

PURPOSE

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

PRODUCT

Name of Product: **OION FUND**
 PRIIP Manufacturer: Innvotec Ltd.
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This Key Information Document (KID) is issued and approved **on 31 December 2017** by Innvotec Limited which is authorised and regulated in the UK by the Financial Conduct Authority (Registration number: FRN 122365).

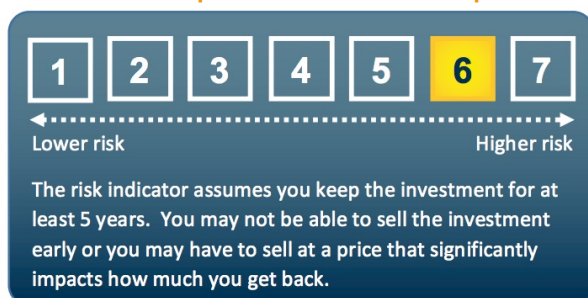
Alert: You are about to purchase a product that is not simple, and may be difficult to understand. Innvotec is unable to give advice; please contact your Financial Adviser or Professional Intermediary.

WHAT IS THE PRODUCT?

- a) Type: The Fund takes advantage of HMRC tax reliefs under the Enterprise and Seed Enterprise Investment Schemes.
- b) Objective: To generate tax-free capital gains arising from investments in a portfolio of emerging private companies.
- c) Who this product is suitable for: The product is limited to retail investors who have been advised by an authorised financial adviser (or similar professional) or who are certified High Net Worth, self-certified Sophisticated Investors or Restricted Investors and who have successfully completed the application process in full.
- d) Recommended Holding Period: There is no specified maturity date or pre-determined termination date. The product is a long-term investment with returns to Investors likely to arise between year four and year eight although some may be held for longer. The wind up of the Fund will take place after all holdings have been sold or otherwise exited.

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

a) Risk Indicator: Description of the risk-reward profile



The risk indicator assumes you keep the product for at least five years. Should you keep the product longer until all holdings are disposed of and funds returned, the risk factor may be different. There is no exact maturity date for this product. The actual risk can vary significantly if you cash in at an early stage and you may get back significantly less, especially if you cash in inside three years and lose valuable tax reliefs. The investment involves investing in a portfolio of private companies each of which is a non-readily realisable investment meaning the investment itself is not readily realisable and is considered to have a materially relevant liquidity risk. You may not be able to sell all or part of your product easily or you may have to sell at a price that significantly impacts on how much you get back.

Innvotec Limited has classed the product as carrying a Summary Risk Indicator of 6 on the basis that the investment is illiquid, will be used to acquire a portfolio of private companies each holding being a “non-readily realisable investment”, whose performance cannot be guaranteed and Investors may not get back the original amount invested.

Innvotec Limited is of the opinion that the retail investor may face significant difficulties in terms of time or cost (by way of loss of profit) for disinvesting during the life of the product until such time as all holdings are disposed of and the Fund is wound up.

b) The Summary Risk Indicator

The Fund has a four year’ history but Innvotec believes the performance data is insufficient on which to base future projections with confidence. Accordingly, the four scenarios described below are based on a new fund with no history and,



what Innovotec believes to be, conservative assumptions. Based on its investment focus, the Fund is to be viewed as a long-term hold.

The table below shows the amount you could back over the next 8 years under four different investment scenarios assuming you make an investment of £10,000. The amounts under the scenarios presented are an estimate of future performance, reflect how the value of this investment can vary, and are not to be viewed as an exact indicator.

INVESTMENT SCENARIOS		1 YEAR	4 YEARS	8 YEARS (expected hold period)
STRESS	WHAT YOU MIGHT GET BACK AFTER COSTS	£5,020	£5,500	£6,060
	AVERAGE RETURN EACH YEAR (%)	-49.8%	-11.3%	-4.9%
UNFAVOURABLE	WHAT YOU MIGHT GET BACK AFTER COSTS	£6,020	£7,000	£8,060
	AVERAGE RETURN EACH YEAR (%)	-39.8%	-7.5%	-2.4%
MODERATE	WHAT YOU MIGHT GET BACK AFTER COSTS	£7,020	£10,080	£13,046
	AVERAGE RETURN EACH YEAR (%)	-29.8%	0.2%	3.8%
FAVOURABLE	WHAT YOU MIGHT GET BACK AFTER COSTS	£8,020	£14,019	£20,022
	AVERAGE RETURN EACH YEAR (%)	-19.8%	10.1%	12.5%

Please note that the amounts under the scenarios presented above are after deduction of all management fees and any performance fees payable. The return you get ultimately will vary depending on how the underlying portfolio companies perform and if you keep the investment until wind up of the Fund.

The figures shown do not include any costs you pay to an intermediary or financial adviser nor do they take account of your tax situation or any changes to it and, therefore, exclude the positive impact of the tax reliefs available to the Investor.

WHAT HAPPENS IF INNVOTEC IS UNABLE TO PAY OUT?

Innovotec Limited does not hold Investors' funds or assets on its balance sheet. Investors' commitment is via a Fund, each Fund is an Innovotec client and all client assets and cash are held in segregated accounts completely separate from Innovotec itself.

Innovotec is covered by the Financial Services Compensation Scheme. The Investor may be entitled to compensation from the scheme if the Fund Manager cannot meet its obligations. This depends on the type of business and the circumstances of the claim. Most types of investment business are covered up to a maximum of £50,000. Further information about compensation arrangements is available on request from the Fund Manager or from www.fscs.org.uk.

COST TO INVESTORS

The Reduction in Yield (RIY) shows what impact the total costs (including VAT) you pay will have on the investment return you might get. The total costs take into account one-off, ongoing and incidental costs. The amounts shown here are the cumulative costs of the product itself, for three different holding periods. They include potential early exit penalties. The figures assume you invest £10,000. These figures are estimates and may change in the future.

Cost over time

The person selling to you or advising you about this product may charge you other costs. If so, this person will provide you with information about these additional costs, and show you the impact that all costs will have on your investment over time.

Investment £10,000 Scenarios	If you cash in after 1 year	If you cash in after 4 years	If you cash in after 8 years
Total costs	£180	£720	£1440
Impact of return (RIY) per year	-1.8%	-1.8%	-1.8%

This table shows the impact on return per year			
One off costs	Entry Costs	0% (if applicable)	The impact of the costs you pay when entering your investment. This will cover the costs incurred by Innvotec in connection with the investment and fund raising.
Ongoing costs	Annual Management Charge	1.5% plus VAT (Because the Fund will be fully invested at the outset, the Annual Management Fee can only be paid from the exit proceeds arising out of the realisation of investments.	The impact of the costs that we take each year for managing your investments; deferred until proceeds from disposals provide the Fund with sufficient cash for the accrued fees to be paid.
Incidental costs	Performance fees	30% of the “positive upside” of an Investor’s return across their portfolio within the Fund. Payable after the Investor receives a 120% return on their original commitment to the Fund.	The impact of the performance fee. We take these from your investment if proceeds exceed £1.20 for every £1 invested.

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

There is no minimum holding period but if an Investor terminates within 3 years he or she will lose the appropriate Tax Reliefs. The recommended hold period is until the Fund is wound up (with an indicative eight years) and this product cannot be easily realised in the interim due to the Non-Readily Realisable nature of the investments. That means it is difficult to estimate how much you would get back if you attempt to realise your investment early.

An early withdrawal inside three years will lead to the withdrawal of Tax Reliefs in whole or in part, depending on the particular circumstances of the Investor.

- However, an Investor can terminate his or her Fund Management Agreement in respect of the Fund, and if possible, seek an early withdrawal of the entire amount held in their Portfolio at any time.
- If an Investor terminates the Fund Management Agreement, the Investor’s investments held in the Fund will have to be sold and any cash proceeds will be paid to the relevant Investor.

HOW CAN I COMPLAIN?

Innvotec Limited has established procedures in accordance with the FCA Rules for consideration of complaints. Details are available on request. If you have a complaint, please contact us at Innvotec Limited, 9 Little Trinity Lane, London EC4V 2AD or call us on 0207 630 6990. Maximum time for handling any complaint is 8 weeks, though we endeavour to resolve them much sooner.

If we are unable to resolve the complaint to your satisfaction, you are entitled to contact the Financial Ombudsman Service at Exchange Tower, London E14 9SR or call them on 0800 023 4567 or 0300 123 9123 or visit their website at <http://www.financial-ombudsman.org.uk/>.

OTHER RELEVANT INFORMATION

Please read the Information Memorandum for the Fund carefully, specifically the Risk Factors before making your investment decision and confirm with your independent financial adviser (or similar) that you have the expertise, experience and knowledge to properly understand the risks of participating in the Fund.

Prospective Investors should note that the value of an investment can fall as well as rise and Investors may not get back the amount originally invested. Therefore, you should only make investments in the Fund that you can afford to lose without having any significant impact on your overall financial position or commitments.

The cost, performance and risk calculations in this Key Information Document follow the methodology prescribed by EU Rules as stated in the PRIIPs Regulations.

Please note that the investment into the Fund will be held by the investor in the form of shareholding in the investee company, and as such we do not consider that this product is a PRIIP. However, we have produced this document to enable prospective investors to compare this with similar information from any other EIS/SEIS providers whose products might be structured as PRIIPs.