of the Fund to pay you. This product does not include any protection from future market performance, so you could lose some or all of your investment. However, you may benefit from a consumer protection scheme (see the section "What happens if Sapphire Capital Partners LLP is unable to pay out"). The indicator above does not consider this protection.

Performance Scenarios

Single investment of £10,000 (however, please note that the minimum subscription to this Fund is £25,000):		1 year*	3 years	7 years** (anticipated holding period)
Stress scenario	What you might get back after costs Average return each year***	-	£0 (33.33%)	£0 (14.29%)
Unfavourable scenario	What you might get back after costs Average return each year	-	£4,283 (19.06%)	£6,541 (4.94%)
Moderate scenario	What you might get back after costs Average return each year	-	£8,910 (3.63%)	£25,450 36.36%
Favourable scenario	What you might get back after costs Average return each year	-	£14,920 49.73%	£50,000 71.43%
*Exiting after one year is unlikely to provide any returns. **It is noted that the anticipated life of the Fund is seven years. What you might get back does not include the impact of EIS tax reliefs, which depend on the individual circumstances of the investor and are subject to change. EIS investments attract income tax relief at 30%. Gains from your investment may be capital gains tax free, and loss relief may also be available in scenarios where your shares are sold at a loss. ***Please note that the average return each year has been calculated using the performance as a numerator and the initial investment less fees as a denominator and annualised by dividing the result by the holding period. It is not an IRR calculation.				
The stress scenario shows what you might get back in extreme market circumstances, and it does not take into account the situation where we are not able to pay you.		This product cannot be easily cashed in. This means it is difficult to estimate how much you would get back if you cash in before the end of the recommended holding period. You will either be unable to cash in early or you will have to pay high costs or make a large loss if you do so.		

This table shows the money you could get back over the next seven years, under different scenarios, assuming that you invest £10,000. The scenarios shown illustrate how your investment could perform. All amounts do not include VAT. You can compare them with the scenarios of other products. The scenarios presented are an estimate of future performance based on evidence from the past on how the value of this investment varies, and are not an exact indicator. What you get will vary depending on how the market performs and how long you keep the product. The figures shown include all the costs of the product itself, but may not include all the costs that you pay to your adviser or distributor. The figures do not take into account your personal tax situation, which may also affect how much you get back.

WHAT HAPPENS IF SAPPHIRE CAPITAL PARTNERS LLP IS UNABLE TO PAY OUT?

The value of the shares and the income derived from them is dependent on the performance of the underlying investments and can fluctuate. Investors could lose all or part of their investment. Your capital is at risk. The Investment Manager participates in the Financial Services Compensation Scheme (FSCS), established under the Financial Services and Markets Act 2000. The scheme provides compensation to eligible investors in the event of a firm being unable to meet its customer liabilities. Payments under the scheme to an eligible investor for protected claims against a firm in respect of protected investment business are limited to a maximum of £85,000. Under the FSCS there may be circumstances in which investors can claim compensation where the Investment Manager is unable or unlikely to honour legally enforceable obligations against it. Availability of the FSCS protections will be dependent on the eligibility of the claimant and the circumstances of the claim. Further information about the circumstances in which the FSCS cover is available can be found on the FSCS website at www.fscs.org.uk.

WHAT ARE THE COSTS?

Costs Over Time

The Reduction in Yield (RIY) in the table below shows what impact the total costs you pay will have on the investment return you might get. The total costs take into account one-off, on-going and incidental costs. The amounts shown here are the cumulative costs of the product itself, for three different holding periods in the moderate performance scenario (which includes some performance fees). The figures assume you invest £10,000 (before costs and VAT). The figures are estimates and may change in the future. The person selling you or advising you about this product may charge you other costs. If so, this person will provide you with information about these costs, and show you the impact that all costs will have on your investment over time.

Investment Scenarios	If you cash in after 1 year*	If you cash in after 3 years*	If you cash in after 7 years*
Total costs	£800	£1,820	£5,898
Impact on return (RIY) per year**	(8.00%)	(6.15%)	(3.45%) (0.43% excluding performance fee)
***This product cannot be easily realised. This means it is difficult to estimate how much you would get back if you attempt to realise your investment early. You will either be unable to realise your investment early or you will have to pay high costs or make a large loss if you do so. You will also lose tax reliefs gained on subscription if you sell within three years. Some of the above costs are paid by the investee companies which should not reduce the tax relief to investors. These costs will reduce the value of the investors holdings as the investee companies will be			

required to pay out these amounts at the point of investment.***Percentage calculated as the differential between internal rate of returns (IRR).

COMPOSITION OF COSTS

The table below shows the impact of each of the different types of costs on the investment return you might get at the end of the recommended holding period and the meaning of the different cost categories. The costs below may also include fees charged to investee companies and therefore represent the full costs of all direct and indirect costs to you as the investor. The table below shows the impact on return per year (Moderate Scenario).

One-off costs	Initial costs	0.4%	The annualised impact over seven years of the maximum 3% initial fee paid on entering your investment. This is the maximum you might pay, and you will pay less where the fees are less. This will be payable directly by the investors prior to the investment in the investee companies and therefore this will reduce the EIS relief available to investors.
	Arrangement Fee	0.0%	The annualised impact over seven years of an arrangement fee, it should be noted that no arrangement fee is payable.
On-going costs	Annual Management Charge	2.0%	This is the maximum impact of costs we take each year for managing your investment as well as to pay custodial fees, costs for reporting to investors, costs for administration and accounting, legal costs, portfolio management costs and to pay for the mentoring services from Regenerate Ventures Limited. It is noted that a maximum of four years (i.e., 8% plus VAT) will be charged annually, across the lifetime of the Fund. You will pay less where the fees are less. Unless otherwise instructed by you, whenever possible these costs will be recharged to the investee company and will be borne by all the shareholders in that investee company rather than by you individually. It is noted that the first four years fee will be aggregated and paid in full to Sapphire and Regenerate Ventures Limited on the date in which the Fund money is invested into each investee company.
	Other ongoing costs	0.0%	The Fund has no other on-going charges.
Incidental costs	Performance fees	16.2%	The impact of the performance fee, being 20% (plus VAT) of proceeds exceeding £1.08 per £1.00 invested in an investee company (payable 20% (plus VAT) to Sapphire Capital Partners LLP and 80% (plus VAT) to Regenerate Ventures Limited).

HOW LONG SHOULD I HOLD IT AND CAN I TAKE MONEY OUT EARLY?

Recommended holding period: seven years

You need to hold this investment for at least three years in order to claim tax reliefs. As the Fund invests in early-stage companies, it will generally not be possible to cash out, sell or disinvest early. The recommended holding period is seven years and, as the return of your investment depends on the sale or other liquidity event of each portfolio company, it may be necessary to hold for longer. The net proceeds of any liquidity event for an investee company would typically be distributed to you, at the discretion of Sapphire Capital Partners LLP, within a reasonable period following that event rather than at the end of the Fund. It is not unusual for this type of investment to be held for seven years or more. You will either be unable to realise your investment early or you will have to pay high costs or make a large loss if you do so.

HOW CAN I COMPLAIN?

If you want to make a complaint please email info@sapphirecapitalpartners.co.uk, call us on +44 (0)28 9059 7213 or write to The Compliance Officer at Sapphire Capital Partners LLP. Complaints should be made to Sapphire Capital Partners LLP at 28 Deramore Park, Malone, Belfast BT9 5JU, in the first instance. If you are not happy with our response, you can contact the Financial Ombudsman Service. This is a free, independent service that aims to resolve disputes between financial services companies and their customers. Further information can be found at www.financial-ombudsman.org.uk.

OTHER RELEVANT INFORMATION

Please read the Information Memorandum for the Fund carefully, especially the section 4.5 Key Risks, before making your investment decision and confirm with your independent financial adviser that you have the expertise, experience and knowledge to properly understand the risks of participating in this Fund. We invest in unquoted securities, which should qualify for EIS tax reliefs. However, it cannot be guaranteed that companies invested in by the Fund will achieve or retain EIS qualifying status or that investors will qualify for the tax reliefs. When you invest you appoint us to manage investments on your behalf on a discretionary basis. We make all investment decisions including whether to buy or sell your investments. All costs above are stated net of VAT. The Receiving Agent and Custodian for monies received from Investors is Mainspring Nominees Limited, which is FCA authorised and regulated to hold client assets (FRN: 591814). Mainspring Nominees Limited's associate company MNL Nominees Limited will act as Nominee for the Investors. Taxation levels, bases and reliefs may change if the law changes and the tax benefits will vary according to your personal circumstances. Independent advice should therefore be sought. Other relevant information relating to the Fund can be found in the Information Memorandum.