



MODERNI CAPITAL

ACTIVELY MANAGED CERTIFICATE ("AMC")

CHG Professional Acquisitions

Investment Strategy

The CHG Professional Acquisitions investment solution targets 9.00% per annum (net of fees), through investment in established, profitable, UK-regulated businesses, including Accountants, Architects, and Independent Financial Advisers (IFAs).

The intent is to grow these businesses via a buy and build strategy, acquiring existing companies in the UK. For any monies not invested in private credit opportunities, the objective is to preserve capital through investment in bank deposits, money-market funds, and other short-dated fixed-income investments.

FACTS AND FIGURES



ISIN

Available on Request*



Issuer

Eurydice PCC Limited

Product Sponsor

Orpheus Capital Limited



Strategy Manager

Shire Capital (Pty) Limited²

Strategy Advisor

Moderni Capital Limited



Paying Agent

ISP Securities AG, Switzerland



Custodian/Broker

Swissquote



Issue Price

GBP 1,000



Currency

British Pounds

Coupon Payment

Quarterly | variable up to 9.00%

We make investing in CHG Professional Acquisitions easy and transparent. Our investment is accessed through the Swiss Stock Exchange (SIX) and is an Actively Managed Certificate (AMC) with a defined subscription period and an immediate issuance on SIX. The AMC is an investor-friendly instrument that cost-effectively aggregates and manages the capital invested. It offers transparency, convenience, and investor protection through the Termsheet, with no traditional credit or bank issuer risk.

The AMC provides diversified exposure to an asset class that is traditionally an administrative burden for investors. You can access CHG Professional Acquisitions cost-effectively through your preferred bank or broker platform. Liquidity is ensured through a secondary market on a willing-seller-willing-buyer basis. Portfolio exits are returned to investors through unit reductions.

CHG Professional Acquisitions investors will receive a quarterly portfolio update, allowing them to track their capital deployment, portfolio progress, and performance. CHG Private Equity targets a minimum of 9.00% annually, net of all fees. For further details, please refer to the Termsheet.

UNIQUE FEATURES

The following key factors are assessed to ascertain whether any given investment meets the criterion for investment:

- Investments are only made in successful, profit & cash generating entities
- All Investments are within UK Regulated Companies, reducing risk via increased compliance and professionalism
- Enhanced governance via a statutory 'Investing Director' on the board of every investment
- Specific approved accountants appointed to prepare valuations and regulatory compliance
- Extended due diligence has been completed by regulated UK Accountants, including legal, accounting, Anti-money laundering (AML), and conflicts of interest.
- Strategic managers are highly experienced and qualified
- Investments are quoted on Telekurs.

When not allocated to private credit assets, we will invest in high-quality fixed-income securities and money market instruments (i.e., debt securities with short-term maturities) through cash ETFs and money market funds. It may also invest in deposits

with credit institutions (e.g., banks) and consider Cash ETFs and other short-duration ETFs.

To ensure the capital is deployed appropriately and utilised as intended, the following requirements are stipulated:

- Seat on the board to ensure appropriate allocation and use of funds
- Assign independent accountants or valuation firm to ensure funds are deployed and accounted as required
- The Product Manager may elect to hire additional independent parties to verify or audit if it feels it is required

The due diligence process ensures all relevant information is fully disclosed, uncovers risk and mitigates where appropriate, ensures legal and statutory compliance, and provides the investor and its advisors a clear position of the target. The following due diligence streams are considered:

- Financial
- Legal
- Commercial
- Anti-Money Laundering (AML)
- Conflicts of Interest



ATTRACTIVE OPPORTUNITY

Private credit remains an attractive option for those seeking to generate income from private companies. CHG Professional Acquisitions offers investors a unique opportunity to diversify their income profile and gain exposure to an asset class that is not highly correlated with traditional markets.

CHG Professional Acquisitions provides access to UK-regulated businesses such as Accountants, Architects, and Independent Financial Advisers (IFAs). The intent is to grow these businesses through acquisitions of existing companies in the UK, offering superior risk-return dynamics. Our strategic advisers actively support the companies they invest in, providing guidance and strategic support and ensuring due diligence on our investments.

MODERNI CAPITAL

Moderni Capital is a specialised investment firm that provides guidance, support, structuring, and finance to its worldwide clientele. It customises distinct financial solutions to support projects, businesses, and strategies seeking to raise capital.

Their in-house team are highly skilled and experienced, with expertise in fundraising, capital management, accountancy, private equity and venture capital. They are professional, modern, approachable and believe in supporting investments through every stage.

SHIRE CAPITAL

Shire Capital is a discretionary fund manager regulated by the FSCA that was created to serve the specific needs of the client through traditional and alternative investments. It partners with like-minded investment professionals who share its values. Shire Capital believes in collaboration and authenticity and manages personalised securitisation solutions.

ORPHEUS CAPITAL

Orpheus Capital engages with Family Offices, Wealth Firms, Banks, Brokers, Structured Product Providers, Asset Managers, Hedge Fund Managers, Venture Capitalists, Private Equity Specialists, UHNWIs, and Project Owners. They put Personalized Securitization and mass-customised portfolio management in their clients' and investors' hands and continue to expand the possibilities, participate in financial markets, and foster greater inclusivity and innovation.

Their Personalised Solutions include Equities, Fixed Income, Multi-Asset, Managed Funds, Structured Products, Hedge Funds, Venture Capital, Private Equity, Private Credit, Physical Commodities, Carbon Markets, Fine Wine, Diamonds, Whisky, Vintage Cars, Agri-Tech, Green Student Villages, High-Frequency Trading, Mining Projects, Global Macro CTAs, Litigation Finance, ESG and Impact Investments.



Unlock Value with Professional Services Acquisitions

1 Why Choose CHG Professional Acquisitions?

- **Targeting 9% Annual Returns:** Invest in profitable, established UK-regulated companies like Accountants, Architects, and Independent Financial Advisers (IFAs).
- **Buy and Build Strategy:** Grow through strategic acquisitions of successful, cash-generating businesses.
- **Governance and Security:** Investments only made in regulated entities, with comprehensive oversight.
- **Diversified Portfolio:** Spread your risk across multiple sectors with professional services investments.
- **Transparency and Liquidity:** Listed on SIX, offering investor protection and secondary market liquidity.

2 Key Features

Consistent Returns

We target a 9% annual return (net of all fees), paid quarterly, by acquiring and growing regulated professional services businesses in the UK.

Simple and Transparent Access

Our Actively Managed Certificate (AMC) is listed on the Swiss Stock Exchange (SIX), allowing you to invest through your preferred bank or broker platform.

Quarterly Updates/Payments

Receive regular updates on portfolio performance, capital deployment, and the progress of acquisitions, as well as your income.

3 How we minimise risk:

- **Board Oversight:** Appointed board members ensure compliance and oversight in every investment.
- **Appointed Accountancy Firms:** Expert accountants verify all financials and ensure transparent reporting.
- **Diversification:** We invest across sectors to spread risk and focus on regulated, profitable companies.



3 Investment Strategy

We focus on acquiring **established, profitable companies** in regulated professional services sectors. This includes:

- **Accountants**
- **Architects**
- **Independent Financial Advisers (IFAs)**

No Start-ups

Our strategy is centered on acquiring businesses with proven success, stable cash flow, and strong growth potential.

When funds are not allocated to acquisitions, we preserve capital through investments in **short-term fixed-income instruments** such as bank deposits, money market funds, and cash ETFs.

4 How to invest?

1. **Minimum Investment:** GBP £25,000
2. **How to Invest:** Purchase certificates via your preferred bank, broker, or regulated platform. Listed on SIX for ease of access and transparency.

5 Key benefits

- **Regulated Entities:** We invest in UK-regulated companies, reducing risk.
- **Strong Governance:** Enhanced oversight with an "Investing Director" on every board.
- **Expertise:** Managed by a team of highly experienced professionals with a deep understanding of acquisition strategy.

Interested in securing consistent returns from professional services acquisitions?

Contact Us

Email: enquiries@moderni.capital
Visit: www.modernicapital.com

FAQs

1 Why Acquisition?

Unlocking value by strategic acquisitions of existing, successful, profitable and importantly UK Regulated companies. No START-UPS. This approach can lead to significant returns, especially as companies grow and expand their market presence

2 Who is the Issuer and Strategy Manager for this investment?

Issuer: Eurydice PCC Limited, a protected cell company based in Guernsey.

Strategy Manager: Shire Capital (Pty) Limited, which actively manages the portfolio to maximize returns.

3 What is the investment term for this offering?

The investment term is 4-years, with a subscription period ending on 11 November 2024.

4 What types of companies does the portfolio invest in?

The portfolio is sector-agnostic, meaning it invests in a variety of sectors with a focus on profitable UK-based regulated, professional services businesses that have strong growth potential through acquisitions, we do not invest into start-ups.

5 How is my Money protected?

Your investment is protected through several layers of due diligence and risk management:

- **Board Oversight:** Board members are appointed to the companies we invest in, to ensure compliance and proper governance. This helps to ensure that the businesses are operated correctly and in line with best practices. Also allows us to have sight of how the monies invested are being used.
- **Appointed Accountancy Firms:** We work with specifically chosen accountancy firms to oversee and ensure the correct business processes and management are followed. This includes rigorous financial controls and transparent reporting. Again, an oversight of correct use of investors' funds.
- **Diversification:** The portfolio invests across various sectors to spread risk. The investments are only made into "Professional and Regulated companies", like Accountants, IFA's and Architects.
- **Active Management:** The Strategy Manager regularly reviews and adjusts the portfolio to optimize performance and minimize risks.



6 How Can You Provide Returns of 9% Per Annum?

We target a 9% annual return by investing in established, profitable UK-based professional services businesses that have strong growth potential through acquisitions, we do not invest into start-ups. Our investment strategy focuses on value creation and scalability, leveraging the expertise of experienced management teams and strategic advisors.

7 What is the minimum investment amount?

The minimum investment amount is GBP £25,000.

8 How can I redeem my investment?

Investors can redeem their investment through cash settlement on the redemption date or upon early termination. The portfolio also provides liquidity through a secondary market on a willing-seller-willing-buyer basis, although trading may be subject to liquidity constraints.

9 How do I invest in this portfolio?

Investors can participate by purchasing certificates through their preferred bank, stockbroker or regulated platform. The AMC is listed, providing transparency and ease of access.

10 What are the risks involved?

While we have a robust risk management process in place, all investments carry some level of risk. Key risks include:

- **Market Risk:** Changes in market conditions can affect the value of our investments.
- **Liquidity Risk:** While we aim to provide liquidity through a secondary market, liquidity may be limited.
- **Credit Risk:** There is a risk that the companies we invest in may default on their obligations.



FAQs

11 Can I exit my investment early?

Yes, investors can exit their investment through the secondary market on a willing-seller-willing-buyer basis. Please note that liquidity may vary, and exit terms are subject to market conditions.

12 Who do I contact for more information?

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