The Fund Incubator Limited

KEY INFORMATION DOCUMENT ("KID")

PURPOSE

This KID provides you with key information about this investment product. It is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains, and losses of this product and to help you compare it with other products.

This KID is accurate as at 31st October 2025. It should be read in conjunction with the Information Memorandum issued by the Investment Adviser.

PRODUCT

Product: Arāya- Sie Fund

Production Date: 31st October 2025

Competent Authority: The Financial Conduct Authority (the "**FCA**")

Manufacturer: The Fund Incubator Limited

Contact: barry.lawson@thefundincubator.com

Investment Adviser: Araya Sie Ventures Ltd

Contact: Triin Linamagi <triin@arayasie.ventures>

You are about to purchase a product that is not simple and may be difficult to understand.

WHAT IS THIS PRODUCT?

Type: Arāya Sie Fund (the "**Fund**") is a contractual alternative investment fund which is constituted by a series of investment management agreements by which each investor in the Fund will appoint the Manufacturer to be their discretionary investment manager to make and manage investments on their behalf in accordance with a common investment policy. The Fund will invest in both Seed Enterprise Investment Scheme and Enterprise Investment Scheme ("**S/EIS**") qualifying companies and non-S/EIS qualifying companies. The Manufacturer is authorised and regulated by the FCA (reference number: 208716).

Objectives: The investment objective of the Fund is to generate attractive, long-term returns for its investors. This will be principally achieved through long-term capital appreciation by making, holding, and disposing of privately negotiated equity and equity-related investments in a diversified selection of S/EIS and non-S/EIS portfolio companies. The Fund will target investments into approximately 40 portfolio companies in total. Subject to their own individual personal circumstances, investors in the Fund will be able to claim S/EIS relief on those investments which are in S/EIS-qualifying companies.

The base currency of the Partnership will be Sterling (£). If any additional parallel, feeder and/or other investment vehicles are established, they may have different base currencies.

Intended investors: The Fund is suitable for institutional and sophisticated individual investors with sufficient knowledge and experience as to be capable of identifying, understanding, and evaluating the risks and merits of investing in the Fund and with sufficient financial resources to bear the loss of the entirety of any investment made. Recipients not having such knowledge, experience, or resources, or not willing to risk the loss of the entirety of a possible investment in the Fund, should not take any further steps with respect to the Fund. The Fund should form part of a diversified investment portfolio for any investor.

Additional Information: The Fund has no formal termination date, but investments are likely to be held for at least five to eight years. The timing of the sale of investments will be inevitably unpredictable and some investments may be held for longer than the anticipated holding period. In respect of those investments in S/EIS-qualifying companies, it is unlikely that the Manufacturer will realise those investments before their third-year anniversary to ensure that S/EIS relief in respect of such investments crystallises.

WHAT ARE THE RISKS AND WHAT COULD I GET IN RETURN?

Risk indicator:

The risk indicator assumes you hold the underlying investments for at least three years. You may not be able to cash in early. You may have to pay significant extra costs to cash in early. You may lose S/EIS tax reliefs if you cash in early.

The summary risk indicator is a guide to the level of risk of the Product compared to other products. It shows how likely it is that the Product will lose money because of movements in the markets or because the Fund is not able to pay you. The Manufacturer has classified this product as 6 out of 7 which is the second-highest risk class. This rates the potential losses from future performance at a high level, and poor market conditions are very likely to impact the performance of the Fund. The Product does not include any protection from future market performance so you could lose some or all of your investment. If the Fund is not able to pay what is owed, you could lose your entire investment.

For full details on the risks associated with the Fund please refer to Section I of the Information Memorandum issued by the Investment Adviser.

What could affect my return positively?

In terms of favourable conditions that would be conducive to the Product generating higher than average returns, a low-interest, low-inflation macro-economic environment during the life of the Fund would provide a helpful tailwind, as would positive market sentiment and confidence as regards reasonable valuations. As mentioned above, the skill and expertise of the Manufacturer together with the success of the individual portfolio companies will also be essential to any above average returns.

What could affect my return negatively?

In terms of conditions whereby the Product is likely to generate lower returns or lead to investment loss, the inverse of some or all of the favourable conditions mentioned above would need to exist during the life of the Fund. Where severely adverse market conditions exist, investors should be prepared to incur a loss, or total loss, on their investment in the Fund. Investors should not invest in the Product unless they have the capacity to bear such a loss.

WHAT HAPPENS IF THE FUND IS UNABLE TO PAY OUT?

You may face a financial loss should the Manufacturer default on its obligations. There is no compensation or guarantee scheme in place which may offset all or any of, such loss.

WHAT ARE THE COSTS?

The Reduction in Yield (RIY) shows what impact the total costs you pay will have on the investment return you might get. The total costs take into account one-off, ongoing and incidental costs.

The amounts shown below are the cumulative costs of the Product itself, for three different holding periods. They include potential exit penalties. The figures assume you invest £10,000, although the minimum investment for access to the Fund is £100,000. The figures are estimates and may change in the future.

Costs over time (assuming a moderate scenario)

The person selling you or advising you about this Product may charge you other costs. If so, this person will provide you with information about these costs and show you the impact that all costs will have on your investment over time. VAT is chargeable where applicable and the current VAT rate is 20%.

Investment £10,000	If you cash in after 1 year	If you cash in after 5 years	If you cash in after 10 years
Impact of Total costs	£300	£3,844	£7,773
Reduction in Yield (RIY) per year	3%	4.43%	2.72%

Composition of costs

The table below shows the impact each year of the different types of costs on the investment return you might get at the end of the recommended holding period and the meaning of the different cost categories. VAT is chargeable where applicable and the current VAT rate is 20%.

One-off costs	Entry costs	0.0%	The impact of the costs you pay in relation to establishing the Fund. There are no such costs as these will be absorbed by the Investment Adviser.
Ongoing costs	Portfolio transaction costs	0.0%	The impact of the costs of the Manufacturer buying and selling underlying investments for the Fund. There are no such costs charged to investors.
	Other ongoing costs (Annual Management Charge ("**AMC**"))	3% (Net of VAT)	The impact of the costs that the Manufacturer takes each year for managing your investments. The AMC is charged at 3% of your total subscription amount for the first four years of your investment in the Fund, followed by 1.8% of your total subscription amount for the remainder of the life of the Fund.
Incidental costs	Performance Fee	20.0% plus VAT	The impact of the performance fee. This is based upon a performance fee of 20% of the amount returned in excess of the amount invested (net of the AMC). This will be deducted from proceeds realised on exits from underlying Fund investments.

HOW LONG SHOULD I HOLD IT AND CAN I TAKE MONEY OUT EARLY?

The Fund is aimed at long-term investors with full realisations only expected between five to eight years (from the point of each investment). Furthermore, investments in S/EIS-qualifying companies must be held for a minimum of three years in order to claim S/EIS tax reliefs.

Your money will be invested in unlisted shares. These shares are highly illiquid as there is no ready market for them. Accordingly, you are most likely to realise sale proceeds from a portfolio company, not by attempting to sell shares at a time of your choosing, but by holding them until there is a sale of the entire company, or a listing of its shares on a stock market. In certain circumstances, you may realise some value through dividends, share buy-backs or a distribution of assets on a winding up, but this is unlikely to be material to the performance of your investment.

HOW CAN I COMPLAIN?

If you wish to complain about the Fund or the conduct of the Manufacturer, please submit your complaint to the compliance office of The Fund Incubator Limited by email at barry.lawson@thefundincubator.com or in writing to The Fund Incubator Limited, Orchard Brae House, 30 Queensferry Road. Edinburgh EH4 2HS.

OTHER RELEVANT INFORMATION

The Investment Adviser has produced a comprehensive Information Memorandum relating to the Fund which is the basis on which the Fund is promoted. If you have not already received a copy of the Information Memorandum, or have mislaid it, please contact Triin Linamagi at triin@arayasie.ventures and we will provide you with a copy.