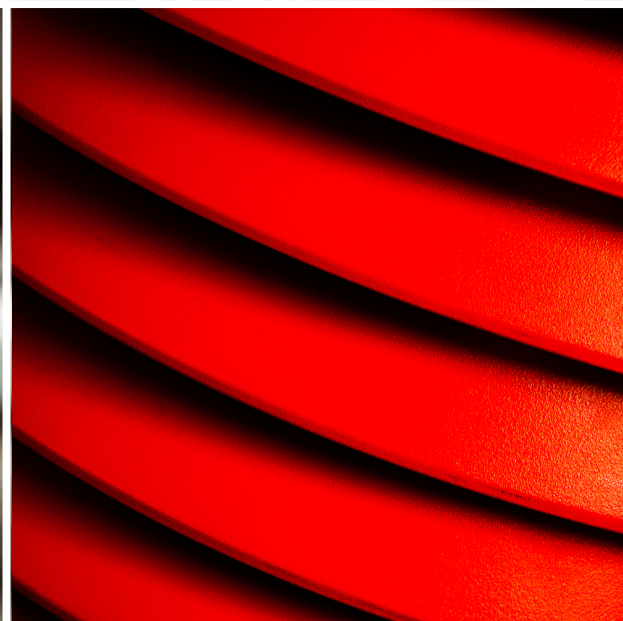
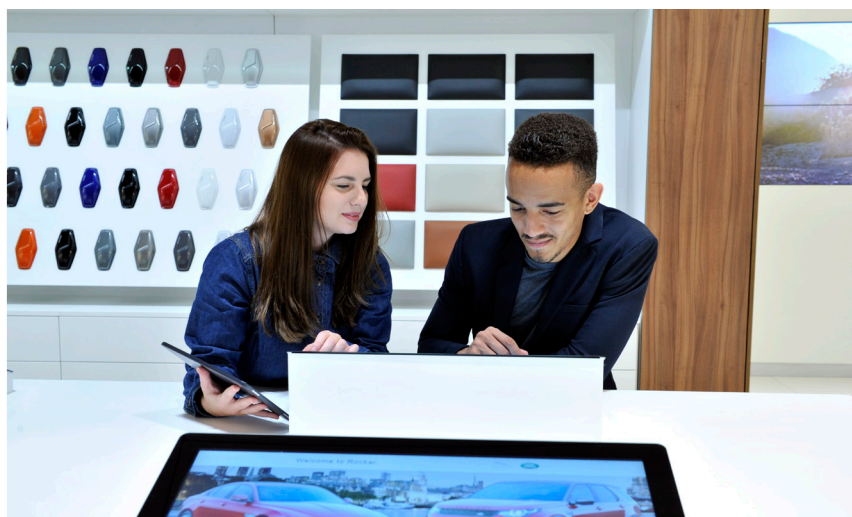


Application Form and Guidance Notes

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.



Guidance on applying for Offer Shares

The closing date for the Offers will be 12 noon on 1 April 2020 (unless fully subscribed earlier). If successful, your Offer Shares are expected to be allotted between 1 April 2020 and 5 April 2020.

Step 1: Complete the attached application form

WHERE YOU ARE SUBSCRIBING FOR OFFER SHARES DIRECTLY

- You should read the Prospectus fully before applying
- Please complete sections 1 – 5 and leave sections 6 and 7 blank, complete section 8 (if relevant) and sign and date the declaration at section 9
- You should send this Application Form to the address shown in section 10

WHERE YOU ARE SUBSCRIBING FOR OFFER SHARES THROUGH AN INTERMEDIARY

- You should read the Prospectus fully before applying
- Please complete sections 1 – 5 and sign and date section 9
- You should return this form to your financial adviser who should complete sections 6, and 7 and then send this to Application Form to the address shown at section 10

Step 2: Provide verification of identity and/or source of funds information

If your application is for less than £12,500: there is no requirement for evidence of your identity or source of funds. Please note, however, that the Companies reserve the right to request such information and to check your identity using a reputable online reference facility as a condition of accepting your application for Offer Shares.

If your application is for an amount of £12,500 or more (for any single Offer or in aggregate across all of the Northern VCT Offers you have applied for), you must either:

- Provide documentary evidence of your identity by providing a certified copy of a passport or driving licence; OR
- If documents are not provided we will check your identity using a reputable online reference facility; OR
- For applications made through an Intermediary (IFA or broker) your Intermediary should confirm that they have carried out identity verification checks at section 6 of this Application Form

Further details of our procedures (including details of suitable documents) are set out page 3 of this form. If you are paying by electronic fund transfer (see details below) we will be required to match the payment to the details on your form. If we cannot identify the account from which the payment is made we reserve the right to request documentary evidence of the bank transfer or to reject your application.

Step 3: Decide on the means of payment

You may pay for Shares in either of the following two ways, and indicate which method on section 4 of the Application Form:

- Payment by cheque or bankers' draft: indicate in section 4 of the Application Form that you wish to pay by cheque and attach the cheque to your application form. You may send a single cheque for the full amount of your application across the Offers. Your cheque should be made payable to "City – Northern VCTs" and will be cashed upon receipt.
- Payment by electronic transfer: indicate in section 4 of the Application Form that you wish to pay by electronic transfer and specify the details of the account from which you will be remitting funds. You will also be asked to provide a payment reference which you will be required to use when setting up your payment, in the format "Initials + Telephone number". The details of the relevant bank account into which to transfer funds are included in section 4.

Next steps:

- After your Application Form is received and checked, we will write to you to acknowledge receipt of your application (usually within 48 hours of receipt). The acknowledgement will indicate which Offer(s) were still open at the point of receiving your Application Form and will include either (i) confirmation that your cheque or banker's draft has been presented for payment or (ii) confirmation of whether your electronic payment has been received at that point, depending on your selected payment method.
- Subject to your funds clearing and all other conditions of the Offers being satisfied (as per the Terms and Conditions of Application included in the Prospectus) Offer Shares are expected to be allotted between 1 April 2020 and 5 April 2020, after which we will arrange for the Registrars to send you your share certificate(s) and income tax relief certificate(s).

Guidance notes on the Application Form

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. Please send the completed Application Form, together with (if applicable) your cheque or banker's draft by post, or deliver it by hand, to The City Partnership (UK) Limited, 110 George Street, Edinburgh EH2 4LH. If you have any questions on how to complete the Application Form please contact The City Partnership(UK) Limited on 0131 243 7210 or your Intermediary. Neither The City Partnership (UK) Limited, Mercia Asset Management PLC nor NVM Private Equity LLP can provide you with any investment advice.

The following notes should be read in conjunction with the Application Form and the Terms and Conditions of Application which are contained in the Prospectus dated on or around 13 January 2020, a copy of which can be found at www.nvm.co.uk and www.mercia.co.uk.

Terms defined in this Application Form and the Guidance Notes have the meaning given to them in the Prospectus.

1. About the investor

Insert in box 1 in BLOCK CAPITALS your full name, permanent address, telephone number, date of birth, National Insurance number, your email address and your country of residence for tax purposes. Joint applications are not permitted.

2. Shareholder references

Insert (in figures) the total amount you wish to invest in each of the Companies and in total under the Offers (state nil if appropriate). If you or your spouse or civil partner are existing Shareholders included on the registers of members of any of the Companies as at the close of business on 6 December 2019, please insert the relevant shareholder reference for each of the Companies in which the Shares are held and in which you wish to invest.

If your existing Shares are held in a nominee account, please insert the name of the nominee and enclose a statement from them confirming your shareholding as at close of business on 6 December 2019.

The minimum individual subscription for Offer Shares under the Offers is £6,000. Applicants may apply for Offer Shares in one, two or all of the Companies provided that the total subscribed is not less than £6,000 and the amount subscribed in each Company is not less than £2,000. The maximum investment on which tax relief on investments in VCTs is available is £200,000 in the 2019/20 tax year.

Please arrange payment of the exact total amount shown in Section 2, by selecting one of the methods specified in Section 4.

3. Reallocation/return instructions

In case any of the Offers applied for are closed, tick the relevant box to give instructions as to the action that will be taken with any remaining subscription. If you do not tick either of the boxes and any of the Offers applied for are closed, then the sums subscribed in respect of these closed Offers will be returned to you (with no interest applied) at your risk and at the address set out in Box 1.

4. Payment method

If paying by cheque or banker's draft:

- (i) you must attach your cheque or banker's draft to this Application Form
- (ii) you may provide a single cheque or banker's draft for your total subscription to the Offers. Post-dated cheques will not be accepted.

If paying by bank transfer:

- (i) details of the account to remit funds to are included in section 4
- (ii) you must provide on this form details of the bank account from which you are sending funds and the reference you will use for the payment in the format "Initials + Telephone number"

Acceptance of your application is conditional always on receipt of cleared funds into the bank account specified in section 4.

5. Investment type

Please tick the relevant box to identify the type of investment you are making – Direct, Execution-only or Advised. Intermediaries on advised investments are entitled to the payment of Adviser Charges where agreed with their clients. Please insert the agreed fee in the box (as a sum of money in box 2). The number of Offer Shares issued to the Applicant will be reduced by the amount of the Adviser Charge as set out in the Pricing Formula in the Prospectus dated on or around 13 January 2020, a copy of which can be found at www.nvm.co.uk and www.mercia.co.uk. The Adviser Charge is inclusive of VAT, if applicable.

6. Intermediary information and 7. Additional intermediary information

The information in this section must be completed or confirmed by your Intermediary. Intermediaries who are entitled to receive commission or an Adviser Charge should complete and sign the agent's box, giving their full name and address, telephone number and details of their authorisation under the Financial Services and Markets Act 2000. The right is reserved to withhold payment of commission or Adviser Charges if the Companies or NVM are, at their sole discretion, not satisfied that the agent is so authorised and entitled, or consider that payment of such commission or Adviser Charge is or may be in breach of any applicable rules or regulations. In order for commission or Adviser Charges to be paid by BACS, please complete the relevant boxes

8. Identification and source of funds

If the application is for less than £12,500: no anti money laundering verification is required to be enclosed. Please note, that the Companies may, in their absolute discretion, require anti money laundering verification, and that anti money laundering verification will be required by Intermediaries. By submitting an Application Form for any amount you are consenting to your identity being verified with a reputable online reference agency. Note that this verification has no impact on your credit score or your ability to obtain credit, and the agency will simply carry out a 'soft search', which leaves only an 'enquiry footprint' in order that you can see who has enquired (the enquiry will show that an identity check was carried out in respect of an investment, to comply with anti money laundering regulations).

If the application is for £12,500 or more, please either:

- A. supply the following evidence of verification of your identity:
- a. for applications made through an Intermediary, your Intermediary should confirm, at section 6 of this Application Form, that they have carried out identity verification checks; OR
 - b. provide a copy of:
 - I. your current passport or UK driving licence certificated by a bank or solicitor stating that it is a "true copy of the original and a true likeness of the client" followed by your name; AND
 - II. a recent (no more than three months old) original bank or building society statement, or utility bill (not a mobile phone bill), or council tax statement, or recent tax bill, in your name and showing your current address.

OR

- B. if the above listed information or confirmation is not provided NVM will carry out a search of your details with a reputable online reference agency, and contact you if further information is required.

Whether or not your application is for more than £12,500, and whether or not you have enclosed identification documents, by completing this Application Form, you authorise City Partnership (UK) Limited and/or NVM Private Equity LLP, on behalf of the Companies, to carry out a search of the online register held by reputable reference agencies. Note that this verification has no impact on your credit score or your ability to obtain credit, and the agency will simply carry out a 'soft search', which leaves only an 'enquiry footprint' in order that you can see who has enquired (the enquiry will show that an identity check was carried out in respect of an investment, to comply with anti money laundering regulations).

If you are paying by electronic fund transfer (see details above) we will be required to match the payment to the details on your form. If we cannot identify the account from which the payment is made we reserve the right to request documentary evidence of the bank transfer (a certified copy of a bank statement showing the applicant's details and the payment details).

9. Investor declaration

Read the declaration, sign where indicated and enter the date. If someone other than the Applicant named in Section 1 signs on the Applicant's behalf, such signatory must ensure that they are authorised by the Applicant to give this declaration and to sign the Application Form. In such cases the original power of attorney (or other relevant authorising document) or a copy thereof duly certified by a solicitor must be submitted with the Application Form for inspection.

1. About the investor

Title and full name: _____

Permanent address: _____

Postcode: _____ Telephone: _____

Country of residence for tax purposes: UK Other _____ (please specify)

Date of birth: DD | MM | YYYY National insurance number: __ __ | __ __ | __ __ | __ __ | __

Email address: _____

2. Shareholder references

If you or your spouse or civil partner are existing Shareholders included on the register of members of any of the Companies as at the close of business on 6 December 2019, please insert the relevant Shareholder references in the boxes below, as well as the application amount.

Existing shareholder? Yes No

	Shareholder reference (please insert a reference for each Company in which you already hold Shares)	Application amount
Northern Venture Trust PLC	<u> 1 </u> _____	£ _____
Northern 2 VCT PLC	<u> 1 </u> _____	£ _____
Northern 3 VCT PLC	<u> 1 </u> _____	£ _____
Total application		£ _____ Min £6,000

If your existing Shares are held in a nominee account, please insert the name of the nominee and enclose a statement from them confirming your shareholding as at close of business on 6 December 2019.

Name of nominee if applicable: _____

3. Reallocation/return instructions - please tick the appropriate box (I) or (II)

In the event that one or more of the Offers for which I have applied has closed by the time my Application Form is processed, then I request that the sums subscribed in respect of those closed Offers are:

Tick one box

- I. Invested equally in any Offer(s) which has/have not yet closed irrespective of whether I applied for it/them in Box 2 above OR
- II. My application to the closed Offer(s) is not to be processed, and (if applicable) my subscription cheque(s) for the closed Offer(s) is/are to be returned to me, as I do not wish the sum(s) subscribed to be reallocated as in option (i) above.

If you have not ticked either box 3 (I) or (II) above, the cheques you have provided in respect of the closed Offers will be returned to you.

4. Payment method – please tick the appropriate box (I) or (II)

I will pay my subscription amount by:

Tick one box

- I. cheque/banker's draft (attached to this Application Form), made out to "City - Northern VCTs"; OR
- II. electronic transfer to the following account:
Account name: "City - Northern VCTs", Sort code: 80-22-60, Account number: 2002 2960

My bank account details (if box 4(ii) ticked), from which I will be sending my subscription payment reference utilised:

Sort code: __ __ - __ __ - __ __ Account number: __ __ __ __ __ __

Payment reference: ("Initials + Telephone number"): _____

5. Investment type – please tick the appropriate box (I), (II), or (III)

Tick one box:

- I. Direct – No Intermediary: This is a direct investment (i.e. you are not submitting this application through an Intermediary) – please go to Section 8
- II. Execution-only: This investment is being processed through your Intermediary who is not providing you with advice – please leave the rest of this section blank and ensure Section 6 contains the details of your Intermediary.
- III. Advised: You have been advised on this investment by an Intermediary – please complete the Adviser Charge box below, if applicable, and ensure Section 6 contains the details of your Intermediary.

Adviser Charge: If you have agreed an Adviser Charge with your Intermediary and request that the Companies pay that fee, please insert the fee amount in this box or else insert "Nil". Please note that the number of Offer Shares issued to you will be reduced by the Adviser Charge. This payment is inclusive of VAT, if applicable.

Adviser Charge amount £

6. Intermediary information

The information in this section to be completed or confirmed by the named FCA-authorized Intermediary. If Section 6 is completed by you on behalf of your Intermediary, we will need to contact your Intermediary to confirm the information provided.

Contact name (for administration): _____

Intermediary name: _____

FCA-authorized intermediary firm name: _____

Address: _____

Postcode: _____ Tel: _____

FCA no.: _____ Email: _____

If you are permitted to receive commission in respect of this application in compliance with COBS 6.1A of the FCA Handbook, please tick the appropriate box and supply the reasons where necessary.

Execution-only basis (tick box)	<input type="checkbox"/>
Other (tick box and specify reason)	<input type="checkbox"/>

Tick this box if the Adviser Charge stated in the box in section 5 above has been agreed with your client and complies with COBS 6.1A of the FCA Handbook.

Tick this box if the Intermediary firm named above is confirming that it has carried out identity verification checks on the Applicant named in this Application Form in accordance with the ML Regulations.

7. Additional Intermediary information

Please provide details of your intermediary bank account so that the commission or the Adviser Charge (as applicable) can be paid by BACS.

Name of bank and branch: _____

Account name: _____

Sort code: ____ - ____ - ____ Account number (please quote all digits and zeros): ____ - ____ - ____ - ____ - ____ - ____

Email address for commission statements: _____

Declaration by intermediary: I confirm that the information provided throughout this form is true and accurate:

Signed: _____ Position: _____

8. Identification and source of funds

If your application is for an amount of more than £12,500, please indicate with a tick whether you have enclosed certified copies of relevant identification documents to this application form.

Whether or not your application is for more than £12,500, and whether or not you have enclosed identification documents, by completing this form, you authorise The City Partnership and/or NVM Private Equity LLP, to carry out a search of the online register held by reputable reference agencies. Note that this verification has no impact on your credit score or your ability to obtain credit, and the agency will simply carry out a 'soft search', which leaves only an 'enquiry footprint' in order that you can see who has enquired (the enquiry will show that an identity check was carried out in respect of an investment, to comply with anti money laundering regulations).

9. Declaration by investor, attorney or intermediary

BY SIGNING THIS FORM I HEREBY DECLARE AND COVENANT THAT: (i) I agree to be bound by the terms and conditions of application contained in the Prospectus dated on or around 13 January 2020, a copy of which can be found at www.nvm.co.uk and www.mercia.co.uk; (ii) I will be the beneficial owner of the Offer Shares in Northern Venture Trust PLC and/or Northern 2 VCT PLC and/or Northern 3 VCT PLC issued to me pursuant to this application; (iii) I have agreed the above Adviser Charge (if any) with my Intermediary and request that the Companies pay that fee; (iv) I authorise the above named Intermediary to act as my authorised representative on a continuing basis and confirm and acknowledge that such Intermediary is authorised to receive, and the Companies and NVM Private Equity LLP and/or Mercia Fund Management Limited (as data processors on behalf of the Companies), may provide Personal Data, including details of my holdings, dividends and valuations, in and relating to the Companies (whether subscribed under this application form or otherwise), to such Intermediary from time to time (until I inform the Companies or NVM Private Equity LLP or Mercia Fund Management Limited otherwise in writing); (v) to the best of my knowledge and belief, the particulars I have given to Northern Venture Trust PLC and/or Northern 2 VCT PLC and/or Northern 3 VCT PLC are correct.

If this form is completed and signed by an attorney on behalf of the applicant: By signing this form on behalf of the Applicant whose details are shown above, I make a declaration (on behalf of such Applicant) on the terms of (i) to (v) in the above paragraph and confirm that the original power of attorney or a copy thereof duly certified by a solicitor is enclosed with this Application Form.

If this form is completed and signed by an intermediary on behalf of the applicant: By signing this form on behalf of the Applicant whose details are shown above, we confirm that the Applicant is our customer and that the information provided on this form is, to the best of our knowledge and belief, accurate and complete. We make a declaration (on behalf of such Applicant) on the terms of (i) to (v) in the first paragraph of this section. We also confirm we have verified the identity of the Applicant in accordance with the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 and confirm that documentary evidence has been obtained and identity checks have been undertaken to confirm that the Applicant's name and address as shown on this application form are correct. We agree to provide to The City Partnership and/or NVM Private Equity LLP, if requested upon reasonable notice, copies of such documentary evidence we hold for the Applicant and now enclose the original authority (or a copy thereof duly certified by a solicitor) under which we have signed and completed the Application Form on behalf of the Applicant. We also confirm that we are authorised to act as the authorised representative of the Applicant and confirm that you may provide Personal Data, including details of the Applicant's holdings in the Companies (whether subscribed under this application form or otherwise), to us from time to time.

Personal data and GDPR: this application form, and subsequent correspondence, contains Personal Data (as defined in GDPR). I acknowledge that City Partnership (UK) Limited and/or NVM Private Equity LLP and/or Mercia Asset Management PLC the Companies are and will act as controller and processor of that Personal Data for the purposes of discharging their contractual and legal obligations to me.

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

Signed: _____ Date: / /

Status: Investor / intermediary / power of attorney / other (please specify): _____

10. Address for return of your form

Once completed your form should be returned to:

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

Mercia Fund Management Limited
Forward House
17 High Street
Henley-in-Arden
B95 5AA
0330 223 1430
www.mercia.co.uk

NVM Private Equity LLP
Time Central
32 Gallowgate
Newcastle upon Tyne
NE1 4SN
0191 244 6000
www.nvm.co.uk



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