Part 8
Application Form

How to complete this Application Form

Before completing this Application Form, please read the Prospectus dated 2 September 2019 including the Terms and Conditions of the Offer and the Notes given in Part 6. If you are at all unsure this Offer is suitable for you, please seek professional advice.

Please complete in full, leaving blank any questions that do not apply to you. If you are a nominee applying on behalf of a block of investors, please do not use this form. Instead, please contact the Receiving Agent for alternative instructions. If you need any help completing this form, please contact The City Partnership (UK) Limited by email at ra@city.uk.com or by telephone on 0131 243 7210.

How to make a payment

Payment can be made by electronic transfer, cheque or banker's draft.

Electronic transfer

Please transfer the required funds to:

Account name:	The City Partnership – Pembroke VCT
Account number:	11010368
Sort code:	80-22-60
Reference:	Surname, initial(s) and postcode (e.g. SmithJWC1A1BB)

Note: Payments need to come from a personal bank account in the Applicant's name (including joint accounts). We do not accept payments from business accounts or third parties, including a spouse.

Cheque or banker's draft

Please make your cheque or banker's draft payable to "The City Partnership – Pembroke VCT" and cross "A/C Payee only".

Note: Cheques must be from a personal bank account in the Applicant's name (including joint accounts). We do not accept cheques from business accounts, third parties (including a spouse) or post-dated cheques. Banker's drafts and building society cheques must specifically mention the Applicant's name. Further, please note that funds may require to be cleared prior to allotting, which for cheques, takes six working days after the date of banking.

Where to post this application

Once completed, please send this form – along with your cheque or banker's draft, if applicable – to:

The City Partnership (UK) Limited
110 George Street
Edinburgh EH2 4LH

Deadlines

Offer opens	2 September 2019
Deadline for receipt of applications for final allotment in 2019/20 Offer	3.00 p.m. on 5 April 2020
Deadline for receipt of applications for final allotment in 2020/21 Offer	3.00 p.m. on 26 June 2020

The deadline for receipt of applications is subject to the Offer not being fully subscribed by an earlier date. The closing date of the Offer, and the deadline for receipt of applications for the final allotment in the 2020/21 tax year, may be extended by the Directors at their absolute discretion to a date no later than 1 September 2020.

Please complete this form in BLOCK CAPITALS using **black ink** and ensure you answer all the questions marked with an asterisk (*).

1. Investor details

Title*	Forenames*	Surname*
Address*		
Postcode*	Telephone number*	
Previous address *(if less than three years at current address)*		
Date of birth*	National Insurance number*	
Email address	Are you a US citizen?* (Please tick) Yes ☐ No ☐	

Part 8

Application Form continued

1. Investor details (continued)

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 1	TIN 1
Country 2	TIN 2
Country 3	TIN 3
Registered holder ID (CIN)[1]	

[1]This can be found on the letter recently sent to you or by logging into/registering as a Pembroke Investor Hub user (for further information on how to register please refer to the letter recently sent or email registrars@city.uk.com). We appreciate that providing this information may require some additional work on your part. Our reason for asking is to avoid duplicate entries in the register and, thereby, avoid sending you duplicate copies of communications.

2. Subscription details

The minimum subscription per Investor is £3,000 (net of any facilitated Adviser Charges).

I hereby offer to subscribe the following amount(s) in Pounds Sterling for new B Ordinary Shares at the Offer Price on the Terms and Conditions of the Offer:

2019/2020 Tax year	£
2020/2021 Tax year	£
Total	£

Cheque drawn from an account in my own or joint name / Banker's Draft ☐

OR

Electronic transfer from an account in my own or joint name, which I have referenced using my surname, initial(s) and postcode. ☐

Nominee/CREST

If you wish that any new Shares for which your subscription is accepted are issued to your nominee through CREST, please provide details below.

CREST participant ID	CREST member account ID
Participant name and address	

If you would like your new Shares issued to a non-CREST nominee, please complete the above section providing the nominee's name and address.

If you would like to receive statutory information from the Company albeit that your shares are to be held in a nominee account, please tick box ☐

3. Online anti-money-laundering identity check

By ticking this box, I consent to the Company, or a third party acting on the Company's behalf, undertaking an online identity check for the purposes of the ML Regulations: ☐

4. Dividend options

Please complete either A **OR** B below

A – Dividend Payments

If you wish to have any dividends paid directly into your account, please provide details below. If you leave this blank and do not reinvest them, you will be sent a cheque. Please note your first dividend payment may be made by cheque even if you elect direct payment.

Account name	Bank or Building Society name
Sort code	Account number

B – Dividend Investment Scheme (DIS)

By ticking this box I confirm that I wish to participate in the Dividend Investment Scheme and I hereby accept its terms and conditions: ☐

Note: for existing Shareholders the DIS will apply to all share classes currently held within the CIN given in Section 1 of this Application Form.
If you have multiple CINs you need to apply separately for each CIN. If you hold your shares in a nominee you must contact them to participate in the DIS.
If you wish to receive dividends in cash, do not tick this box.

5. Investor communication

The Company would like to communicate with you electronically in respect of your shareholding in the Company. The Articles of the Company provide authority to use electronic means to convey information to Shareholders, including, but not limited to, sending and supplying documents or information to Shareholders by making them available on a website. This means that you will receive notifications by email (where you have provided an email address below) or by letter that information and/or documents are available on the Company's website.

We will notify you when documents and information are available to access on the website and we will provide you with:

- the address of the website
- the place on the website where the documents and information may be accessed; and
- details of how to access the documents or information.

Please complete either A **OR** B below:

A. Please confirm your agreement to the Company sending or supplying documents and information to you in electronic form by providing your email address for these purposes. If you do not provide an email address in the box below and do not complete B, we are obliged to send you notifications by letter, to the address in Section 1.

Email address

OR

B. If you would prefer to receive hard copy documents please tick the box here ☐

You have the right to opt out of electronic communication at any time and to revert to paper format by contacting registrars@city.uk.com or writing to The City Partnership (UK) Ltd, Suite 2 Park Valley House, Park Valley Mills, Meltham Road, Huddersfield HD4 7BH.

Please tick the relevant box to state your preference for receipt of an acknowledgement of your application. Letter ☐ Email ☐

6. Financial advice

Please indicate below if you have received financial advice in relation to your application.

Yes, I have received financial advice ☐
Please also complete Section 7

No, I have not received any financial advice (execution only intermediary) ☐
Please go to Section 8

7. Adviser Charge

If you have made separate arrangements to pay any Adviser Charge, please insert 'NIL' below if no charge is to be facilitated.

If you have agreed an initial Adviser Charge with your adviser and want the Company to facilitate payment of that charge, please insert the sum to be paid in the box below. The Adviser Charge will be deducted from your subscription so the number of new Shares issued will reduce accordingly. If the adviser fee includes VAT, you may remain liable for the VAT element.

Adviser Charge (£)

8. Privacy notice

Your personal data will be used by Pembroke Investment Managers LLP, Portlight Limited, The City Partnership (UK) Limited, Pembroke VCT plc, Share Registrars Limited and any other third party advisers or intermediaries to:

- Process your application and verify your identity, including performing online Anti Money Laundering checks
- Keep you updated on the progress of your investment
- Allot your shares and provide the relevant documentation in connection with your shareholding if your application is successful
- Pay dividends, administer the Dividend Investment Scheme and process other corporate actions as necessary
- Provide you with any reports or information required by law
- Provide your independent financial adviser with reports and information to help them manage and monitor your investment into Pembroke VCT

Please read our full Privacy Policy at www.pembrokevct.com/privacy-policy

If we rely on your consent as our legal basis for processing your personal information you have the right to withdraw that consent at any time by contacting us by telephone on 020 7766 6900, by email at info@pembrokevct.com or in writing to Pembroke VCT plc, 3 Cadogan Gate, London SW1X 0AS.

We will not share your data with any other party other than those listed above unless required to do so by law.

9. Declaration

By signing this application form I hereby irrevocably declare that:

1. I have decided to invest on the basis of the information in the Pembroke VCT prospectus and Key Information Document (KID).
2. I agree to be bound by the Terms and Conditions of subscription.
3. I have provided accurate information, to the best of my knowledge.
4. I agree to the Company facilitating payment of my adviser's fees and charges as set out in Section 7.
5. I acknowledge that the information contained in this form and information regarding the Shareholder and any Reportable Accounts may be provided to the tax authorities of the country in which this account is maintained and exchanged with the tax authorities of another country or countries in which the Shareholder may be tax resident pursuant to intergovernmental agreements to exchange financial account information.
6. I confirm I have read and understood the above privacy notice which explains how my information will be used to enable Pembroke to process my application and manage my on-going investment.

Investor name* (print)

Signature*

Date*

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Application Form continued

10. To be completed by the adviser or intermediary

Network details (if applicable)

Network firm name	Network firm FCA number

Adviser or Intermediary details

Firm name	Firm FCA number

Adviser / intermediary name	Adviser / intermediary FCA number	Adviser / intermediary partner reference

Administrative contact	Telephone number

Address

Postcode	Email address

You will receive from the Receiving Agent an acknowledgement of receipt of your client's application by email sent to the email address you have provided above.

Bank details

Account name	Bank or Building Society name

Sort code	Account number

Finance department email (required for the issue of fee statements)[2]

[2]Please note that a £5 charge shall be levied by the Receiving Agent against any IFA firm requesting copies of fee statements that have previously been issued.

Anti-money-laundering
I confirm I have applied customer due diligence measures on the applicant to the standard required by the Money Laundering Regulations in Section 11. ☐

Financial advice – this must match Section 6 of this Application Form
Please note – if you have ticked the "I have provided financial advice" box below, you can charge a fee as in Section 7 but you cannot take execution-only commission as well.

I have provided financial advice to the applicant, who is not a professional client and any agreed up-front adviser charges comply with COBS 6.1a. ☐

I have acted in an execution only capacity in respect of this offer and/or the applicant is a Professional Client ☐

Execution-only intermediary commission
Please note, not applicable for intermediaries who have provided financial advice.

I agree to waive initial commission – please enter the amount to the right.

Initial commission waived *(%; if all, write 'ALL')*

11. Financial intermediary certificate and signature

By submitting this Application Form, we, the financial intermediary identified in Section 10 above confirm that:

(i) We have read and understood, and agree to be bound by, the Offer Terms and Conditions 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 application to the standard required by the Money Laundering Regulations 2007 within the guidance for the UK financial sector issued by the Joint Money Laundering Steering Group and that in the event that the Company, the investment Manager and/or the Receiving Agent require additional information in order to accept the subscription, we will provide it to them within two 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; and

(iv) Our details included in this Application Form are true and accurate.

We undertake to forthwith notify the Company 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.

Adviser name* (print)

Signature*	Date*