Q2 Update Report 2019





Proseed Capital Limited is an appointed representative of Oxygen Ventures Limited, which is authorised and regulated by the Financial Conduct Authority. Proseed Capital Limited is registered with the FCA under number 832795. Oxygen Ventures Limited is registered with the FCA under number 208188.



Disclaimer

THIS COMMUNICATION IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt about the contents of this communication or the action you should take, you are recommended to seek your own independent personal financial advice immediately from your stockbroker, bank manager, accountant, fund manager or other appropriate independent financial adviser duly authorised under the UK Financial Services and Markets Act 2000 ("FSMA") (as amended).

The content of this communication has not been approved by an authorised person within the meaning of FSMA. Reliance on this communication for the purpose of engaging in any investment activity may expose an individual to a significant risk of losing all of the capital or other assets invested.

This communication is exempt from the general restriction (in section 21 FSMA) on the communication of invitations or inducements to engage in investment activity on the grounds that it is directed only at persons who (i) have professional experience in matters relating to investments falling within Article 19(5) ("investment professionals") of The Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 ("FPO"); (ii) are persons who fall within Article 48(2) ("certified high net worth individuals") of the FPO; or (iii) are persons who fall within Article 50A ("self-certified sophisticated investors") of the FPO, or to whom it may otherwise lawfully be communicated (all such persons together being referred to as "relevant persons"). This communication must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this communication relates is available only to relevant persons and will be engaged in only with relevant persons. If the recipient is in any doubt as to whether they qualify as relevant persons, they should consult an independent financial adviser duly authorised under FSMA.

A "certified high net worth individual" is an individual who has signed, within the 12 month period ending on the date of this document, a statement complying with Part I of Schedule 5 of the FPO. A "self-certified sophisticated investor" is an individual who has signed, within the 12 month period ending on the date of this document, a statement complying with Part II of Schedule 5 of the FPO.

This document has been prepared by Proseed Capital Limited (the "Company"). The information contained herein is being furnished to you solely for the purpose of giving you a preliminary indication of the strategy and structure of the proposed investment opportunity (the "Investment").

The Company, is the person responsible for the information contained in this document. To the best of its knowledge and belief (having taken all reasonable care to ensure that such is the case) the information contained herein does not contain any untrue or misleading statement or omit any material matters.

The content of this document is based on information, law and practice at the date hereof. The Company is not bound by any out of date information previously issued and potential investors should check that they have the most recently published document.

This document may contain both past performance information and "forward-looking information". Past performance is not a guide to potential future performance of the Investment. Except for statements of historical fact, information contained in this document may include, but is not limited to, (i) projected financial performance; (ii) completion of, and the use of proceeds from, the Investment; (iii) the projected development of the Investment; and (iv) future capital requirements. Forward-looking statements are provided solely to allow potential investors the opportunity to understand the Company's beliefs and opinions in respect of the future so that they may use such beliefs and opinions as one factor in evaluating the Investment. Neither past performance are information nor forward-looking statements any guarantee of future performance. Potential investors should not place undue reliance on them. Such past performance information and forward-looking statements necessarily involve known and unknown risks and uncertainties, which mean that projections of differ (potentially materially) from expressed or implied forward-looking statements. The Company undertakes no obligation to update forward-looking statements if circumstances change.

This document does not purport to give a complete summary of the risks associated with the Investment. The Investment involves a high degree of risk that each prospective investor must carefully consider prior to making such an investment. Prospective investors are advised that the Investment is only suitable for persons of adequate financial means who have no need for liquidity with respect to the Investment and who can bear illiquidity and the potential total loss of capital. There is no guarantee that these investment strategies will work under all market conditions and each investor should evaluate their ability to invest for a long-term especially during periods of downturn in the market.

No person has been authorised by the Company to give any information or to make any representations in connection with the Investment other than those contained in this document and, if given or made, such information or representations must not be relied on as having been made by the Company. The delivery of this document (whether or not accompanied by any reports) shall not, under any circumstances, create any implication that the affairs of the Company have not changed since the date hereof. Recipients should conduct their own investigation of the Investment, and the information contained in this document.

This document may not be distributed, copied, reproduced, discussed, published, quoted or referenced to, in whole or in part in any manner whatsoever, without the prior written consent of the Company. The distribution of this document and the opportunity to invest in the Investment may be restricted in certain jurisdictions. Persons into whose possession this document comes are required by the Company to inform themselves about and to observe any such restrictions. This document does not constitute an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation.

Potential investors should not treat the contents of this document as advice relating to legal, financial, taxation, accounting, investment or any other matters and are recommended to consult their own professional advisers concerning the Investment.

Ongoing Investment – Demolition of existing building and development of 12 flats - Exmouth



Key Investment Details

- Loan type: Mezzanine development finance
- Partnership investment: £100,914
- LTV: 75.9%
- Security: 2nd charge, 2nd debenture and a personal guarantee
- Asset: 12 residential flats (10 x 3-bed flats and 2x 2-bed flats)
- Planning: full planning permission approved
- Date of co-investment: 2nd April 2019
- Loan Term: 18 months
- IMS spend to date/ budget: £700,239/ £2,096,779
- IMS forecasted time to PC: 7-8 months
- Project status: Demolition and site clearance complete with significant progress made to superstructure of the ground floor



Underwrite as at 02/04/19	
Land Costs (inc. stamp, CIL and planning)	£1,484,925
Build Costs and Professional Fees	£2,135,000
Costs Pre Finance	£3,619,925
Funded Finance Costs	£118,300
Funding Requirement	£3,738,225
GDV	£5,350,000
Forecast Sales Costs (including senior finance costs)	£404,775
Net Sales Proceeds	£4,945,225
Profit	£1,207,000
Gross Senior Facility (excludes senior finance costs)	£3,630,000
Mez Facility	£108,225
Equity	£0
Total Source of Funds	£3,738,225





Q2 Update

This report is the first of a series of reports which seek to provide an update on progress of the development on which the bond is underwritten. Further reports shall follow on a quarterly basis.

As evidenced by the photographs displayed on the following page, taken from Proseed Capital's most recent site inspection on the 7th of June 2019, it was noted that full demolition works and site clearance works had been completed with all foundations laid and the development of the superstructure to the ground floor well progressed.

An ICF (Insulated Concrete Forms) method is being used which is commonly thought to be a quicker and more cost effective alternative to other construction methods. An advantage of this method is that units can be made watertight sooner in the construction process allowing various streams of work to occur simultaneously. It was noted that the intention is to begin the first fix of the ground floor whilst the 1st floor is being developed.

We have noted that the development is progressing according to an accelerated schedule with the anticipated completion date being targeted for December 2019 which is 3 months sooner than that of the original underwrite, however per the latest QS Report, this is deemed to be optimistic and forecast a completion date of May 2020. Per discussions with the main contractor it was also noted that cost savings have been achieved on the budget to date with further savings expected on the fittings owing to the their relationships with certain suppliers. There are plans to accelerate works on unit 2 to present as a show flat while construction continues on the other units.

Ongoing Investment - Demolition of existing building and development of 12 flats - Exmouth













Proseed Update

Proseed have also been notified that interest has been received following a launch in the town centre which is encouraging at this early stage of development.

Top left photo – shows the ease of access to the site allowing for materials to be delivered in an efficient manner.

Top right photo – shows a crane that has been installed on site which has resulted in added efficiency to the build as materials are able to be moved swiftly across the site.

Middle left photo — shows that both the inner and outer polystyrene layers have been installed throughout the ground floor including all reinforcement steel and rebars. Pouring of the concrete between the polystyrene layers is due to commence imminently after which it will take approximately 1 week to cure.

Middle right photo – steel structures being set above the ground floor units in preparation for works on the 1st floor.

Bottom photos – showing progress on first lift across the entire development.