



OXFORD CAPITAL

VENTURE CAPITAL

OXFORD CAPITAL GROWTH EIS

INVESTMENT STRATEGY GUIDE

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VENTURE CAPITAL INVESTING AT OXFORD CAPITAL

WORKING WITH ENTREPRENEURS...

The Oxford Capital Ventures service enables investors to build a portfolio of shares in a range of small unquoted businesses operating in fast-growing industries, with the potential to increase in value significantly.

We aim to invest in small businesses that are solving commercial, technical or scientific problems in innovative ways.

Our portfolio is intended for investors looking for capital growth. UK-based clients who invest via our Oxford Capital Growth EIS may benefit from tax advantages under the Enterprise Investment Scheme. It is important to note that tax advantages are subject to change and will depend on an individual's circumstances.

AVAILABLE INVESTMENTS...

Oxford Capital Growth EIS

For UK-resident private investors, investing in a portfolio of shares in small UK companies that qualify for the Enterprise Investment Scheme

Co-Investor Circle

For sophisticated investors, to build your own portfolio investing directly alongside Oxford Capital at your own discretion

WELCOME

About Venture Capital



Welcome.

When you're investing in an early stage business, you want to make sure the quality of its management and the industry it's in give it the greatest chance of success. The Oxford Capital Ventures team invest in sectors where the UK is a World leader, like Financial technologies, Future of retail, Mobility, Digital health, Online marketplaces, Artificial intelligence and Machine learning.

We back companies that we believe have the potential to grow rapidly and become very valuable. And often we are backing serial entrepreneurs – people who have already shown that they understand what it takes to build and sell a successful company.

As an investor, you will be a stakeholder in the companies we invest in on your behalf, and you will be able to follow their stories as they develop.

To me, there is nothing more exciting than being part of a company's journey. As it grows in size, becomes more valuable, and ultimately produces a profitable return for its investors. Of course, some of the companies will fail or under-perform. That is the nature of venture capital investing.

These journeys can be long and difficult. But they can also be incredibly rewarding. And I am delighted that our investors have the chance to share in that experience.

Enterprise Investment Scheme tax reliefs provide a generous incentive to take the risks associated with investing in smaller companies.

As such, before committing to any EIS investment, it is important to understand exactly what you are buying.

The purpose of this guide is to help you understand the venture capital investment strategy that sits behind the Oxford Capital Growth EIS.

TOM BRADLEY
PARTNER AND HEAD OF
THE OXFORD CAPITAL
VENTURES TEAM

Introduction

This guide is for investors and advisers who would like to know more about the investment strategy behind the Oxford Capital Growth EIS. It explains how Venture Capital investing works, the type of companies we like to invest in, and how we do it. Here's a snapshot of our philosophy:



Invest early

When we invest in a company, it is often the first time the business has received funding from an institutional investor.

We look for:

- **'High potential'** – companies that have developed a ground-breaking product that could disrupt a big existing industry, or create a new market.
- **'Early growth'** – companies that have launched their product and achieved early success, showing signs that they could grow quickly with an injection of cash.



Work together

We use our experience to try to create situations where the chances of success are increased. We do this by partnering with founders, often with a seat on the board, and using our network and knowledge to help them to shape strategy, recruit key staff and connect the business with potential suppliers, customers and partners.



Join forces

We prefer to invest in companies alongside other VC firms and other respected investors. We believe in the power of teamwork and the value of alignment.



Play to strengths

We aim to invest in sectors where the UK has a competitive edge, with access to highly-skilled workers and world-leading expertise.

Examples include:

- Financial technologies
- Future of retail
- Mobility
- Digital health
- Online marketplaces
- Artificial Intelligence and Machine Learning



Back progress

We prefer to make a small initial investment in a company, followed by a larger investment 12-18 months later, if the company has met its performance targets and still shows great potential. There is no better due diligence than working closely with a company and seeing how it works from the inside.



PUSH DOCTOR

PUSHDOCTOR.CO.UK

Push Doctor is the UK's most popular private GP video-consultation service and aims to provide convenient affordable healthcare for all. Its website and mobile app put patients in direct contact with GPs through its video communication platform. Prescriptions can be sent directly to a local pharmacy. The company is building a holistic health management platform with an emphasis on wellness and chronic disease care. The service treated over 1,000 different conditions last year including a wide range of infections, gastric, respiratory and mental health conditions. 9 out of 10 people got the help they needed first time.

SEE A DOCTOR ONLINE
Next Appointment: 6 mins



Doctors available now

See a Doctor Now

HOW IT WORKS

Understanding Venture Capital

Whether this is your first experience of EIS or Venture Capital (VC) investing or you're an experienced hand, it's important for you to understand what you're buying into and what role VC can play in your portfolio.

Growing a successful business costs money.

In some industries, an entrepreneur can turn an idea into a fledgling business with relatively modest amounts of capital.

To get things started, they might put some of their own cash into the business. They could also raise money from family or friends, or secure a grant from a relevant foundation or government body.

Once the new company is up-and-running, the entrepreneur may need more finance to help it grow and become profitable more quickly. For example, perhaps they want to recruit some employees, improve their product, or invest in marketing to build awareness of their brand.

It can be hard to borrow money for these purposes. Banks usually do not like to take on the risks of lending to small companies, unless the money is being used to buy an asset that can be security for the loan.

This is where Venture Capital can help. VC investors provide finance by buying shares in small businesses that have the potential to grow quickly. The VC investor's objective is to generate return by participating in the value growth that stems from rapid expansion.

More than money

Another important facet of Venture Capital is that investors are not normally simply providing money.

They will also play an active role in helping the businesses they invest in to grow. This might include sitting on the board of directors, to help shape the company's strategy. VC investors also have large networks of useful contacts. They can introduce companies to new potential customers, suppliers or partners. They might also help to recruit new employees, or bring in a respected industry expert to chair the business.

Entrepreneurs may choose to work with the VC investor who they think is most capable of helping them grow their business or who shows most empathy with their challenges. This often hinges on whether the investor has a lot of experience in the relevant industry sector. This is partly why it is common for VC investors to focus on investing in a particular sector.

Risk and return

By investing at an early-stage in businesses with the potential to grow very rapidly, VC investors are positioning themselves for the possibility of very high returns. The risks inherent in early stage investments mean that a successful venture capital manager will need to have some portfolio companies that deliver these outsized returns in order to compensate for the losses that will inevitably occur in some investments.

When executed well, venture capital strategies offer the potential for high returns. In order to achieve this however, it is important that the funds are invested in a suitably diverse range of high quality and high potential businesses and the aim of the VC is to build an operation that gives it the level of access and insight needed to do this.

Indeed, it is crucial to understand that most companies that receive VC investment will fail, and the investors will lose the money they put in to the business.

Only a proportion of VC-backed businesses will go on to be sold at a significant profit, but if done in the right proportions, this can lead to a very attractive portfolio return.

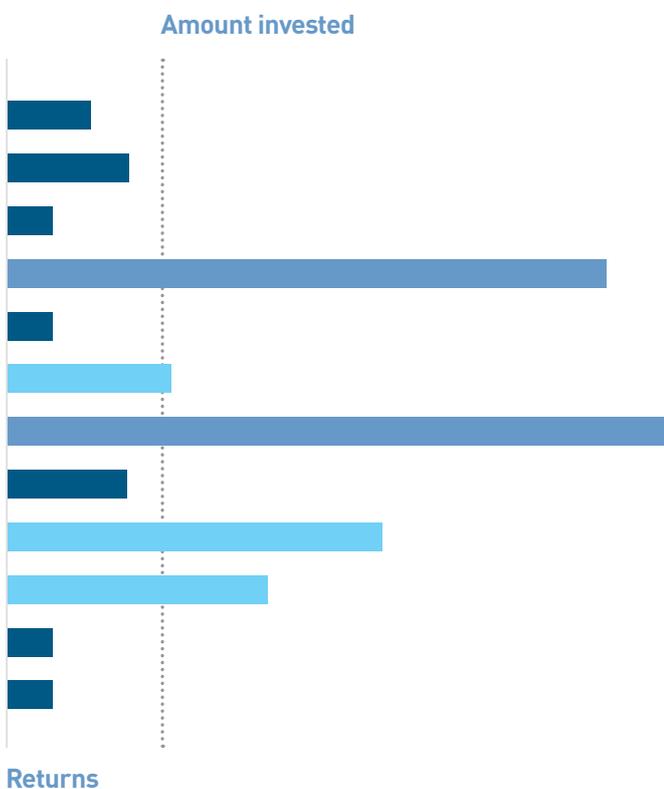
As well as the risk of company failure, there are a number of other risks that investors should be aware of.

- Management Risk - Companies of this nature are often dependent on a few key executives. Any changes to the leadership team can have a big impact on the success of the company.
- Liquidity - These companies will be unquoted and there is no liquid market on which to sell the shares.
- Past performance - the past performance of entrepreneurs or investment manager is not an indication of likely future performance.

Portfolio Diversification

Because of the risks involved, VC investors like Oxford Capital focus on portfolio diversification. We will invest in a portfolio of companies, making sure that we do not commit too much money to any single business.

Within a portfolio, as mentioned above, performance will be variable. Investors' returns will likely come from selling shares in the small minority of companies that become successful.



SUCCESSFUL VENTURE CAPITAL INVESTORS AVOID PUTTING ALL OF THEIR EGGS IN ONE BASKET. THEY SHOULD INSTEAD INVEST IN A PORTFOLIO OF COMPANIES, MAKING SURE THAT THEY DO NOT COMMIT TOO MUCH MONEY TO ANY SINGLE BUSINESS.

From a portfolio of 12 companies:

- A minority of companies are sold for a significant profit, generating nearly all of the investor's total return.
- Some companies will grow more slowly than expected, generating only modest gains or breaking even.
- Some companies will fail, resulting in a loss for its investors.

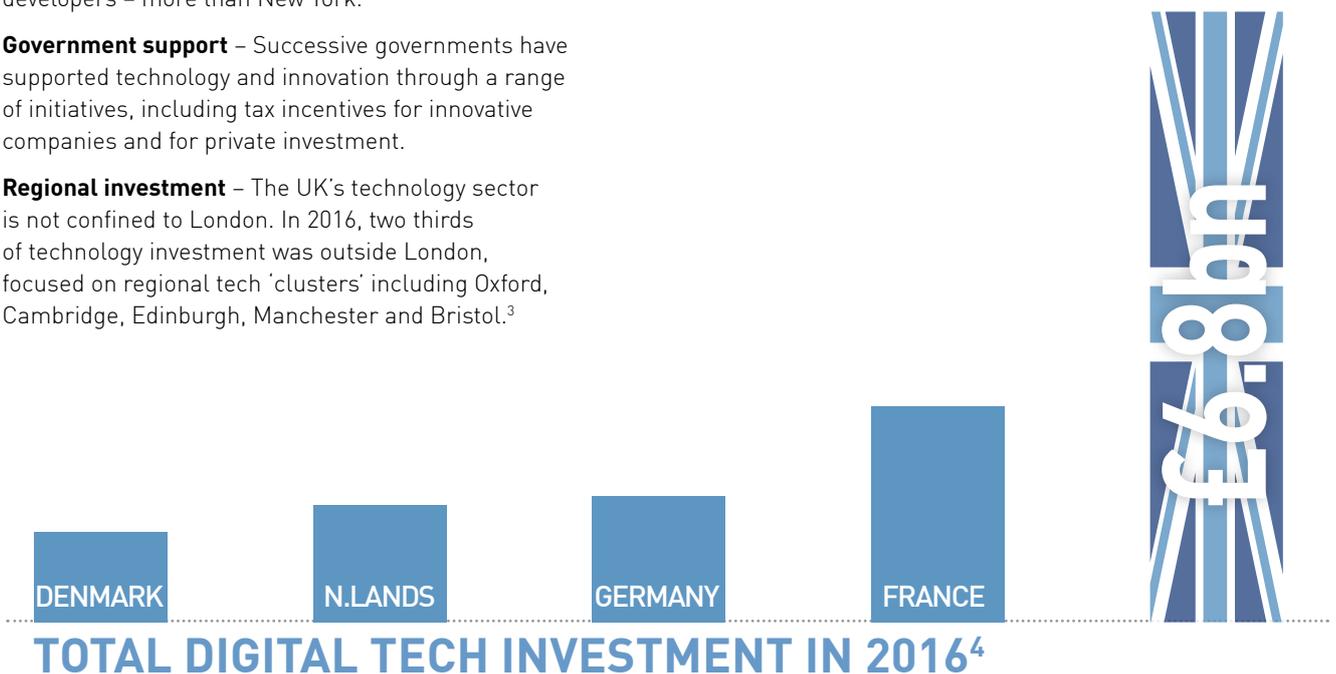
Venture Capital in the UK

Is now a good time to invest in UK Venture Capital? We believe so. Not only is the UK a world leader in technology and innovation, but over the last decade the UK's Venture Capital sector has become more mature and experienced. You can play a part in this. Investing in a venture capital fund, you are both enabling and capturing the potential growth of innovative businesses in up-and-coming industries.

The UK's 'unfair advantage'

What makes the UK a good place to start and grow innovative businesses?

- **Academic excellence** – Universities play a crucial role in the digital economy, creating a skilled workforce, driving innovation and attracting inward investment. The UK has four of the world's top-ranked computer science universities¹ and 8 of the Top 20 universities in the world are in the UK².
- **Big talent pool** – London alone has more than 300,000³ professional software and internet developers – more than New York.
- **Government support** – Successive governments have supported technology and innovation through a range of initiatives, including tax incentives for innovative companies and for private investment.
- **Regional investment** – The UK's technology sector is not confined to London. In 2016, two thirds of technology investment was outside London, focused on regional tech 'clusters' including Oxford, Cambridge, Edinburgh, Manchester and Bristol.³



1 Times Higher Education global rankings

2 Pitchbook, Tech City UJ, 2016

3 Stack Overflow Insights

4 Global Innovation Index



£170bn

EST. TURNOVER OF THE
UK DIGITAL TECH
INDUSTRIES IN 2015

28% ↑

INCREASE IN THE NUMBER OF
UK TECH BUSINESSES
OVER THE LAST FIVE YEARS⁵. IN LONDON, A
NEW TECH BUSINESS IS STARTED EVERY HOUR.

1.64m

UK DIGITAL TECH JOBS
THE NUMBER OF TECH JOBS HAS GROWN AT
MORE THAN TWICE THE RATE OF NON-TECH JOBS⁶

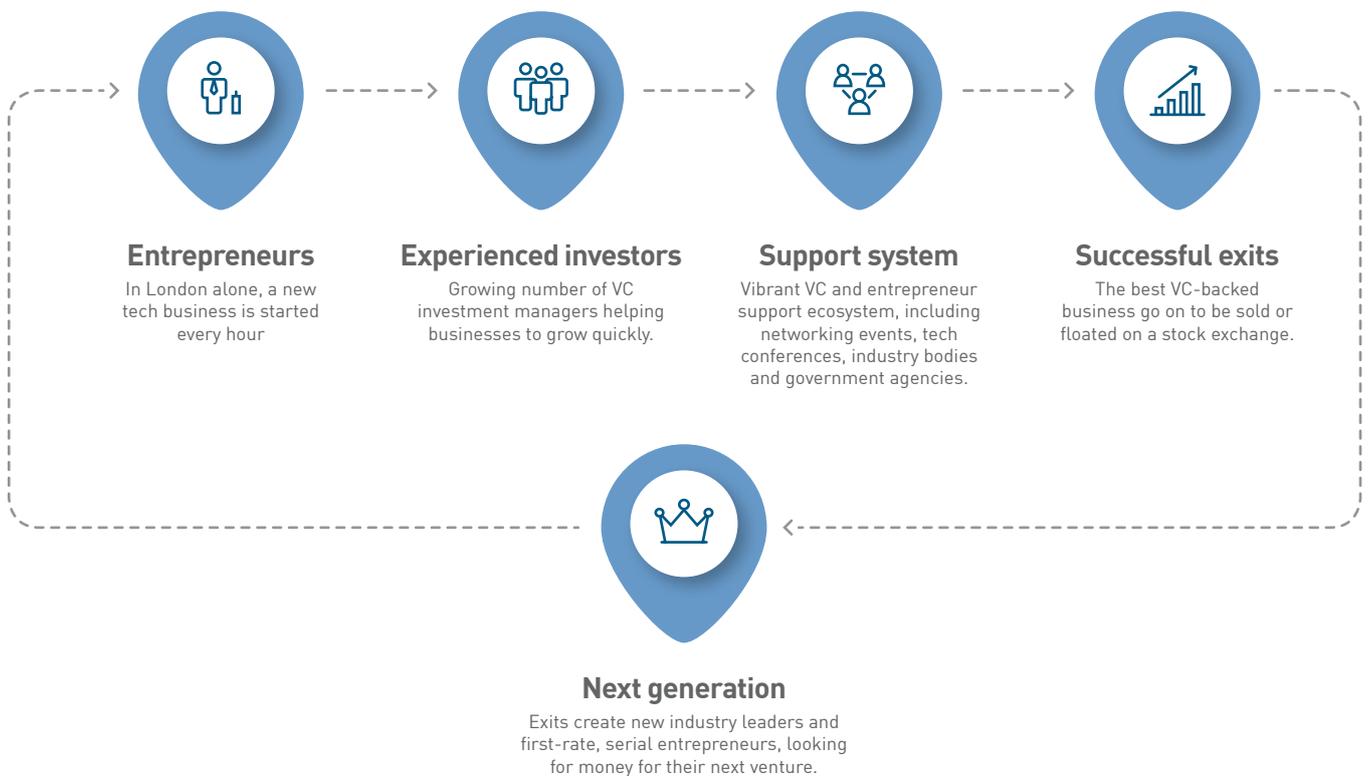
5 2011-2015, BSD, Tech City UK, 2015

6 Pitchbook, Tech City UK, 2016

Coming of age

The success of UK technology and innovation is intertwined with the development of the country's Venture Capital investment scene. VC investing has grown and matured considerably over the past 20 years. Entrepreneurs are now able to seek funding and support from many well-respected and experienced VC firms. And VC firms are increasingly able to back experienced entrepreneurs who have already proved their talents, by growing and selling a previous business.

THE VC CIRCLE



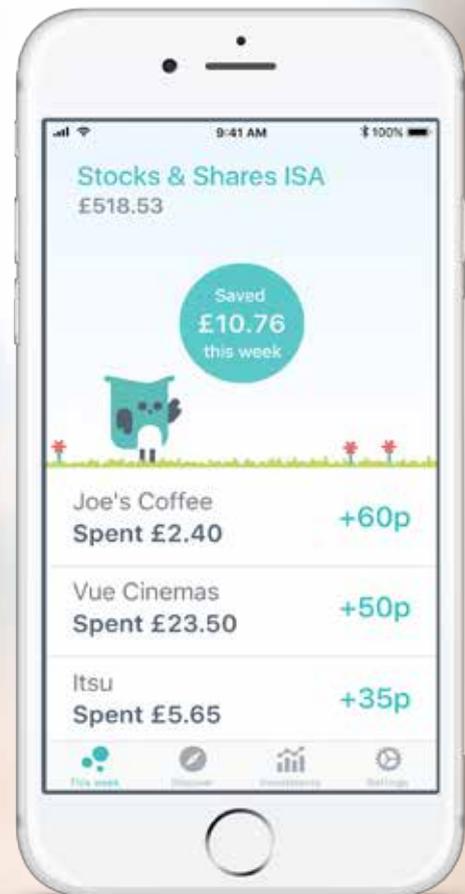
moneybox

Moneybox is a mobile service making savings and investments simple and fun. Through its flagship 'round-up' features, it allows users to save the spare change from their everyday purchases by rounding up card transactions to the nearest pound. Users can also make more significant lump sum contributions. Moneybox is one of the UK's fastest growing asset managers by customer numbers, giving tens of thousands of people access to cost-effective investment products designed to meet their life goals.



£2.40

Your morning coffee



+£0.60

Invested

What we invest in

So what makes Oxford Capital's investment strategy different? In this section, we explain our investment focus in more detail.

Promising sectors

We invest in companies operating in industry sectors which lend themselves to rapid growth.

That might include industries like e-commerce or smartphone gaming, where overall demand is increasing year-on-year, boosting the opportunity for companies to grow quickly. But it also includes industries, such as healthcare and financial services, where small companies could win a share of a huge, relatively stable market, by using technology to offer a new solution to an existing problem.

We also have a particular interest in sectors where the UK has a competitive edge, with pools of highly skilled labour and world-leading expertise and innovation centres.

This approach means that the range of sectors we invest in is likely to evolve over time, as market trends and the focus of technology innovation changes. You can see some examples of companies we have invested in recently, including the following sectors:



DIGITAL HEALTH



MOBILITY



FINANCIAL TECHNOLOGIES



FUTURE OF RETAIL



MACHINE LEARNING AND ARTIFICIAL INTELLIGENCE



ONLINE MARKETPLACES



WE HAVE A PARTICULAR INTEREST IN SECTORS WHERE THE UK HAS A COMPETITIVE EDGE, WITH POOLS OF HIGHLY SKILLED LABOUR AND WORLD-LEADING EXPERTISE AND INNOVATION CENTRES.



PUSH DOCTOR

PUSH DOCTOR
DIGITAL HEALTH

Provides online appointments with registered GPs, through website and app.

Huge potential market: More than 340m GP consultations carried out by NHS each year. Push Doctor customers can see a GP after six minutes, compared to average NHS wait times of 13 days.



eporta.

ePORTA
ONLINE MARKETPLACES

eporta is a B2B marketplace bringing transparency and efficiency to the interiors, furniture and furnishings industry. eporta's industry-leading platform allows brands, designers, retailers and architects to communicate, negotiate, quote and transact for products on a single online platform.

moneybox

MONEYBOX
FINANCIAL TECHNOLOGY

The company's app for saving and investing is easy-to-use and free from financial jargon.

Moneybox is appealing to the millennial generation and other consumers who feel under-served by the big financial services companies, which have failed to keep pace with technological change.

RED SIFT

RED SIFT
MACHINE LEARNING

Red Sift's software platform is designed to help consumers and businesses turn disparate data into useful information.

The Red Sift team have used the platform to create OnDMARC, a cyber security product that prevents organisations' email domains from being used in phishing email attacks.

import.io

IMPORT.IO
MACHINE LEARNING AND
ARTIFICIAL INTELLIGENCE

Has built a software platform that can collate vast amounts of unstructured data from across the internet and turn it into structured data that can be analysed and interpreted. The software 'learns' from experience, becoming better and better at its job.

Addresses a difficult challenge that faces a large number of companies – how to use and make sense of 'Big Data'.

What stage to we invest in?

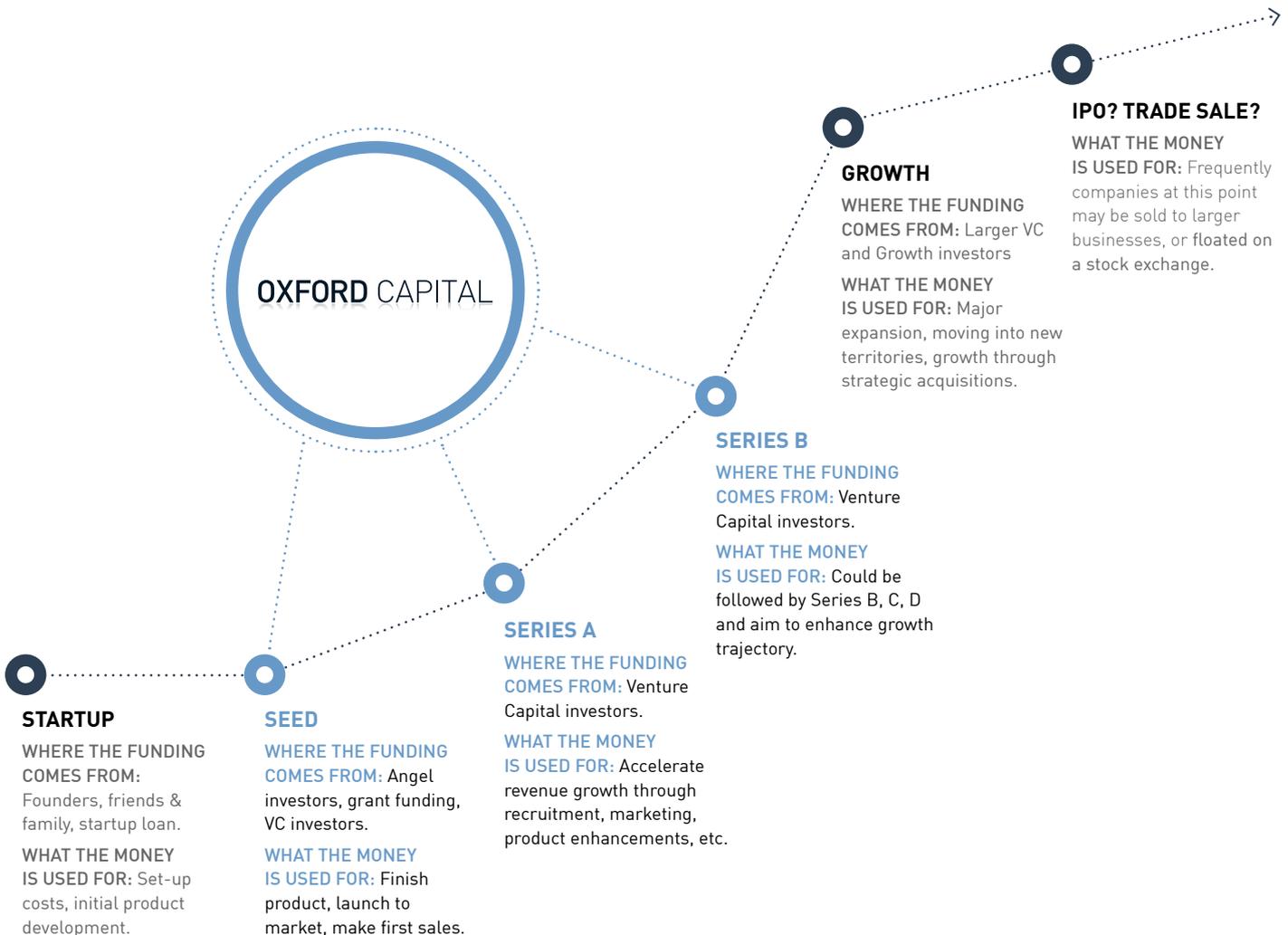
How small are these companies?

When we initially invest in a company, it is usually in what's known as a 'Seed round' or 'Series A round' - typically the first time that a company has raised money from institutional investors such as Venture Capital firms.

At this stage, the company may have already started selling a product or service. If so, we can use the company's performance so far as part of our decision-making process. For example, revenues might already be growing quickly, and the company may have gathered a lot of positive feedback from customers. This helps to demonstrate the potential of their business model and the quality of their product.

If the company has not yet launched a product or service, we will look for different types of indicators of potential. For example, the company may have achieved a technological breakthrough with obvious value to a large market. Or if the entrepreneur behind the company has already successfully built and sold previous businesses, it could strengthen the case for investing in their newest venture.

Each company's funding requirements and growth plan are different. But the diagram below illustrates the different points in a company's development when funding might be needed. The blue circles indicate when Oxford Capital might invest.



How much do we invest, and how often?

We expect to invest in a company more than once. Our first investment might be fairly small – often just £750,000 to £1m at the ‘Seed’ stage, so it’s only a small part of our overall portfolio. By becoming a shareholder and taking a board seat early on, our next investment in a company is based on the best possible form of due diligence – working closely with the management team, closely monitoring the company’s progress and helping it to achieve its objectives. When the time comes for a Series A round, we have a unique insight into the business and can make a fully informed decision about whether to make a further investment. For Series A and later rounds, we typically invest between £1 and £2m.

If a company has underperformed between the Seed and Series A rounds, we can decide not to commit any further investment to the company.



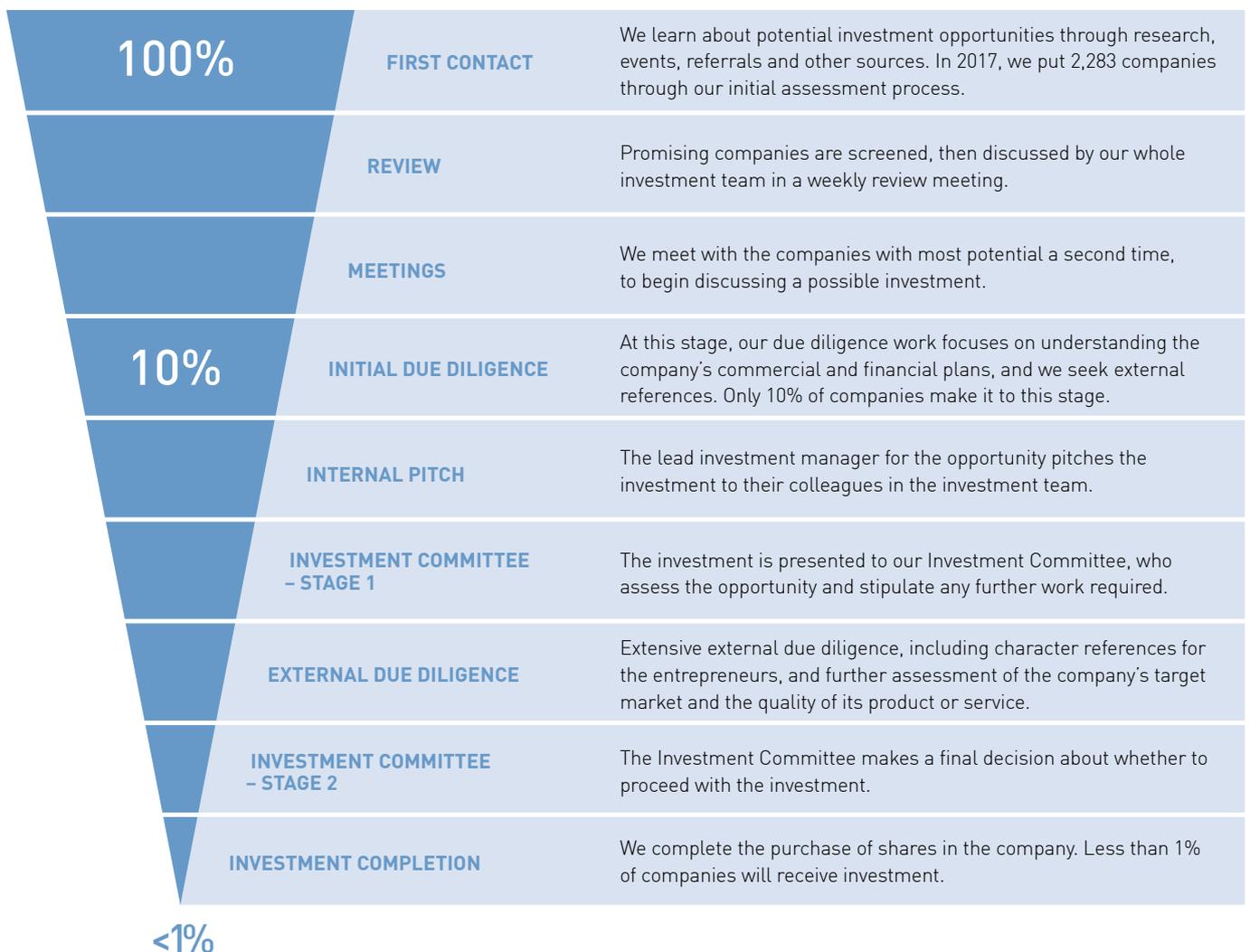
WE EXPECT TO INVEST IN A COMPANY MORE THAN ONCE, WORKING CLOSELY WITH THE MANAGEMENT TEAM AND HELPING IT TO ACHIEVE ITS OBJECTIVES.

How we do it

The risks of Venture Capital can only be mitigated by investing using a structured process to source, assess and execute investments. Our investment team have developed a rigorous process, drawing on experiences gained at other leading firms.

Deal flow and networks

As shown in the table below, our investment team assesses well over 2,000 companies every year. Many of these companies approach us directly. Others are introduced by fellow VC investors, entrepreneurs we have worked with in the past, and other business contacts. As such, our reputation in the VC industry and our team’s extensive professional networks are crucial when it comes to sourcing investment opportunities. In our experience, the quality of the investments we can make for our clients is directly related to the number of opportunities we can identify and research.





JOINING FORCES WITH OTHER INVESTORS ALLOWS US TO TAKE PART IN BIGGER FUNDRAISING ROUNDS, WHILST KEEPING OUR OWN LEVEL OF COMMITMENT CONSISTENT

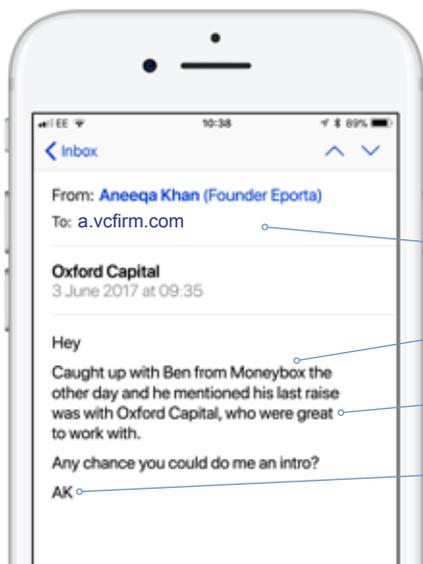
Working with co-investors

Wherever possible, we will invest in companies alongside other investors, including other VC firms, but occasionally investment banks, government funding bodies or the venturing arms of major corporations. It is exceptionally rare for us to invest in a company as the sole institutional investor. Working with co-investors brings both us and the investee company significant benefits:

- **Access to bigger deals** – Joining forces with other investors allows us to take part in bigger fundraising rounds, whilst keeping our own level of commitment consistent. For example, we would prefer to contribute £1m to a £5m fundraising round alongside co-investors, rather than being the sole investor in a company that is only raising £1m.
- **Further verification of investment case** – Knowing that an investee company has successfully passed through the due diligence processes of other investors can increase our confidence in our own investment decision.
- **Greater support for investee company** – With multiple VC investors backing their company, entrepreneurs have a wealth of knowledge and an extended network to support the growth of their business.

We have invested in companies that are also backed by investors including:

- Balderton
- Nauta Capital
- IP Group
- Wellington Partners
- Episode 1
- Goldman Sachs
- Credit Suisse
- IP Group
- Open Ocean
- Samos Investments
- Pentech Ventures
- Draper Esprit
- Whitestar Capital
- Forward Partners
- Canvas Ventures
- ADV
- Partech
- Jamjar Investments



It's not (always) what you know... ...it's how good you are to work with.

Our investment in eporta was the quickest deal we have ever completed. A number of VC investors were competing to back the company, and we had to act quickly. As the email below shows, we got access to the deal because of goodwill built up by our team through other investments.

- A VC fund that our team enjoys working with.
- We had completed our first investment in Moneybox the previous month.
- Our investment team have built a reputation for being approachable and professional.
- After a warm introduction, and a month of intense due diligence work, we invested in eporta's Seed round.

Valuations and returns

Once we have built your portfolio, how long might it take to achieve a return and how can you keep track of the progress of your investment?

Exit focus

A major part of our investment team's role is to keep the companies and entrepreneurs we invest in focused on the ultimate goal of achieving a profitable sale of the business, referred to as an 'exit'.

In simple terms, the eventual buyer of a portfolio company wants to see that the business has grown and created value, and that it has the potential to continue doing so after being acquired. We aim to help our companies grow quickly, whilst also building the systems, processes, strategy and management team that will demonstrate to a buyer that the business can achieve even greater scale. We will also often identify strategic buyers many years before an exit is likely, to help improve the chances of a successful outcome when the time comes.

In the meantime, we closely monitor the progress and value of the companies.

How are venture capital investments valued?

Because there is no ready market for the shares in a venture capital portfolio, there is also no 'market price'. As such, investment managers use alternative ways of determining the value of the shares. Various different methodologies can be applied, some more conservative than others.

At Oxford Capital, our preference is to use external data points wherever possible. For example, if a portfolio company has recently raised money from another institutional investor, then the share price used in that round can usually be assumed to be the fair value of shares we have acquired in previous rounds.

Another common methodology is to value shares using data about similar companies that have already been sold or listed. For example, companies from a certain industry sector may on average be acquired at a price that represents roughly five times their annual revenues. When valuing our own investments in that sector, we might determine a company's value by applying a 5x multiple to its annual revenues.

At Oxford Capital, every six months we carefully value every company in our portfolio according to industry-standard principles, before providing a full valuation statement to investors in the Oxford Capital Growth EIS. We also provide a written report on the activity, performance and progress of the portfolio companies, in order to put any changes in valuation into context.

It is important to remember that our valuations are not forward-looking. Valuations are intended to be a snapshot, in effect showing our best estimate of the return that might be received if we sold a portfolio company on the date of the valuation. As such, valuation statements do not show the expected eventual outcome of the investments.



WE AIM TO HELP OUR COMPANIES GROW QUICKLY, WHILST ALSO BUILDING THE SYSTEMS, PROCESSES, STRATEGY AND MANAGEMENT TEAM THAT WILL DEMONSTRATE TO A BUYER THAT THE BUSINESS CAN ACHIEVE EVEN GREATER SCALE.

Returning capital to investors

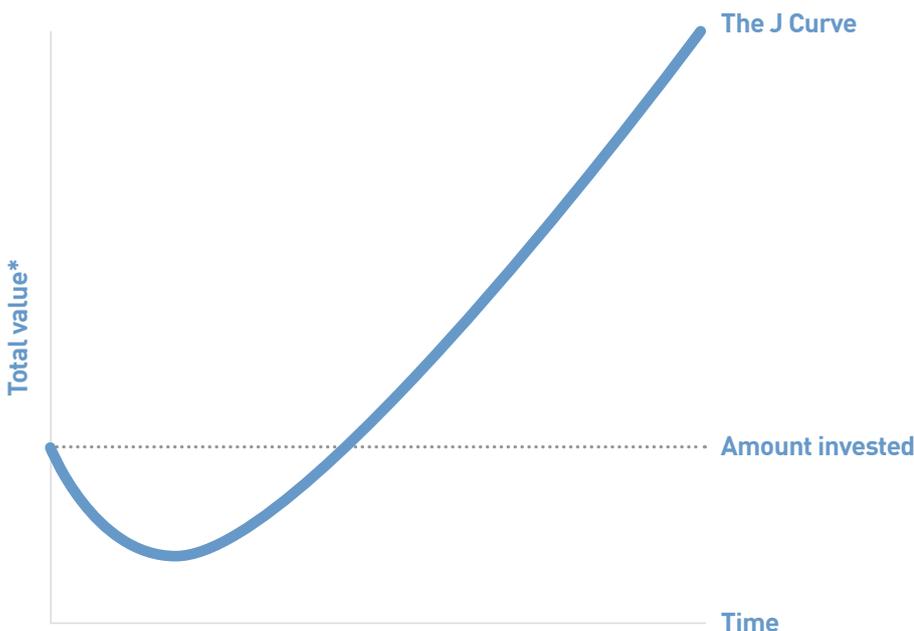
When a company in our portfolio is sold to another business or successfully lists on a stock exchange, it allows us to return capital to our investors who held shares in the company through the Oxford Capital Growth EIS.

The timing of returns from a venture capital portfolio is unpredictable. Our aim is to exit each company around five to seven years after we first invest. But some companies will inevitably face a longer journey to a successful exit, whilst others may be sold much more quickly than expected.

At Oxford Capital, we have experience of both extremes. Some of our investors have held shares in one company for more than ten years. But we have also previously sold shares that had been held for less than three years, after being approached with an unsolicited and generous acquisition offer from a strategic buyer.

The timing of returns from a venture capital portfolio is sometimes explained using a 'J-curve', like the one in the diagram below. The J-curve is overly simplistic and implies a smoother return than would normally be expected in Venture Capital. However, it does neatly make two important points:

1. A negative return in the early years is not unusual. Some companies may struggle or even fail early in the life of the portfolio. This can cause the total value of the portfolio to dip below 100%.
2. By contrast, the successful companies in the portfolio often take longer to maximise their value and achieve successful exits, resulting in a steepening of the returns profile in the later years.

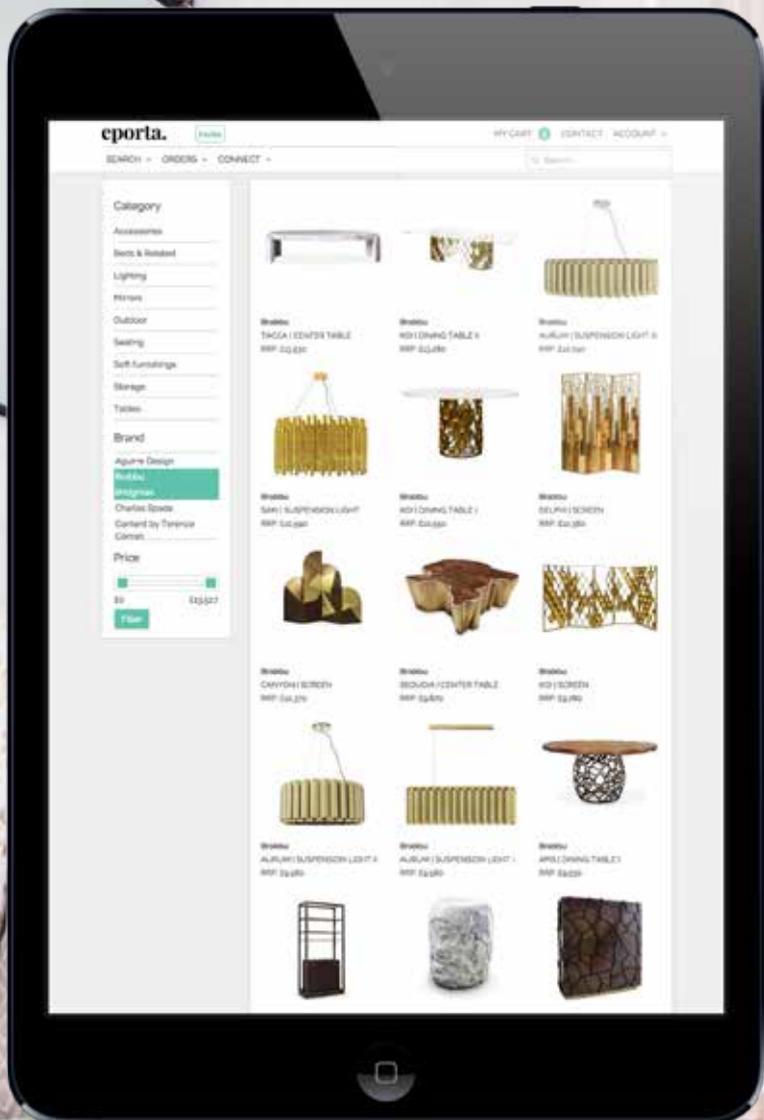


*Total value includes value of shares still held plus value of any distributed.



eporta.

eporta is a business-to-business marketplace for interior design products. It is rapidly becoming the trusted online platform for the professional sourcing of furniture, lighting and accessories direct from suppliers. It helps streamline complicated sourcing processes on both sides of the market by centralising relationships and products in one place.



Meet the team

Our Venture Capital investments are sourced, executed and managed by our Ventures team, who have more than 50 years of combined experience.



Tom Bradley

Partner

DN Capital, DFJ Esprit



Robin Lincoln

Portfolio Director

HgCapital, Lloyds Bank



Will Orde

Investment Manager

Aquaa Partners



Nadim Lahoud

Investor

Arma Partners



Meriwether Beckwith

Investor

Endeavour Vision



Esther Delignat-Lavaud Rodriguez

Analyst

Accuracy



Rachel Guest

Analyst

Portfolio

Following the strategy described in this guide, we have invested in 12 new companies over the past two years*. Visit www.oxcp.com/portfolio to find out more.



ARTFINDER

An online platform for consumers to purchase art direct from the artists.



ATTEST

Next generation market research platform.



CURVE

App for tracking spending across multiple payment cards.



ePORTA

A unique B2B marketplace for the interiors industry.



HOMETREE

Hassle-free home energy services.



IMPORT.IO

Turns unstructured data from websites into useful datasets.

*Shows the investments made during the period November 2015 to December 2017 utilising the strategy described in this document. This does not include companies that were not originally selected, researched and invested into under Tom Bradley's management. It also excludes follow-on investments where the original investment was not under Tom Bradley's management.



MONEYBOX

An app that makes investments simple and fun.



PUSH DOCTOR

PUSH DOCTOR

Online video GP appointments.



RED SIFT

Tools for turning disparate data into useful information.



SPOKE

Online men's apparel brand.



ULTRA SOC

On-chip performance and security monitoring.



WRISK

App-based insurance for cars, gadgets and more.

OXFORD CAPITAL

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