

January 2022

Northern Venture Trust PLC

Northern 2 VCT PLC

Northern 3 VCT PLC

Application Form and Guidance Notes

Set out on the following pages is the Application Form to subscribe for Shares in the Northern VCTs and guidance notes setting out certain information to help you complete the Application Form.

Offers for subscription in the
2021/22 tax year to raise a
total of

£40million

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Application form and guidance notes for 2021/2022 share offer

This is the application form for the 2021/2022 share offer for Northern Venture Trust PLC, Northern 2 VCT PLC and Northern 3 VCT PLC (together the Companies and each a Company).

You may complete and submit your Application Form online (please refer to the instructions at www.mercia.co.uk/vcts/ or by contacting the Receiving Agent). Alternatively, you can complete and submit this Application Form.

The Companies encourage investors to use the online Application facility and bank transfers to reduce their carbon footprint and, as the Offers are likely to fill up quickly, from a speed of processing perspective.

Before making an Application you should read the Prospectus published by the Companies dated 10 January 2022 (**Prospectus**) (a copy of which can be downloaded from www.mercia.co.uk/vcts/) in particular the Risk Factors, the Terms and Conditions of Application and Notes on how to complete the Application Form contained in the Prospectus. Definitions used in the Prospectus apply herein. The Companies, the Investment Adviser and the Receiving Agent cannot accept responsibility if any details provided by you are incorrect.

Closing date

The Offers open on 10 January 2022 and will close at 12.00 noon on 31 March 2022. Each Board will close its respective Company's Offer earlier if it is fully subscribed by an earlier date or otherwise at its discretion. **Each Company will decide, in its absolute discretion, to accept or reject Applications.**

Returning the completed form and payment

Please send the completed Application Form together with any accompanying documents and your cheque/banker's draft or, as applicable, make a bank transfer, to: **Northern VCTs Offer, The City Partnership (UK) Limited, The Mending Rooms, Park Valley Mills, Meltham Road, Huddersfield HD4 7BH.**

Cheques/banker's drafts should be made payable to: **City-Northern VCTs-Segregated**

Bank Transfers should be made to:

Bank name:	The Bank of Scotland plc
Account name:	City-Northern VCTs-Segregated
Account number:	22333865
Sort code:	80-22-60

Please reference payments using your initials and telephone number (alphanumeric, no spaces) from Section 1 of the Application Form.

Guidance notes

Please refer to the Guidance Notes at the back of this document for guidance on how to complete the Application Form. Alternatively, you may contact the Receiving Agent on 01484 240 910 or northernvcts@city.uk.com, or the Investment Adviser on 0330 223 1431 or at www.mercia.co.uk/vcts/. It should be noted that the Receiving Agent and the Investment Adviser will only be able to deal with the practicalities of application and are not permitted to provide any investment, financial or tax advice in connection with any investment in the Companies under the Offers.

The Companies, the Investment Adviser 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 the Company, the Investment Adviser and the Receiving Agent use and look after your personal information, please refer to their privacy notices, which can be found at www.mercia.co.uk/privacy-policy/ and city.uk.com/privacy.html.

HM Revenue & Customs may inspect this Application Form. It is a serious offence to make a false declaration.

1 – APPLICANT DETAILS

If you are an existing shareholder in the Companies, please ensure that the details provided below match your registered details to avoid the creation of duplicate holdings.

Personal details

Title	Forename(s)	Surname
Date of Birth	National Insurance Number	

Telephone Number

Should we need to contact you regarding your Application, we would like to do so by telephone. Please provide your telephone number below. We also ask that you use this telephone number as part of your application payment reference.

Telephone Number

Email Address

Regarding this Application, the Receiving Agent would like to issue, via email, an acknowledgement of receipt of application and confirmation of receipt of monies.

If you would like to receive email correspondence from the Receiving Agent, please provide your email address below. Alternatively, the Receiving Agent will send an acknowledgement of receipt of application to you in the post.

Email Address

For Applications accepted under the Offers, the Registrar will send the associated share certificates, income tax relief certificates and dividend mandate forms in the post within three weeks following the respective allotment.

Current address

Address 1	Address 2
Address 3	City
Country	Postcode

For anti-money laundering purposes, if you have lived at your current address for less than three years, please provide your previous address below:

Previous Address 1	Previous Address 2
Previous Address 3	Previous City
Previous Country	Previous Postcode

Non-UK tax residency details

Please list below any country(ies), other than the UK, in which you are resident for tax purposes and the relevant Taxpayer Identification Number (TIN):

Country	TIN/Equivalent
Country	TIN/Equivalent

The Companies, the Investment Adviser and the Receiving Agent may, if necessary, disclose information to HMRC and the IRS to satisfy its FATCA and/or CRS obligations.

Existing Shareholder

Please tick the relevant box(es) below:

I was a **registered shareholder** in one or more of the Companies on 29 November 2021, and I have noted my shareholder reference(s) below:

Company	Shareholder Reference
Northern Venture Trust PLC	
Northern 2 VCT PLC	
Northern 3 VCT PLC	

Your shareholder reference is an 11-digit reference and may be located on any recent correspondence from the Registrar.

I was a **beneficial shareholder** in one or more of the Companies on 29 November 2021, and I have noted the name(s) of the nominee(s) by whom my shares are held below:

Company	Nominee Name
Northern Venture Trust PLC	
Northern 2 VCT PLC	
Northern 3 VCT PLC	

My **spouse/partner** was an existing shareholder in one or more of the Companies on 29 November 2021, and I have noted my spouse's/partner's surname and postcode below:

Company	Spouse/Partner Surname	Spouse/Partner Postcode
Northern Venture Trust PLC		
Northern 2 VCT PLC		
Northern 3 VCT PLC		

2 – FINANCIAL INTERMEDIARY

Please indicate if a financial Intermediary firm is associated with your Application:

- Yes, the financial Intermediary firm detailed in Section 6 is associated with my Application.
- No, a financial Intermediary firm is **NOT** associated with my Application Form. I am a direct investor.

3 – APPLICATION AMOUNT

I hereby offer to subscribe the following amount(s) (**including** any initial adviser fee to be facilitated as set out in Section 7) in pounds sterling for Offer Shares subject to the re-allocation instructions below and on the Terms and Conditions of Application:

	Tax Year 2021/22
Northern Venture Trust PLC (£)	
Northern 2 VCT PLC (£)	
Northern 3 VCT PLC (£)	
Total Application Amount (£)	

Application(s) must be for a minimum of £6,000 in aggregate across the Offers and a minimum of £2,000 per Company. If you are not applying to one of the Companies, please enter '0' in the associated box.

Upfront income tax relief will be available for qualifying investors in respect of the full Application Amount accepted (i.e. **including** any initial adviser fee to be facilitated).

Re-allocation/return instructions

In the event that one or more, but not all, of the Offers for which I have applied has/have, or is/are deemed, closed at the time my Application Form is processed, then I hereby request the following:

- The amount in respect of the closed Offer(s) be **re-allocated** so that it is invested **equally in all** the remaining Offer(s) which are open.
- The amount in respect of the closed Offer(s) be **re-allocated** so that it is invested in **whichever** of the Offers still open has the greatest unallocated capacity.
- The amount in respect of the closed Offer(s) be **returned to me**.

Please note that if you fail to tick a box above, or tick more than one box, your Application monies in respect of the closed Offer(s) will be returned to you.

4 – PAYMENT

With reference to the following details, please tick (A) or (B) below:

Applications will not (unless otherwise agreed by the Companies) be regarded as valid unless cleared funds are received in respect of the Application. Applications with cleared funds will be given priority.

The bank transfer or cheque/bankers' draft should be for the total Application Amount in Section 3 (i.e. including any initial adviser fee for facilitation as detailed in Section 7).

(A) Bank Transfer

I will pay by electronic bank transfer and reference my payment using my initials and telephone number (alphanumeric, no spaces) provided in Section 1.

Bank Transfers should be made to:
Bank name: **The Bank of Scotland plc**
Account name: **City-Northern VCTs-Segregated**
Account number: **22333865**
Sort code: **80-22-60**

(B) Cheque

I will post a cheque or banker's draft, made payable to 'City-Northern VCTs-Segregated', crossed "A/C Payee only" and reference the back of cheque with my initials and telephone number (alphanumeric, no spaces) provided in Section 1.

Cheques/banker's drafts should be sent to the Receiving Agent at the following address:
Northern VCTs Offer
The City Partnership (UK) Limited
The Mending Rooms
Park Valley Mills
Meltham Road
Huddersfield
HD4 7BH

Remitting bank account details

Regardless of your payment method, please provide the details of the remitting bank account to allow the Receiving Agent to match, reconcile, and confirm receipt of your monies. Verification of your bank account also forms part of the checks under the Money Laundering Regulations.

Unless your intermediary, or investment platform, has pre-agreed alternative arrangements with the Receiving Agent, the bank account should be sterling denominated, held at a UK regulated credit or electronic money institution and in **your name (sole or joint)** – the Companies do **NOT** accept payments from business accounts or third parties, including a spouse/civil partner.

Account in name of	
Sort Code	Account Number

5 – APPLICANT DECLARATION

By signing (or equivalent) and submitting this Application Form, I hereby irrevocably declare that:

- 1. I have read and understood, and agree to be bound by, the Terms and Conditions of Application and the Prospectus and as further set out in this Application Form.
- 2. I have provided, to the best of my knowledge, accurate information and I will be the beneficial owner of any Offer Shares allotted in respect of this Application.
- 3. I confirm the amount of the charges payable to my financial adviser set out in Section 7 and agree to the Companies facilitating payment of my financial intermediary’s fees and charges as set out in this Application Form.
- 4. If my financial intermediary has classified me as a Professional Client for the purposes of this Application, I am aware of the risks involved in such classification and of the rights I am giving up and I wish to be treated as a Professional Client in respect of my Application.
- 5. I hereby authorise the Companies, the Receiving Agent and the Registrar (in each case as relevant) to provide, to the financial Intermediary noted in Section 6 (or such replacement financial intermediary notified in writing) upon request, information regarding my shareholdings in the Companies (including any existing Shares).

APPLICATION FORM SIGNATURE BLOCK

Print Name	
Signature	Date

6 – FINANCIAL INTERMEDIARY DETAILS

Network Firm Name (if applicable)	Network Firm FCA Number (if applicable)
Firm Name	Firm FCA Number
Firm Address 1	Firm Address 2
Firm Address 3	Firm City
Firm Country	Firm Postcode
Individual Adviser/Intermediary Name	
Individual Adviser/Intermediary FCA No. (or equivalent)	Individual Adviser/Intermediary Partner Reference (if applicable)

The Receiving Agent will acknowledge receipt of your client’s Application and confirm when your client’s Application Amount clears the Offers’ bank account by email. Please provide your email address below:

Individual Adviser/Intermediary Email Address

Should the Companies or the Receiving Agent need to contact your firm regarding this Application, please provide the relevant administrative contact details below:

Administrative Contact Name	Telephone Number
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7 – FINANCIAL INTERMEDIARY REMUNERATION

Please **complete either (A) or (B)** below:

(A) Initial Adviser Fee

We have provided financial advice to our client, who is not a Professional Client (as per COBS 3.5) and have agreed on the following initial adviser fee which complies with COBS 6.1A.

Please enter the initial adviser fee for facilitation in the box below. If you do **NOT** want the Companies to facilitate payment of the initial adviser fee, or you have made alternative arrangements, **please enter '0' if NIL.**

Initial adviser fee for facilitation (£)	
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The maximum amount which will be facilitated is 4.5% of the total Application Amount in Section 3. Any amount agreed with your client in excess of this (including any applicable VAT falling outside the amount to be facilitated) is the responsibility of your client and will need to be settled by your client direct.

(B) Initial Commission

We confirm and warrant to the Companies that we have acted on an execution-only basis in respect of our client OR our client is a Professional Client (as per COBS 3.5).

Initial commission may be paid at a rate of up to 2.25% of the total Application Amount. Initial commission due can be waived (in whole or part) for the benefit of your client. Please insert the amount of initial commission you wish to be waived in the box below (**please enter '0' if NIL**):

Initial commission waived (%)
 (% of total Application Amount)

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For further details relating to annual trail commission, please refer to the Prospectus.

Fee/commission payment administration

Please confirm the bank account into which any adviser fees or commission payments associated with this Application should be paid (payments will be made by BACS):

Account in name of	
Sort Code	Account Number

If your client's Application is accepted (in whole or part) and Offer Shares issued to your client, the Receiving Agent will send an allotment confirmation email and fee/commission statement to you. Payment of the initial adviser fee or initial commission will only be made after the issue of Offer Shares to your client.

Should you wish the Receiving Agent to carry a reference against any initial adviser fee or commission payment associated with this Application, please provide it below:

Payment reference

If you would like your firm's finance department to receive a copy of a statement detailing the adviser fee or initial commission payment(s) due to your firm, please provide the relevant email address below:

Firm's Finance Department Email Address

8 – FINANCIAL INTERMEDIARY DECLARATION

By signing (or equivalent) and submitting this Application Form, we, the financial intermediary identified in Section 6 confirm that:

- 1. We have read and understood, and agree to be bound by, the Terms and Conditions of Application and the Prospectus and as further set out in this Application Form;
- 2. We have applied customer due diligence measures on a risk sensitive basis in respect of 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 and in the event that the Companies and/or the Investment Adviser and/or the Receiving Agent require additional information in order to accept the application, we will provide it to them within two Business Days of receiving their request;
- 3. Where we have provided advice to the Applicant in connection with an investment in the Companies, such investment is considered to be a suitable investment for the applicant in their current circumstances;
- 4. Our details included in this Application Form are true and accurate;
- 5. We undertake to forthwith notify the Companies of any changes to our details provided above and/or if the applicant ceases to be our client in respect of their investment in the Companies;
- 6. Where we have completed this Application Form on behalf of the Applicant, we confirm that the Applicant has given us the authority to do so; and
- 7. The individual who has signed the form has the authority to sign this declaration on behalf of the financial intermediary detailed in Section 6.

APPLICATION FORM SIGNATURE BLOCK

Name of Authorised Signatory	
Signature	Date

GUIDANCE NOTES

Before making an application to acquire Offer Shares you are strongly recommended to consult and obtain advice from an appropriate financial Intermediary authorised under the Financial Services and Markets Act 2000. It is essential that you complete all parts of the Application Form in accordance with the instructions in these notes.

1 – Applicant Details

Insert your full name, date of birth, National Insurance number, telephone number, email address (if you have one), current address, previous address (if you've been at your current address for less than three years), and non-UK tax residency details. Telephone numbers will only be used in case of a query with regard to your Application. We are legally required to collect information about the tax residency and classifications of new Shareholders which may be shared with HMRC.

It is very important that you complete this section clearly and accurately, as the Receiving Agent will send an acknowledgement to you at either the email address or postal address shown in this section.

If you are an existing Shareholder in one or more of the Companies, please provide the relevant shareholder reference(s). If you hold your Shares in a nominee, please provide the name of the nominee account in the relevant box(es). If your spouse/partner holds Shares in one or more of the Companies, please provide their name and postcode in the relevant box(es).

If you are an existing Shareholder in one or more of the Companies in which you would like to invest, please ensure that the details provided match your existing shareholder account to avoid duplicate shareholder accounts being created. If your registered details differ per Company, please contact the Registrar to update your details accordingly.

You must be the intended beneficial owner of the Offer Shares for which you apply (please do not use a nominee name as this may jeopardise your entitlement to VCT tax reliefs).

Applicants can only apply in an individual's name and Offer Shares will not be issued jointly (for ease of issuing VCT tax certificates). Shareholders may transfer their holdings into joint names following issue by contacting the Registrar.

Applicants who wish to hold their Offer Shares in a nominee account (CREST or otherwise) should transfer/dematerialise their holding(s) upon receipt of the associated share certificate(s) following the respective allotment(s).

If your Application is successful, your name and address as stated in this section will be entered onto the relevant Company's register of members and printed on the tax and share certificate(s).

2 – Financial Intermediary

Please tick the relevant box (only one) to confirm if a financial Intermediary is associated with your Application.

3 – Application Amount

Insert the amount of money which you wish to invest in each Company. Your total Application must be for a minimum aggregate amount of £6,000 and the amount you subscribe to each Company's individual Offer must be for a minimum of £2,000.

In the event that one or more, but not all, of the Offer(s) for which you have applied has/have, or is/are deemed, closed by the time your Application Form is processed, please tick the relevant box (one only) to denote your instructions on how you want your Application to that/those Offer(s) to be re-allocated or whether you want your Application to that/those Offer(s) to be returned.

If all of the Offers to which you have applied have, or are deemed, closed by the time your Application Form is processed, the total amount of your Application will be returned to you.

In the event that you choose to have your Application re-allocated, you will be informed of the allocation of your Application as a result of the re-allocation, following the allotment of your Offer Shares.

If you have requested that your Application in respect of a closed Offer be returned to you, monies will be returned to you by bank transfer as indicated by you in Section 4.

4 – Payment

Payment can be made by electronic transfer (to the Bank of Scotland plc account details of which are set out below and on the Application Form), cheque or banker's draft. Your payment must relate solely to this Application and be for the total Application Amount in Section 3. Please tick the relevant box in Section 4 to confirm the method of payment. Monies should, save as set out below, be made from an account in the sole or joint name of the Applicant.

Application monies from a corporate account will not, unless otherwise agreed, be accepted.

Bank Transfers should be made to:

Bank name: **The Bank of Scotland plc**
Account name: **City-Northern VCTs-Segregated**
Account number: **22333865**
Sort Code: **80-22-60**

To pay by cheque or banker's draft, please send the cheque or banker's draft to the Receiving Agent at the address provided below and on the Application Form. The cheque should be made payable to '**City-Northern VCTs-Segregated**' and crossed 'A/C Payee only'. Cheques may be presented for payment on receipt - Application Forms accompanied by a post-dated cheque will not be accepted. Cheques/banker's drafts should be sent to (recorded delivery is recommended):

Northern VCTs Offer
The City Partnership (UK) Limited
The Mending Rooms
Park Valley Mills
Meltham Road
Huddersfield
HD4 7BH

Receipt of your Application Form will be acknowledged by the Receiving Agent by email (or post if you did not provide an email address). Further, if you have provided an email address, you will also receive confirmation of receipt of payment from the Receiving Agent once the monies have been matched to your Application.

Your electronic transfer, cheque or banker's draft must be drawn in sterling from an account with a United Kingdom regulated credit or electronic money institution which is in the sole or joint name of the Applicant and must bear, if a cheque, the appropriate sort code in the top right-hand corner.

Your payment, whether via electronic transfer or cheque/banker's draft, must also include a reference comprising your initials (all forenames provided) and telephone number provided in Section 1 (alphanumeric, no spaces) which matches the information provided in Section 1. Please enter this reference in the payment reference field on the electronic transfer payment instruction or on the back of the cheque.

For example, the payment from Ms Jane Mary Bloggs with telephone number 0123 456 7891, should have a reference of JMB01234567891.

Regardless of your payment method, please provide the details of the remitting bank account to allow the Receiving Agent to match, reconcile, and confirm receipt of your monies. Verification of your bank account also forms part of the Companies' checks under the Money Laundering Regulations. Further details concerning the Offers' Money Laundering Notice may be found at the end of these notes.

The Companies and/or the Receiving Agent cannot take responsibility for correctly identifying payments without a reference nor where a payment has been received but without an accompanying Application Form. The right is reserved to reject any Application in respect of which the Applicant's electronic transfer, cheque or banker's draft has not been cleared on first presentation. Any monies will be returned by a BACS credit to the remitting account, at the risk of the persons entitled thereto.

5 – Declaration

You must print your name and date the Application Form in Section 5. By signing and dating the Application Form you confirm the declarations set out in Section 5.

If this section of the Application Form is not completed, the Receiving Agent will not be able to process your Application and your Application monies will be returned to you.

6 – Financial Intermediary Details

Intermediaries must give in Section 6 the name and FCA number of the network firm to which they are associated (if applicable), the name and the FCA number of their firm, the firm's full address, the individual adviser's/intermediary's name, FCA number (or equivalent), partner reference (if applicable), email address, administrative contact name and telephone number. The right is reserved to reject any Application or withhold any payment of fees or commission if a Company is not, at its sole discretion, satisfied that the intermediary is authorised or is unable to identify the intermediary based on information provided.

7 – Financial Intermediary Remuneration

Intermediaries must complete (A) or (B) (not both).

(A) Initial Adviser Fee

Please tick box (A) if you have provided financial advice to your client (who is not a Professional Client) and have agreed on an initial adviser fee (nil or otherwise) which complies with COBS 6.1A. The Company may facilitate an initial adviser fee of up to 4.5% of the Application amount stated in Section 3. Please enter the adviser fee for facilitation in the box provided.

If you do not want the Company to facilitate payment of the adviser fee, or you have made alternative arrangements, please enter '0' if NIL.

The charging of VAT on an initial adviser fee is the sole responsibility of the financial adviser. Should any fee facilitated by the Company not include the payment of any such VAT, the investor will, at all times, remain solely responsible to make up such VAT deficit (if any) to the financial adviser.

(B) Initial Commission

Please tick box (B) if you have acted on an 'execution only' basis in respect of your client **OR** your client is a Professional Client.

Initial commission will be paid at a rate of 2.25% of the total Application amount. Initial commission may be waived (in whole or part) for the benefit of your client. Please insert the amount of initial commission you wish to be waived in the box.

Please confirm the bank account into which any adviser charge or initial commission payments associated with the Application should be paid by BACS.

Should you wish the Receiving Agent to carry a reference against any payment associated with the Application, please provide it in the box provided.

If you would like your firm's finance department to receive a copy of a statement detailing the payment(s) due to your firm, please provide the relevant email address in the box provided.

8 – Financial Intermediary Declaration

An individual with the authority to sign on behalf of the financial intermediary firm detailed in Section 6 should print and date the Application Form in Section 8. By signing and dating the Application Form you, on behalf of the financial intermediary, confirm the declarations set out in Section 8. If this section of the Application Form is not completed, the Receiving Agent may not be able to process the Application (and Application monies will be returned to your client).

Money Laundering Notice

In accordance with the Money Laundering Regulations (“ML Regulations”), the identity of all Applicants must be verified before Offer Shares can be allotted. This is a routine step associated with the Application process and ensures that (i) Applicants are who they say they are; and (ii) Application monies have not been acquired illegally and there is no attempt to use the Companies and/or the Receiving Agent as part of criminal activity.

Please note that Offer Shares cannot be allotted if the Receiving Agent is unable to verify the Applicant’s identity, and the Application may ultimately be treated as invalid, and Application monies returned.

For Applications made via a financial intermediary, the intermediary should complete verification of the Applicant. By signing the Application Form, the financial intermediary confirms that they have applied customer due diligence measures on a risk sensitive basis in respect of the Application to the standard required by the ML Regulations within the guidance for the UK financial sector issued by the Joint Money Laundering Steering Group.

If a Company, the Investment Manager and/or the Receiving Agent request additional information in connection with the intermediary’s due diligence, they will provide it within two Business Days of receiving the request.

For direct Applications which are above the British Pound sterling equivalent of €15,000 (for single or linked Applications), the Receiving Agent will use the Applicant’s personal information from the Application Form to verify their identity through Veriphy, a specialist AML compliance solution provider. Veriphy’s AML checks include identity and UK address validation as well as integral mortality, departure, sanction, and politically exposed person searches. Veriphy’s checks have no impact on an Applicant’s credit score or their ability to obtain credit.

In the small number of cases where Veriphy is unable to verify the Applicant’s identity sufficiently, the Receiving Agent will need the Applicant to supply evidence of their identity and will contact the Applicant (or their financial intermediary if applicable) to request copies of the relevant documents (typically, an original or certified copy of a passport or driving licence, as well as a recent bank statement or utility bill) and explain how those should be provided. Please note that failure to provide satisfactory evidence following such a request may result in a delay in processing an Application or, at the point of the relevant Offer closing to Applications, the Application being treated as invalid and Application monies returned.

Note: The Companies and/or the Receiving Agent may, in their absolute discretion, and regardless of the Application amount and/or the involvement of a financial intermediary, require identity verification.

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