

Application Form

UNICORN AIM VCT PLC (Company)

Before completing this Application Form you should read the prospectus published by the Company dated 11 February 2020 (**Prospectus**) (copies of which can be downloaded from www.unicornam.com), in particular the Risk Factors and the Terms and Conditions of Application and the Application Procedures contained in the Prospectus. Definitions used in the Prospectus apply herein. The Company, Unicorn AM and the Receiving Agent cannot accept responsibility if any details provided by you are incorrect.

This Application Form should be completed in full and sent by post or by hand addressed to:

'Unicorn AIM VCT Offer', The City Partnership (UK) Limited, 110 George Street, Edinburgh EH2 4LH

Applications can be submitted electronically by first contacting the Receiving Agent on 0131 243 7210 or ra@city.uk.com.

The Offer opens on 11 February 2020 and will close at 5.30 p.m. on 30 June 2020 (or earlier if fully subscribed or otherwise at the Board's discretion).

Applications in respect of the 2019/2020 tax year should be received by 5.30 p.m. on 2 April 2020 and Applications in respect of the 2020/2021 tax year should be received by 5.30 p.m. on 30 June 2020.

If you post your Application Form, you are recommended to use recorded delivery and to allow at least two Business Days for delivery. Applications under the Offer will normally be accepted on a first come, first served basis (provided cheques are not post-dated and with priority being given to Applications with cleared funds), subject always to the discretion of the Board. Applications submitted (in particular with a cheque) should allow at least seven working days for funds to clear.

CHEQUES Please make cheques payable to 'City – Unicorn AIM VCT Offer'

BANK Sort code: 80-22-60 Account no: 18601265 Bank: Bank of Scotland

TRANSFERS BIC: BOFSGBS1SDP IBAN: GB22BOFS80226018601265

Cheques/banker's drafts should be enclosed with the Application Form unless Application monies have been sent by bank transfer. Please reference bank transfers with your **initials and telephone number**. The cheque/banker's draft or bank transfers should be for the full amount of the Application monies if you are applying for both tax years and split payments are not required.

Please note that the number of New Shares to be allotted to a successful Applicant will be determined by applying the Allotment Formula set out on page 18 of the Prospectus. The applicable net asset value per New Share for the Allotment Formula will be the most recently published net asset value by the Company on the day of allotment, adjusted for dividends declared and for which the record date for payment has passed at the time of allotment.

The Company will decide, in its absolute discretion, to accept or reject the Application (notification of which will be through the allotment of New Shares or the return of Application monies).

If you do not receive an acknowledgement of your Application within ten days of sending it to the Receiving Agent, please contact The City Partnership (UK) Limited on 0131 243 7210 or ra@city.uk.com.

Please complete in BLOCK CAPITALS.

TO BE COMPLETED BY THE INVESTOR (BENEFICIAL HOLDER)

SECTION 1: PERSONAL DETAILS

Title: Mr/Mrs/Miss/Ms/Dr/Other:

Date of Birth:

Forenames:

National Insurance No.:

Surname:

Email:

Current Address:

Telephone No.:

Postcode:

Existing Shareholder (Please Tick if Relevant)*

If 3 Years or Less Please Provide Previous Address:

☐ Registered Holder ☐ Beneficial holder

Existing Shareholder Investor Code*:

☐ Please tick this box if you are resident for tax purposes in any jurisdiction other than the UK. **

Where applicable, please provide confirmation of the non-UK jurisdictions in which you are resident for tax purposes, along with your corresponding tax payer identification number (TIN) or equivalent:

Country:

TIN/Equivalent:

Country:

TIN/Equivalent:

* Please tick the relevant box if you are an existing Shareholder and provide your investor code if you are a registered shareholder to avoid duplicate shareholder accounts being created. This may be found on your share certificate(s).

** The Company may, if necessary, disclose information to HMRC and the IRS in order to satisfy its FATCA and/or CRS obligations.



SECTION 2: APPLICATION AMOUNT

I offer to subscribe for New Shares in respect of the following Application Amount on the Terms and Conditions of Application as set out in the Prospectus and subject to the Articles of Association of the Company.

Applications must be (in aggregate across the tax years) for a minimum of £3,000 and thereafter in multiples of £500.

Total: £_____ Tax Year 2019/2020: £_____ Tax Year 2020/2021: £_____

The Finance Act 2014 which came into force with effect from 6 April 2014 restricts the availability of income tax relief on a subscription for shares in a VCT issued after 5 April 2014 where it is 'linked' to a sale of shares in the same VCT or if an investor subscribes for shares in a VCT within six months before or after selling any shares in that same VCT. Please see paragraph 1.3 of Part VII on page 30 of the Prospectus for further details.

I enclose a cheque or banker's draft drawn on a UK clearing bank, made payable to 'City – Unicorn AIM VCT Offer' drawn from an account in my own or joint name(s), or from the UK bank account of a third party as detailed below ☐

OR

I have made the above payment by electronic bank transfer which I have referenced using my initials and telephone number drawn from an account in my own or joint name(s), or from the UK bank account of a third party as detailed below ☐

Where funds have not been drawn from your own or joint account, please state below the full name, residential address and date of birth of, any relationship to, the holder of the account from which payment was made (please refer to the Money Laundering Notice on page 61 of the Prospectus and note that additional information may be requested in such instances):

SECTION 3: CREST/NOMINEE DETAILS

Please complete this section if New Shares allotted are to be deposited in a CREST Account (which must be in the same name as the Applicant given in section 1 above).

CREST Participant ID: _____

CREST Member Account ID: _____

Participant Name: _____

Participant Address: _____

Post Code: _____

Contact Name and Telephone No.: _____

If you would like your New Shares issued to a CREST or non-CREST nominee, please complete the above section providing details equivalent to those requested for the nominee.

SECTION 4: FACILITATION OF INITIAL ADVISER CHARGES

To be completed by investors who have received advice from their financial intermediary only.

Insert the amount of initial adviser charges you would like facilitated to your financial intermediary.

Amount* in pounds of the agreed initial adviser fee
(* maximum 4.5% of the total Application Amount stated in Section 2)

£_____

Please insert 'Nil' if no fees are required to be facilitated.

SECTION 5: DIVIDENDS

DIVIDEND PREFERENCES

If you would prefer to have your dividends paid directly into your account, please provide your account details below, otherwise you will be sent a cheque. Please do not complete if you have elected to participate in the dividend reinvestment scheme.

Account Name: _____

Bank/Building Society: _____

Sort Code:

Account Number:

SECTION 6: DIVIDEND REINVESTMENT SCHEME

Investors may elect to participate in the Dividend Reinvestment Scheme, in accordance with which their dividends will be used to acquire additional Shares in the Company rather than receiving a cash payment. The full terms and conditions of the Dividend Reinvestment Scheme are available at www.unicornaimvct.co.uk/dividend-reinvestment-scheme.

If you would like to participate in the Dividend Reinvestment Scheme, please tick this box. ☐

By ticking this box you agree to be bound by the Dividend Reinvestment Scheme terms and conditions.

SECTION 7: ELECTRONIC COMMUNICATIONS

The Company provides Shareholders with the ability to receive documents by electronic communication.

Should you wish to receive documents by electronic communication please tick this box. ☐

You email address must be provided in Section 1 to help process this election.

SECTION 8: SIGNATURE

Signature of Applicant: _____

Date: _____

Print name: _____

BY SIGNING (OR EQUIVALENT) AND SUBMITTING THIS APPLICATION FORM I HEREBY IRREVOCABLY DECLARE THAT:

- (i) I have read and understood, and agree to be bound by, the Terms and Conditions of Application and the Application Procedures set out in the Prospectus and as further set out in this Application Form;
- (ii) if I have completed Section 4, I am declaring and validating to the Company, Unicorn AM and the Receiving Agent the amount of the facilitation charge(s) specified therein and am agreeing to the making of a facilitation payment of that amount;
- (iii) to the best of my knowledge and belief, the particulars I have given are correct and I have signed or personally inserted my name/inserted my electronic signature in Section 8 above; and
- (iv) I hereby authorise the Company, the Receiving Agent and the Company's registrar to provide, to the financial intermediary, as noted in this Application Form (or such replacement financial intermediary as I may notify the Company of), upon request, information regarding my shareholding in the Company. This authority shall remain in effect until I revoke such authority.

The Company, Unicorn AM and the Receiving Agent respect your privacy and are committed to protecting your personal information. If you would like to find out more about how they use and look after your personal information, please refer to their privacy notices, which can be found at www.unicornaimvct.co.uk/investor-area/unicorn-aim-vact/privacy-policy, www.unicornam.com/wp-content/uploads/UAM-Privacy-Policy.pdf and www.city.uk.com/privacy.html.

TO BE COMPLETED BY THE FINANCIAL INTERMEDIARY

SECTION 9: FINANCIAL INTERMEDIARY DETAILS

Firm Name: _____

Investment Adviser/Partner: _____

Firm FCA Authorisation No. (e.g. 123456): _____

Investment Adviser/Partner FCA Registration No. (e.g. ABC000001): _____

Main Point of Contact for Communication Purposes: _____

Investment Adviser/Partner Reference (if applicable): _____

Email (for communication): _____

Investment Adviser/Partner Email Address: _____

Firm Address: _____

Finance Department Email (for issuance of fee statements): _____

Postcode: _____

Telephone No.: _____



SECTION 10: FINANCIAL INTERMEDIARY REMUNERATION

Please tick **EITHER** Option 1 **OR** Option 2 and ensure that this is consistent with section 4 of the Application Form.

OPTION 1: Tick this box if you have provided advice to your client and any agreed initial adviser charges comply with COBS 6.1a.

☐

If you have ticked Option 1 go directly to Section 12.

OPTION 2: Tick this box if you have provided execution-only services to your client and are entitled to receive commission.

☐

SECTION 11: COMMISSION WAIVER DETAILS

Only complete if commission selected (option 2) in Section 10.

Initial commission may be waived* for the benefit of your client.

Please insert the amount of commission you wish to be waived in the box.

(*maximum of 3% of the Application Amount stated in Section 2)

_____ %

SECTION 12: INTERMEDIARY BANK DETAILS

Please provide details of your bank or building society account details for facilitation of initial adviser charges or commission payments.

Account Name:

Bank/Building Society:

Sort Code:

Account Number:

SECTION 13: FINANCIAL INTERMEDIARY CERTIFICATE AND SIGNATURE

Signature of Financial Intermediary/ Adviser:

Date:

Print name:

BY SIGNING (OR EQUIVALENT) AND SUBMITTING THIS APPLICATION FORM, WE, THE FINANCIAL INTERMEDIARY IDENTIFIED IN SECTION 9 ABOVE CONFIRM THAT:

- (i) we have read and understood, and agree to be bound by, the Terms and Conditions of Application and the Application Procedures set out in the Prospectus and as further set out in this Application Form;
- (ii) we have applied customer due diligence measures on a risk-sensitive basis in respect of the Applicant 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 and that in the event that the Company, and/or Unicorn AM and/or the Receiving Agent require additional information in order to accept the subscription, we will provide it to them within 2 Business Days of receiving their request, or if we do not have the information required, arrange for the information to be provided to them;
- (iii) where we have provided advice to the applicant in connection with an investment in the Company, such investment is considered to be a suitable investment for the Applicant in their current circumstances;
- (iv) our details included in this Application Form are true and accurate and an authorised representative of the financial intermediary/ adviser has signed or inserted their name/inserted their electronic signature in Section 13 above; and
- (v) we undertake to notify the Company forthwith of any changes to our details provided above and/or if the Applicant ceases to be our client in respect of his or her investment in the Company.

The Company, Unicorn AM and the Receiving Agent respect your privacy and are committed to protecting your personal information. If you would like to find out more about how they use and look after your personal information, please refer to their privacy notices, which can be found at www.unicornaimvct.co.uk/investor-area/unicorn-aim-vact/privacy-policy, www.unicornam.com/wp-content/uploads/UAM-Privacy-Policy.pdf and www.city.uk.com/privacy.html.